

**Return of Private Foundation**

**2016**

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](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation  
**SILVERWEED FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**C/O ANCHIN - 1375 BROADWAY**

City or town, state or province, country, and ZIP or foreign postal code  
**NEW YORK, NY 10018**

**A Employer identification number**  
13-3496446

**B Telephone number (see instructions)**  
(212) 840-3456

**C** If exemption application is pending, check here

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

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

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

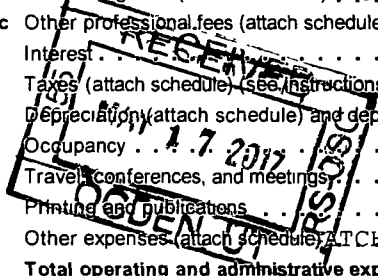
**G** Check all that apply  
 Initial return  
 Final return  
 Address change  
 Initial return of a former public charity  
 Amended return  
 Name change

**H** Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 6,611,283.**  
**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions gifts, grants, etc. received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	418.	418.		
	4 Dividends and interest from securities	36,873.	36,873.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	294,663.			
	b Gross sales price for all assets on line 6a	2,101,699.			
	7 Capital gain net income (from Part IV, line 2)		294,663.		
	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)					
12 <b>Total.</b> Add lines 1 through 11	331,954.	331,954.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	50,000.			50,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	30,376.			30,376.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) [1]	9,300.	4,650.		4,650.
	c Other professional fees (attach schedule) [2]	140,123.	140,123.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [3]	4,007.			4,007.
	19 Depreciation (attach schedule) and depletion	508.			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) [4]	2,480.	724.		1,756.
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23.	236,794.	145,497.		90,789.
	25 Contributions, gifts, grants paid	927,500.			927,500.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	1,164,294.	145,497.		1,018,289.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-832,340.				
b <b>Net investment income</b> (if negative, enter -0-)		186,457.			
c <b>Adjusted net income</b> (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year			End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .						
	2	Savings and temporary cash investments . . . . .	1,398,350.	525,254.	525,254.			
	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 5 . . . . .	4,465,996.	4,507,260.	6,084,904.			
	c	Investments - corporate bonds (attach schedule) . . . . .						
	11	Investments - land, buildings, and equipment basis ▶						
	Less accumulated depreciation ▶ (attach schedule)							
12	Investments - mortgage loans . . . . .							
13	Investments - other (attach schedule) . . . . .							
14	Land, buildings, and equipment basis ▶ 13,340.						ATCH 6	
	Less accumulated depreciation ▶ (attach schedule) 12,215.	1,633.	1,125.	1,125.			1,125.	
15	Other assets (describe ▶ )							
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	5,865,979.	5,033,639.	6,611,283.				
Liabilities	17	Accounts payable and accrued expenses . . . . .						
	18	Grants payable . . . . .						
	19	Deferred revenue . . . . .						
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .						
	21	Mortgages and other notes payable (attach schedule) . . . . .						
	22	Other liabilities (describe ▶ )						
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0.	0.	0.				
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .						
	25	Temporarily restricted . . . . .						
	26	Permanently restricted . . . . .						
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/>		<b>check here and complete lines 27 through 31.</b>					
	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .	5,865,979.	5,033,639.	5,033,639.				
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	5,865,979.	5,033,639.	5,033,639.				

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 5,865,979.
2	Enter amount from Part I, line 27a . . . . .	2 -832,340.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 5,033,639.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 5,033,639.

**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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0- ) or Losses (from col (h))	
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	294,663.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,265,129.	8,300,823.	0.152410
2014	1,172,226.	8,238,074.	0.142294
2013	1,146,103.	7,736,899.	0.148135
2012	1,225,620.	7,318,153.	0.167477
2011	1,415,725.	8,172,152.	0.173238
2	Total of line 1, column (d)		0.783554
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.		0.156711
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		6,921,000.
5	Multiply line 4 by line 3.		1,084,597.
6	Enter 1% of net investment income (1% of Part I, line 27b).		1,865.
7	Add lines 5 and 6.		1,086,462.
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions		1,018,289.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Total credits and payments'. Total amount owed is 1,596.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and substantial contributors. Includes 'Yes' and 'No' columns.

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 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of ANCHIN BLOCK & ANCHIN LLP Telephone no (212) 840-3456 Located at 1375 BROADWAY NEW YORK, NY ZIP+4 10018
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . .
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 X See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country

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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . 1b X Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? . . . . . 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 X 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 X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
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 X
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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

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

**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 7		50,000.	30,376.	0.

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

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

Total number of other employees paid over \$50,000.  0.

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.
<b>Total number of others receiving over \$50,000 for professional services</b>		0.

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

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

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

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

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	6,084,252.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	942,144.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	7,026,396.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	7,026,396.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	105,396.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	6,921,000.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	346,050.

**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)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	346,050.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5 . . . . .	<b>2a</b>	3,729.
<b>2b</b>	Income tax for 2016 (This does not include the tax from Part VI) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	3,729.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	342,321.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	342,321.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	342,321.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	1,018,289.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	1,018,289.
<b>5</b>	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) . . . . .	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	1,018,289.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7 . . . . .				342,321.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only. . . . .				
b Total for prior years 20 14 ,20 13 ,20 12 . . . . .				
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . . .	1,012,189.			
b From 2012 . . . . .	888,790.			
c From 2013 . . . . .	733,774.			
d From 2014 . . . . .	786,102.			
e From 2015 . . . . .	867,763.			
f Total of lines 3a through e . . . . .	4,288,618.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,018,289.				
a Applied to 2015, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2016 distributable amount. . . . .				342,321.
e Remaining amount distributed out of corpus. . . . .	675,968.			
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 . . . . .	4,964,586.			
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. . . . .				
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) . . . . .	1,012,189.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	3,952,397.			
10 Analysis of line 9				
a Excess from 2012 . . . . .	888,790.			
b Excess from 2013 . . . . .	733,774.			
c Excess from 2014 . . . . .	786,102.			
d Excess from 2015 . . . . .	867,763.			
e Excess from 2016 . . . . .	675,968.			

**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)(ii) . . . . .					
(3) Largest amount of support from an exempt organization. . . . .					
(4) Gross investment income . . . . .					

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

**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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a Paid during the year</b> SEE SCHEDULE ATTACHED</p>	NONE	PC	CHARITABLE	927,500.
<b>Total</b> .....				<b>3a</b> 927,500.
<b>b Approved for future payment</b>				
<b>Total</b> .....				<b>3b</b>





**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)	
2,101,699.		PUBLICLY TRADED SECURITIES 1,807,036.					VAR 294,663.	VAR
TOTAL GAIN (LOSS) .....							<u>294,663.</u>	

ATTACHMENT 1FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING, TAX RETURN PREPARATION & CONSULTING FEES	9,300.	4,650.		4,650.
TOTALS	<u>9,300.</u>	<u>4,650.</u>		<u>4,650.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	140,123.	140,123.
TOTALS	<u>140,123.</u>	<u>140,123.</u>

SILVERWEED FOUNDATION, INC.

2016 FORM 990-PF

13-3496446

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAX	4,007.	4,007.
TOTALS	<u>4,007.</u>	<u>4,007.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
POSTAGE	1,624.	649.	975.
FILING FEES	456.		456.
NYS DEPARTMENT OF LAW	250.		250.
BANK CHARGE	150.	75.	75.
TOTALS	<u>2,480.</u>	<u>724.</u>	<u>1,756.</u>

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PERSHING - SEE STMTS ATTACHED	4,465,996.	4,507,260.	6,084,904.
TOTALS	<u>4,465,996.</u>	<u>4,507,260.</u>	<u>6,084,904.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 6

FIXED ASSET DETAIL

ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COMPUTER	M5	3,318			3,318	3,111			3,111
OFFICE EQUIPMENT	M5	3,082			3,082	2,928			2,928
COMPUTER	M5	3,223			3,223	3,223			3,223
COMPUTER	M5	3,717			3,717	2,445	508		2,953
TOTALS		<u>13,340</u>			<u>13,340</u>	<u>11,707</u>			<u>12,215</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
KAREN FREEDMAN C/O ANCHIN - 1375 BROADWAY NEW YORK, NY 10018	PRESIDENT	0.	0.	0.
NINA P. FREEDMAN C/O ANCHIN - 1375 BROADWAY NEW YORK, NY 10018	VP/TREAS 15.00	50,000.	30,376.	0.
SUSAN K. FREEDMAN C/O ANCHIN - 1375 BROADWAY NEW YORK, NY 10018	VP/SECY	0.	0.	0.
	GRAND TOTALS	<u>50,000</u>	<u>30,376.</u>	<u>0.</u>

Silverweed Foundation, Inc.  
Grants Paid  
December 31,2016

<b>Donee</b>	<b>Amount</b>
American Friends of Magen David	10,000.00
American Jewish Committee	1,500.00
American Jewish World Service	10,000.00
Bronx Baseball Dreams Inc	15,000.00
Brown University	30,000.00
City Arts Inc	15,000.00
City Parks Foundation	32,500 00
CUSSWORK	5,000.00
Dorot	5,000 00
Ethical Culture Fieldston School	75,000.00
Hrebrew Free Bunal Associates	1,000.00
Katonah Museum of Art	5,000.00
Kenyon College	75,000.00
Lawyers for Children	125,000.00
Lincoln Center Theater	7,500.00
Manhattan Theater Club	7,500.00
Meserve Kunhardt Foundation	10,000.00
MET Council on Jewish Poverty	5,000.00
Municipal Art Society	15,000.00
NRDC	7,500.00
NYU Law School	75,000 00
Phipps Houses	10,000.00
Prep For Prep	1,000.00
Public Art Fund Inc	100,000 00
Ramapo for Children	36,000 00
Recess Activities Inc	40,000.00
The Summer Camp	3,000.00
The Sylvia Center	25,000 00
Union of Reform Judaism	25,000 00
Wesleyan University	100,000 00
WNET	50,000 00
WNYC Radio	5,000.00
	<hr/> <hr/>
	927,500 00

Pershing Advisor Solutions LLC, a BNY Mellon company  
 One Pershing Plaza, Jersey City, NJ 07399  
 (877) 870-7230  
 Member FINRA, SIPC



# Investment Account Statement

Statement Period: 12/01/2016 - 12/31/2016

## Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>Equities 94.00% of Portfolio</b>								
<b>Common Stocks</b>								
<b>CBS CORP NEW CL B</b>								
Dividend Option Cash								
Security Identifier: CBS CUSIP: 124857202								
11/07/14	3,610,000	51.2610	185,054.01	63.6200	229,668.20	44,614.19	2,599.20	1.13%
08/20/15	2,395,000	46.7390	111,939.43	63.6200	152,369.90	40,430.47	1,724.40	1.13%
08/26/15	295,000	44.0170	12,985.07	63.6200	18,767.90	5,782.83	212.40	1.13%
08/27/15	1,450,000	45.1420	65,455.18	63.6200	92,249.00	26,793.82	1,044.00	1.13%
09/04/15	320,000	42.8850	13,723.20	63.6200	20,358.40	6,635.20	230.40	1.13%
09/25/15	4,755,000	40.9000	194,477.60	63.6200	302,513.10	108,035.50	3,423.60	1.13%
<b>Total Covered</b>	<b>12,825,000</b>		<b>583,634.49</b>		<b>815,926.50</b>	<b>232,292.01</b>	<b>9,234.00</b>	
<b>Total</b>	<b>12,825,000</b>		<b>\$583,634.49</b>		<b>\$815,926.50</b>	<b>\$232,292.01</b>	<b>\$9,234.00</b>	
<b>COMMSCOPE HLDG CO INC COM</b>								
Dividend Option Cash								
Security Identifier: COMM CUSIP: 20337X109								
11/24/14	1,360,000	21.9480	29,849.42	37.2000	50,592.00	20,742.58		
11/25/14	925,000	22.0970	20,439.75	37.2000	34,410.00	13,970.27		
11/26/14	425,000	22.5180	9,570.24	37.2000	15,810.00	6,239.76		
11/28/14	615,000	22.1370	13,614.13	37.2000	22,878.00	9,263.87		
12/01/14	765,000	22.0940	16,902.14	37.2000	28,458.00	11,555.86		
12/02/14	195,000	22.4760	4,382.78	37.2000	7,253.99	2,871.21		
12/03/14	625,000	23.0400	14,400.00	37.2000	23,250.00	8,850.00		
12/04/14	3,850,000	23.4410	90,246.70	37.2000	143,220.00	52,973.30		
12/05/14	200,000	23.8210	4,764.28	37.2000	7,440.00	2,675.72		
12/08/14	4,575,000	23.8010	108,889.58	37.2000	170,190.00	61,300.42		
12/09/14	2,105,000	23.5320	49,534.44	37.2000	78,306.00	28,771.56		
12/10/14	1,660,000	22.5690	37,464.71	37.2000	61,752.00	24,287.29		
12/11/14	135,000	22.3240	3,013.73	37.2000	5,022.01	2,008.28		
12/12/14	180,000	22.0200	3,963.60	37.2000	6,696.00	2,732.40		
12/15/14	2,085,000	21.9960	45,862.08	37.2000	77,562.00	31,699.92		
01/07/15	625,000	23.2580	14,536.56	37.2000	23,250.00	8,713.44		
01/08/15	465,000	23.8200	11,076.39	37.2000	17,298.01	6,221.62		
01/09/15	625,000	23.1980	14,499.06	37.2000	23,250.00	8,750.94		
01/12/15	1,235,000	22.2120	27,451.82	37.2000	45,942.01	18,510.19		
01/13/15	135,000	21.8120	2,944.65	37.2000	5,022.01	2,077.36		



**Portfolio Holdings (continued)**

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>Equities (continued)</b>								
<b>Common Stocks (continued)</b>								
<b>COMMSCOPE HLDG CO INC COM (continued)</b>								
01/16/15	2,800,000	20.6762	57,893.56	37.2000	104,160.00	46,266.64		
01/22/15	695,000	21.1570	14,704.25	37.2000	25,854.00	11,149.75		
01/23/15	270,000	21.6300	5,840.10	37.2000	10,044.00	4,203.90		
01/26/15	685,000	21.5040	14,730.24	37.2000	25,482.01	10,751.77		
01/28/15	430,000	27.0110	11,614.77	37.2000	15,996.00	4,381.23		
01/29/15	245,000	26.8950	6,589.32	37.2000	9,114.01	2,524.69		
11/10/15	1,780,000	27.2130	48,439.50	37.2000	66,216.01	17,776.51		
11/11/15	650,000	27.2750	17,728.75	37.2000	24,180.00	6,451.25		
11/12/15	225,000	26.9080	6,054.30	37.2000	8,370.00	2,315.70		
11/13/15	1,770,000	26.5510	46,994.74	37.2000	65,844.00	18,849.26		
01/07/16	265,000	29.3670	6,329.15	37.2000	9,858.00	2,075.68		
01/08/16	45,000	28.9670	1,055.37	37.2000	1,674.00	370.50		
01/08/16	560,000	23.4630	13,151.72	37.2000	20,832.00	7,681.64		
01/12/16	350,000	23.1250	8,093.82	37.2000	13,019.94	4,926.12		
<b>Total Covered</b>	<b>33,555,000</b>		<b>782,605.43</b>		<b>1,248,246.00</b>	<b>463,940.63</b>		
<b>Total</b>	<b>33,555,000</b>				<b>\$1,248,246.00</b>	<b>\$463,940.63</b>		<b>\$0.00</b>
<b>EXPRESS SCRIPTS HLDG CO COM</b>								
Dividend Option Cash								
Security Identifier: ESRX								
CUSIP: 30219G108								
04/24/13	500,000	57.7200	28,859.78	68.7900	34,395.00	5,535.22		
04/24/13	430,000	56.6690	24,367.63	68.7900	29,579.70	5,212.07		
04/25/13	4,415,000	57.7450	254,944.62	68.7900	303,707.85	48,763.23		
04/29/13	1,215,000	58.6340	71,240.07	68.7900	83,579.85	12,339.78		
05/08/13	220,000	61.1900	13,461.84	68.7900	15,133.80	1,671.96		
05/15/13	1,290,000	61.1220	78,847.90	68.7900	88,739.10	9,891.20		
10/25/13	1,310,000	60.7220	79,546.06	68.7900	90,114.90	10,568.82		
07/17/14	1,655,000	65.6640	108,673.75	68.7900	113,847.45	5,173.70		
01/20/16	190,000	70.5270	13,400.11	68.7900	13,070.10	-330.01		
03/23/16	1,475,000	68.0030	100,305.02	68.7900	101,465.24	1,160.22		
10/28/16	395,000	69.8790	27,602.33	68.7900	27,172.06	-430.27		
10/28/16	700,000	66.0320	46,222.64	68.7900	48,153.00	1,930.36		
10/28/16	115,000	65.4850	7,530.75	68.7900	7,910.85	380.10		
12/15/16	1,185,000	69.0140	81,781.12	68.7900	81,516.15	-264.97		
<b>Total Covered</b>	<b>15,095,000</b>		<b>936,783.64</b>		<b>1,038,385.05</b>	<b>101,601.41</b>		
<b>Total</b>	<b>15,095,000</b>		<b>\$936,783.64</b>		<b>\$1,038,385.05</b>	<b>\$101,601.41</b>		<b>\$0.00</b>



Pershing Advisor Solutions LLC, a BNY Mellon company  
 One Pershing Plaza, Jersey City, NJ 07399  
 (877) 870-7230  
 Member FINRA, SIPC



# Investment Account Statement

Statement Period: 12/01/2016 - 12/31/2016

## Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>Equities (continued)</b>								
<b>Common Stocks (continued)</b>								
<b>HCA HLDGS INC COM</b>			<b>Security Identifier: HCA</b>					
Dividend Option: Cash			CUSIP: 40412C101					
10/19/16	2,305,000	81.9970	189,003.09	74.0200	170,616.10	-18,386.99		
11/09/16	2,310,000	69.9630	161,614.99	74.0200	170,986.20	9,371.21		
12/15/16	45,000	74.0240	3,331.06	74.0200	3,330.90	-0.18		
12/16/16	1,255,000	73.7420	92,545.96	74.0200	92,895.10	349.14		
<b>Total Covered</b>	<b>5,915,000</b>		<b>446,495.12</b>		<b>437,828.30</b>	<b>-8,666.82</b>		
<b>Total</b>	<b>5,915,000</b>		<b>\$446,495.12</b>		<b>\$437,828.30</b>	<b>-\$8,666.82</b>		<b>\$0.00</b>
<b>HANESBRANDS INC COM</b>			<b>Security Identifier: HBI</b>					
Dividend Option: Cash Adjustments			CUSIP: 410345102					
03/08/13	7,540,000	9.8040	73,921.11	21.5700	162,637.80	88,716.69	3,317.60	2.03%
03/11/13	2,860,000	9.8620	28,205.00	21.5700	61,690.21	33,485.21	1,258.40	2.03%
03/12/13	3,400,000	9.9090	33,689.71	21.5700	73,338.00	39,648.29	1,496.00	2.03%
03/15/13	3,720,000	10.0450	37,368.73	21.5700	80,240.39	42,871.66	1,636.80	2.03%
03/18/13	65,000	10.0930	656.02	21.5700	1,402.06	746.04	28.60	2.03%
03/19/13	1,860,000	10.0810	18,750.54	21.5700	40,120.20	21,369.66	818.40	2.03%
08/03/15	4,575,000	29.0550	132,924.64	21.5700	98,682.75	-34,241.89	2,013.00	2.03%
08/06/15	1,210,000	28.4550	34,431.11	21.5700	26,099.70	-8,331.41	532.40	2.03%
08/07/15	2,080,000	28.5420	59,366.87	21.5700	44,865.60	-14,501.27	915.20	2.03%
10/23/15	1,755,000	27.0460	47,465.09	21.5700	37,855.34	-9,609.75	772.20	2.03%
10/26/15	1,180,000	26.5610	31,341.43	21.5700	25,452.61	-5,888.82	519.20	2.03%
10/27/15	1,670,000	27.0220	45,126.13	21.5700	36,021.90	-9,104.23	734.80	2.03%
02/05/16	6,225,000	25.4190	158,232.65	21.5700	134,273.25	-23,959.40	2,739.00	2.03%
06/14/16	1,210,000	25.6690	31,059.13	21.5700	26,099.70	-4,959.43	532.40	2.03%
11/04/16	140,000	29.1910	4,086.75	21.5700	3,019.80	-1,066.95	61.60	2.03%
			122 day(s) added to your holding period as a result of a wash sale					
11/04/16	290,000	29.3550	8,513.07	21.5700	6,255.30	-2,257.77	127.60	2.03%
			Your lot has been adjusted due to a wash sale for more than one year.					
11/04/16	935,000	25.9070	24,223.41	21.5700	20,167.95	-4,055.46	411.40	2.03%
			357 day(s) added to your holding period as a result of a wash sale					
11/18/16	3,730,000	24.5250	91,478.25	21.5700	80,456.09	-11,022.16	1,641.20	2.03%
11/21/16	795,000	24.5320	19,502.62	21.5700	17,148.15	-2,354.47	349.80	2.03%



**Portfolio Holdings (continued)**



Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>Equities (continued)</b>								
<b>Common Stocks (continued)</b>								
<b>HANESBRANDS INC COM (continued)</b>								
11/30/16	4,575,000	23.4800	107,420.54	21.5700	99,682.75	-8,737.79	2,013.00	2.03%
11/30/16	605,000	23.5040	14,220.16	21.5700	13,049.85	-1,170.31	266.20	2.03%
12/02/16	675,000	22.8460	15,421.12	21.5700	14,559.75	-861.37	297.00	2.03%
12/05/16	790,000	22.9900	18,162.10	21.5700	17,040.30	-1,121.80	347.60	2.03%
12/06/16	775,000	22.8520	17,710.61	21.5700	16,716.74	-993.87	341.00	2.03%
12/07/16	4,790,000	21.5430	103,192.89	21.5700	103,320.30	127.41	2,107.60	2.03%
12/16/16	1,450,000	21.6180	31,345.52	21.5700	31,276.51	-69.01	638.00	2.03%
<b>Total Covered</b>	<b>58,900,000</b>			1,192,281.37	<b>1,270,473.00</b>	<b>82,657.80</b>	<b>25,916.00</b>	
<b>Total</b>	<b>58,900,000</b>				<b>\$1,270,473.00</b>	<b>\$82,657.80</b>	<b>\$25,916.00</b>	
<b>LABORATORY CORP AMER HLDGS COM NEW</b>								
Dividend Option: Cash								
Security Identifier: LH CUSIP: 50540R409								
10/29/02	2,010,000	19.9360	40,072.36	128.3800	258,043.80	217,971.44		
<b>Total Noncovered</b>	<b>2,010,000</b>		<b>40,072.36</b>		<b>258,043.80</b>	<b>217,971.44</b>		
02/08/16	400,000	99.3350	39,733.92	128.3800	51,352.00	11,618.08		
<b>Total Covered</b>	<b>400,000</b>		<b>39,733.92</b>		<b>51,352.00</b>	<b>11,618.08</b>		
<b>Total</b>	<b>2,410,000</b>		<b>\$79,806.28</b>		<b>\$509,395.80</b>	<b>\$229,589.52</b>	<b>\$0.00</b>	
<b>TEMPUR SEALY INTERNATIONAL INC COM</b>								
Dividend Option: Cash								
Security Identifier: TPX CUSIP: 88023U101								
10/01/12	2,905,000	30.4660	88,503.73	68.2800	198,353.40	109,849.67		
10/02/12	545,000	30.8880	16,834.12	68.2800	37,212.60	20,378.48		
11/20/12	1,015,000	24.6540	25,023.51	68.2800	69,304.20	44,280.69		
11/21/12	1,515,000	25.0580	37,963.32	68.2800	103,444.20	65,480.88		
11/23/12	255,000	25.9140	6,608.02	68.2800	17,411.40	10,803.38		
01/20/16	335,000	51.3240	17,193.51	68.2800	22,873.80	5,680.29		
02/04/16	1,855,000	54.5530	101,195.07	68.2800	126,659.40	25,464.33		
06/27/16	735,000	53.6110	39,404.31	68.2800	50,185.80	10,781.49		
07/05/16	850,000	53.7930	46,261.72	68.2800	58,720.80	12,459.08		
07/05/16	510,000	53.7800	27,427.90	68.2800	34,822.80	7,394.90		
<b>Total Covered</b>	<b>10,530,000</b>		<b>406,415.21</b>		<b>718,988.40</b>	<b>312,573.19</b>		
<b>Total</b>	<b>10,530,000</b>		<b>\$406,415.21</b>		<b>\$718,988.40</b>	<b>\$312,573.19</b>	<b>\$0.00</b>	
<b>UNITEDHEALTH GROUP INC COM</b>								
Dividend Option: Cash								
Security Identifier: UNH CUSIP: 91324P102								
01/08/13	1,420,000	51.5200	73,158.83	160.0400	227,256.80	154,097.97	3,550.00	1.56%
02/26/13	115,000	52.8720	6,080.26	160.0400	18,404.60	12,324.34	287.50	1.56%



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## Investment Account Statement

Statement Period: 12/01/2016 - 12/31/2016

### Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
<b>Equities (continued)</b>								
<b>Common Stocks (continued)</b>								
<b>UNITEDHEALTH GROUP INC COM (continued)</b>								
<b>Total Covered</b>	<b>1,535.000</b>		<b>79,239.09</b>		<b>245,661.40</b>	<b>166,422.31</b>		<b>3,837.50</b>
<b>Total</b>	<b>1,535.000</b>		<b>\$79,239.09</b>		<b>\$245,661.40</b>	<b>\$166,422.31</b>		<b>\$3,837.50</b>
<b>Total Common Stocks</b>			4,507,260.63		<b>\$6,084,904.45</b>	<b>\$1,580,410.05</b>		<b>\$38,987.50</b>
<b>Total Equities</b>					<b>\$6,084,904.45</b>	<b>\$1,580,410.05</b>		<b>\$38,987.50</b>
			<b>Cost Basis</b>		<b>Market Value</b>	<b>Unrealized Gain/Loss</b>	<b>Accrued Interest</b>	<b>Estimated Annual Income</b>
<b>Total Portfolio Holdings</b>			<b>\$4,905,496.27</b>		<b>\$6,485,906.32</b>	<b>\$1,580,410.05</b>	<b>\$0.00</b>	<b>\$39,365.95</b>

\* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 or in retirement accounts are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as non-retirement, US taxpayers securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Options and any Debt Instruments that provide a simple fixed payment schedule for which a yield to maturity can be easily determined acquired on or after January 1, 2014

† The cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

### Portfolio Holdings Disclosures

#### Pricing

This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period. The market prices, unless otherwise noted, have been obtained from independent vendor services, which we believe to be reliable. Market prices do not constitute a bid or an offer, and may differ from the actual sale price. Securities for which a price is not available are marked "N/A" and are omitted from the Total.

THE AS OF PRICE DATE ONLY APPEARS WHEN THE PRICE DATE DOES NOT EQUAL THE STATEMENT DATE.

#### Estimated Annual Figures

The estimated annual income (EAI) and estimated annual yield (EAY) figures are estimates and for informational purposes only. These figures are not considered to be a forecast or guarantee of future results.

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