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

Name of foundation  
**SASCO FOUNDATION XXXXX0008**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**10 S DEARBORN IL1-0117**

City or town, state or province, country, and ZIP or foreign postal code  
**CHICAGO, IL 60603**

**A Employer identification number**  
13-6046567

**B Telephone number (see instructions)**  
866-888-5157

**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.

|   |  |
|---|--|
| <input type="checkbox"/> Initial return | <input type="checkbox"/> Initial return of a former public charity |
| <input type="checkbox"/> Final return   | <input type="checkbox"/> Amended return                            |
| <input type="checkbox"/> Address change | <input type="checkbox"/> 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) ▶ \$ **6,006,456.**

**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>1</b>  | Contributions, gifts, grants, etc., received (attach schedule)  |                                    |                           |                         |   |
| <b>2</b>  | Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. . . . . |                                    |                           |                         |   |
| <b>3</b>  | Interest on savings and temporary cash investments.   |                                    |                           |                         |   |
| <b>4</b>  | Dividends and interest from securities . . . . .  | 124,715.                           | 124,321.                  |                         | STMT 1  |
| <b>5a</b>   | Gross rents . . . . .   |                                    |                           |                         |   |
| <b>b</b>  | Net rental income or (loss)   |                                    |                           |                         |   |
| <b>6a</b>   | Net gain or (loss) from sale of assets not on line 10   | -28,582.                           |                           |                         |   |
| <b>b</b>  | Gross sales price for all assets on line 6a <b>2,205,454.</b>   |                                    |                           |                         |   |
| <b>7</b>  | Capital gain net income (from Part IV, line 2) . . . . .  |                                    |                           |                         |   |
| <b>8</b>  | Net short-term capital gain . . . . .   |                                    |                           |                         |   |
| <b>9</b>  | Income modifications . . . . .  |                                    |                           |                         |   |
| <b>10a</b>  | Gross sales less returns and allowances . . . . .   |                                    |                           |                         |   |
| <b>b</b>  | Less Cost of goods sold . . . . .   |                                    |                           |                         |   |
| <b>c</b>  | Gross profit or (loss) (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>11</b>   | Other income (attach schedule)  | -10,003.                           |                           |                         | STMT 2  |
| <b>12</b>   | Total (Add lines 1 through 11)  | 86,130.                            | 124,321.                  |                         |   |
| <b>13</b>   | Compensation of officers, directors, trustees, etc. . . . .   | 70,894.                            | 42,537.                   |                         | 28,358.   |
| <b>14</b>   | Other employee salaries and wages . . . . .   |                                    | NONE                      | NONE                    |   |
| <b>15</b>   | Pension plans, employee benefits . . . . .  |                                    | NONE                      | NONE                    |   |
| <b>16a</b>  | Legal fees (attach schedule)  |                                    |                           |                         |   |
| <b>b</b>  | Accounting fees (attach schedule)   |                                    |                           |                         |   |
| <b>c</b>  | Other professional fees (attach schedule)   |                                    |                           |                         |   |
| <b>17</b>   | Interest . . . . .  |                                    |                           |                         |   |
| <b>18</b>   | Taxes (attach schedule) (see instructions) . . . . .  | 8,888.                             | 1,616.                    |                         |   |
| <b>19</b>   | Depreciation (attach schedule) and depletion . . . . .  |                                    |                           |                         |   |
| <b>20</b>   | Occupancy . . . . .   |                                    |                           |                         |   |
| <b>21</b>   | Travel, conferences, and meetings . . . . .   |                                    | NONE                      | NONE                    |   |
| <b>22</b>   | Printing and publications . . . . .   |                                    | NONE                      | NONE                    |   |
| <b>23</b>   | Other expenses (attach schedule) . . . . .  |                                    |                           |                         |   |
| <b>24</b>   | <b>Total operating and administrative expenses.</b>   |                                    |                           |                         |   |
|   | Add lines 13 through 23 . . . . .   | 79,782.                            | 44,153.                   | NONE                    | 28,358.   |
| <b>25</b>   | Contributions, gifts, grants paid . . . . .   | 240,200.                           |                           |                         | 240,200.  |
| <b>26</b>   | <b>Total expenses and disbursements</b> Add lines 24 and 25   | 319,982.                           | 44,153.                   | NONE                    | 268,558.  |
| <b>27</b>   | Subtract line 26 from line 12:  |                                    |                           |                         |   |
| <b>a</b>  | Excess of revenue over expenses and disbursements . . . . .   | -233,852.                          |                           |                         |   |
| <b>b</b>  | <b>Net investment income</b> (if negative, enter -0-)   |                                    | 80,168.                   |                         |   |
| <b>c</b>  | <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 |  |
| Assets                      | 1   | Cash - non-interest-bearing . . . . .   | 69,625.           | 119,287.       | 119,287.              |  |
|                             | 2   | Savings and temporary cash investments . . . . .  | 234,619.          | 139,890.       | 139,890.              |  |
|                             | 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 ▶ NONE  |                   |                |                       |  |
|                             | 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) . STMT 4 . . . . .  | 3,522,732.        | 3,508,416.     | 4,525,460.            |  |
|                             | c   | Investments - corporate bonds (attach schedule) . STMT 5 . . . . .  | 1,170,202.        | 883,501.       | 873,738.              |  |
|                             | 11  | Investments - land, buildings, and equipment basis ▶  |                   |                |                       |  |
|                             | Less: accumulated depreciation (attach schedule) ▶  |   |                   |                |                       |  |
| 12                          | Investments - mortgage loans . . . . .  |   |                   |                |                       |  |
| 13                          | Investments - other (attach schedule) . . . . . STMT 6 . . . . .  | 273,300.  | 385,519.          | 348,081.       |                       |  |
| 14                          | Land, buildings, and equipment basis ▶  |   |                   |                |                       |  |
|                             | Less: accumulated depreciation (attach schedule) ▶  |   |                   |                |                       |  |
| 15                          | Other assets (describe ▶ )  |   |                   |                |                       |  |
| 16                          | <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .                | 5,270,478.  | 5,036,613.        | 6,006,456.     |                       |  |
| 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) . . . . .  |   |                   | NONE           |                       |  |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |   |                   |                |                       |  |
|                             | 24  | Unrestricted . . . . .  |                   |                |                       |  |
|                             | 25  | Temporarily restricted . . . . .  |                   |                |                       |  |
|                             | 26  | Permanently restricted . . . . .  |                   |                |                       |  |
|                             | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.   |   |                   |                |                       |  |
|                             | 27  | Capital stock, trust principal, or current funds . . . . .  | 5,270,478.        | 5,036,613.     |                       |  |
|                             | 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) . . . . .   | 5,270,478.  | 5,036,613.        |                |                       |  |
| 31                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .  | 5,270,478.  | 5,036,613.        |                |                       |  |

| 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 5,270,478.        |
| 2   | Enter amount from Part I, line 27a . . . . .   | 2 -233,852.         |
| 3   | Other increases not included in line 2 (itemize) ▶   | 3                   |
| 4   | Add lines 1, 2, and 3 . . . . .  | 4 5,036,626.        |
| 5   | Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT   | 5 13.               |
| 6   | <b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>   | 6 <b>5,036,613.</b> |

**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<br>P - Purchase<br>D - Donation                                    | (c) Date acquired<br>(mo., day, yr.)         | (d) Date sold<br>(mo., day, yr.)  |
|--|--|---|--|---|
| <b>1 a PUBLICLY TRADED SECURITIES</b>  |  |   |  |   |
| b  |  |   |  |   |
| c  |  |   |  |   |
| d  |  |   |  |   |
| e  |  |   |  |   |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale                                     | (h) Gain or (loss)<br>(e) plus (f) minus (g) |   |
| a 2,205,454.   |  | 2,234,036.  | -28,582.                                     |   |
| 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<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
| (i) F.M.V. as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any                                     |  |   |
| a  |  |   | -28,582.                                     |   |
| b  |  |   |  |   |
| c  |  |   |  |   |
| d  |  |   |  |   |
| e  |  |   |  |   |
| 2 Capital gain net income or (net capital loss)  |  | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } |  | 2 -28,582.  |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8 |  | { }   |  | 3   |

**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)<br>Base period years<br>Calendar year (or tax year beginning in)   | (b)<br>Adjusted qualifying distributions  | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |              |
| 2015   | 296,798.  | 6,172,529.                                   | 0.048084  |              |
| 2014   | 327,795.  | 6,296,536.                                   | 0.052060  |              |
| 2013   | 297,538.  | 5,982,198.                                   | 0.049737  |              |
| 2012   | 271,425.  | 5,619,363.                                   | 0.048302  |              |
| 2011   | 267,611.  | 5,748,196.                                   | 0.046556  |              |
| 2  | Total of line 1, column (d)   |  |   | 2 0.244739   |
| 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 0.048948   |
| 4  | Enter the net value of noncharitable-use assets for 2016 from Part X, line 5  |  |   | 4 5,858,339. |
| 5  | Multiply line 4 by line 3.  |  |   | 5 286,754.   |
| 6  | Enter 1% of net investment income (1% of Part I, line 27b).   |  |   | 6 802.       |
| 7  | Add lines 5 and 6.  |  |   | 7 287,556.   |
| 8  | Enter qualifying distributions from Part XII, line 4.<br>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. |  |   | 8 268,558.   |

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

|    |   |    |        |
|----|---|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .<br>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions) |    |        |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .   | 1  | 1,603. |
| 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  | 1,603. |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .   | 4  | NONE   |
| 5  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .  | 5  | 1,603. |
| 6  | <b>Credits/Payments</b>   |    |        |
| a  | 2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . .   | 6a | 6,000. |
| b  | Exempt foreign organizations - tax withheld at source . . . . .   | 6b | NONE   |
| c  | Tax paid with application for extension of time to file (Form 8868) . . . . .   | 6c | NONE   |
| d  | Backup withholding erroneously withheld . . . . .   | 6d |        |
| 7  | Total credits and payments. Add lines 6a through 6d . . . . .   | 7  | 6,000. |
| 8  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .  | 8  |        |
| 9  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .   | 9  |        |
| 10 | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .   | 10 | 4,397. |
| 11 | Enter the amount of line 10 to be: <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> 1,604. <b>Refunded</b> <input type="checkbox"/> . . . . .   | 11 | 2,793. |

**Part VII-A Statements Regarding Activities**

|    | Yes | No |
|----|-----|----|
| 1a |     | X  |
| 1b |     | X  |
| 1c |     | X  |
| 2  |     | X  |
| 3  |     | X  |
| 4a |     | X  |
| 4b |     |    |
| 5  |     | X  |
| 6  | X   |    |
| 7  | X   |    |
| 8a |     |    |
| 8b | X   |    |
| 9  |     | X  |
| 10 |     | 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 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes No X
14 The books are in care of JP MORGAN CHASE BANK, N.A. Telephone no. (866) 888-5157 Located at 10 S DEARBORN ST; MC; IL1-0117, CHICAGO, IL ZIP+4 60603
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 Yes No 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 Yes No 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 Yes No 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 Yes No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No 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 Yes No 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 |
|---|---|---|---|---------------------------------------|
| JP MORGAN CHASE BANK, N.A.<br>10 S DEARBORN ST; MC; IL1-0117, CHICAGO, IL 60603 | TRUSTEE<br>2  | 70,894.                                   | -0-   | -0-                                   |
|   |   |   |   |                                       |
|   |   |   |   |                                       |
|   |   |   |   |                                       |
|   |   |   |   |                                       |

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

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

Total number of other employees paid over \$50,000  NONE

**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 |
|---|---------------------|------------------|
| NONE  |                     | NONE             |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |

Total number of others receiving over \$50,000 for professional services . . . . . NONE

**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 NONE   |          |
| 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  |        |

Total. Add lines 1 through 3 . . . . .

**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> | 5,717,296. |
| <b>b</b> | Average of monthly cash balances . . . . .  | <b>1b</b> | 230,256.   |
| <b>c</b> | Fair market value of all other assets (see instructions). . . . .   | <b>1c</b> | NONE       |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .   | <b>1d</b> | 5,947,552. |
| <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>  | NONE       |
| <b>3</b> | Subtract line 2 from line 1d . . . . .  | <b>3</b>  | 5,947,552. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .    | <b>4</b>  | 89,213.    |
| <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>  | 5,858,339. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .  | <b>6</b>  | 292,917.   |

**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>  | 292,917. |
| <b>2a</b> | Tax on investment income for 2016 from Part VI, line 5 . . . . .   | <b>2a</b> | 1,603.   |
| <b>b</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> | 1,603.   |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                    | <b>3</b>  | 291,314. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions . . . . .  | <b>4</b>  | NONE     |
| <b>5</b>  | Add lines 3 and 4 . . . . .  | <b>5</b>  | 291,314. |
| <b>6</b>  | Deduction from distributable amount (see instructions). . . . .  | <b>6</b>  | NONE     |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . . | <b>7</b>  | 291,314. |

**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> | 268,558. |
| <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>  | NONE     |
| <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> | NONE     |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .  | <b>3b</b> | NONE     |
| <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>  | 268,558. |
| <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>  | N/A      |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .  | <b>6</b>  | 268,558. |

**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)<br>Corpus | (b)<br>Years prior to 2015 | (c)<br>2015 | (d)<br>2016 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 . . . . .   |               |                            |             | 291,314.    |
| 2 Undistributed income, if any, as of the end of 2016  |               |                            |             |             |
| a Enter amount for 2015 only. . . . .  |               |                            | NONE        |             |
| b Total for prior years 20 <u>14</u> , 20 <u>    </u> , 20 <u>    </u>   |               | NONE                       |             |             |
| 3 Excess distributions carryover, if any, to 2016  |               |                            |             |             |
| a From 2011 . . . . .  |               |                            |             | NONE        |
| b From 2012 . . . . .  |               |                            |             | NONE        |
| c From 2013 . . . . .  |               |                            |             | NONE        |
| d From 2014 . . . . .  |               |                            |             | 14,149.     |
| e From 2015 . . . . .  |               |                            |             | NONE        |
| f Total of lines 3a through e . . . . .  | 14,149.       |                            |             |             |
| 4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>268,558.</u>  |               |                            |             |             |
| a Applied to 2015, but not more than line 2a . . . . .   |               |                            | NONE        |             |
| b Applied to undistributed income of prior years (Election required - see instructions) . . . . .  |               | NONE                       |             |             |
| c Treated as distributions out of corpus (Election required - see instructions) . . . . .  | NONE          |                            |             |             |
| d Applied to 2016 distributable amount . . . . .   |               |                            |             | 268,558.    |
| e Remaining amount distributed out of corpus . . . . .   | NONE          |                            |             |             |
| 5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a) )  | 14,149.       |                            |             | 14,149.     |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  | NONE          |                            |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b. . . . .  |               | NONE                       |             |             |
| 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 . . . . . |               | NONE                       |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .   |               | NONE                       |             |             |
| e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .  |               |                            | NONE        |             |
| f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017. . . . .   |               |                            |             | 8,607.      |
| 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) . . . . .       | NONE          |                            |             |             |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .  | NONE          |                            |             |             |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .  | NONE          |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2012 . . . . .   |               |                            |             | NONE        |
| b Excess from 2013 . . . . .   |               |                            |             | NONE        |
| c Excess from 2014 . . . . .   |               |                            |             | NONE        |
| d Excess from 2015 . . . . .   |               |                            |             | NONE        |
| e Excess from 2016 . . . . .   |               |                            |             | NONE        |

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

NOT APPLICABLE

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

SEE STATEMENT 7

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** Supplementary Information (continued)

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

| Recipient<br>Name and address (home or business)             | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount             |
|--|--|--------------------------------------|-------------------------------------|--------------------|
| <p><b>a Paid during the year</b></p> <p>SEE STATEMENT 23</p> |  |                                      |                                     | 240,200.           |
| <b>Total</b> .....   |  |                                      |                                     | <b>3a</b> 240,200. |
| <p><b>b Approved for future payment</b></p>                  |  |                                      |                                     |                    |
| <b>Total</b> .....   |  |                                      |                                     | <b>3b</b>          |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, Other revenue, and Subtotal.

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

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

NOT APPLICABLE

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

- 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...
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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...
b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here: Signature of officer or trustee (Kristen Baxter), Date (05/02/2017), Title (Vice President). Includes checkbox for IRS discussion.

Paid Preparer Use Only: Print/Type preparer's name (KELLY NEUGEBAUER), Preparer's signature, Date (05/02/2017), Firm's name (DELOITTE TAX LLP), Firm's address (127 PUBLIC SQUARE, CLEVELAND, OH 44114), Firm's EIN (86-1065772), Phone no (312-486-9652).

SASCO FOUNDATION XXXXX0008

13-6046567

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

| DESCRIPTION                               | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|---|---|-----------------------------|
| AMG MANAGERS PICTET INTERNATIONAL FUND C  | 355.                                    | 355.                        |
| ARTISAN INTL VALUE FD-ADV                 | 9,498.                                  | 9,498.                      |
| DEUTSCHE X-TRACKERS MSCI EAF              | 2,641.                                  | 2,641.                      |
| DODGE & INTERNATIONAL STOCK FUND          | 3,218.                                  | 3,218.                      |
| DOUBLELINE TOTL RET BND-I                 | 6,703.                                  | 6,703.                      |
| EQUINOX FDS TR IPM SYSTMATC I             | 4,246.                                  | 4,246.                      |
| GOLDMAN SACHS STRAT INC-INST              | 318.                                    | 318.                        |
| ISHARES MISCI EAFE INDEX FUND             | 3,131.                                  | 3,131.                      |
| ISHARES TR S & P MIDCAP 400 INDEX FD      | 10,935.                                 | 10,935.                     |
| JPM GLBL RES ENH INDEX FD - SEL           | 4,483.                                  | 4,483.                      |
| JPM TR I MLT SC INCOME FD - SEL           | 11,264.                                 | 11,264.                     |
| JPMORGAN US LARGE CAP CORE PLUS FUND SEL  | 734.                                    | 734.                        |
| JPMORGAN STRATEGIC INCOME OPPTY S FUND SE | 5,801.                                  | 5,801.                      |
| JPMORGAN TOTAL RETURN FUND SELECT         | 587.                                    | 587.                        |
| JPMORGAN SHORT DURATION BOND FUND         | 7,236.                                  | 7,236.                      |
| NEUBERGER BERMAN MULTI CAP                | 2,128.                                  | 2,128.                      |
| PIMCO FDS PAC INVT MGMT SER HIGH YLD FD   | 1,447.                                  | 1,447.                      |
| PIMCO HIGH YIELD FD-P                     | 5,173.                                  | 5,173.                      |
| PRIMECAP ODYSSEY STOCK FUND               | 5,379.                                  | 5,321.                      |
| T ROWE PR EMERG MKTS BND                  | 4,742.                                  | 4,742.                      |
| SPDR TR UNIT SER 1                        | 3,559.                                  | 3,223.                      |
| VANGUARD TOTAL BOND MARKET INDEX FUND-AD  | 25,305.                                 | 25,305.                     |
| VANGUARD FXD INCM INTER-TERM FD ADM*      | 819.                                    | 819.                        |
| VANGUARD EUROPEAN ETF                     | 3,486.                                  | 3,486.                      |
|   | 1,527.                                  | 1,527.                      |
| TOTAL                                     | 124,715.                                | 124,321.                    |

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION

DEFERRED INCOME

REVENUE  
AND  
EXPENSES  
PER BOOKS

-----

-10,003.

-----

TOTALS

-10,003.

=====

SASCO FOUNDATION XXXXX0008

13-6046567

FORM 990PF, PART I - TAXES  
=====

| DESCRIPTION<br>-----           | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|--------------------------------|--|--------------------------------------|
| FEDERAL TAX PAYMENT - PRIOR YE | 1,272.   |                                      |
| FEDERAL ESTIMATES - PRINCIPAL  | 6,000.   |                                      |
| FOREIGN TAXES ON QUALIFIED FOR | 1,432.   | 1,432.                               |
| FOREIGN TAXES ON NONQUALIFIED  | 184.   | 184.                                 |
|                                | -----  | -----                                |
| TOTALS                         | 8,888.   | 1,616.                               |
|                                | =====  | =====                                |

SASCO FOUNDATION XXXXX0008

13-6046567

FORM 990PF, PART II - CORPORATE STOCK

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| 115233579 BROWN ADV JAPAN ALPH | 110,600.                      | 97,692.              |
| 256206103 DODGE & COX INTL STO | 237,165.                      | 284,061.             |
| 464287465 ISHARES MSCI EAFE IN | 391,128.                      | 409,710.             |
| 464287507 ISHARES CORE S&P MID | 117,352.                      | 280,913.             |
| 00171A530 AMG MANAGERS PICTET  | 237,165.                      | 253,285.             |
| 0075W0759 EDGEWOOD GROWTH FD-I | 182,682.                      | 347,517.             |
| 04314H667 ARTISAN INTL VALUE F | 161,958.                      | 219,357.             |
| 46637K513 JPM GLBL RES ENH IND | 425,266.                      | 455,388.             |
| 4812A2389 JPM US LARGE CAP COR | 309,687.                      | 446,862.             |
| 64122Q309 NEUBERGER BER MU/C O | 116,500.                      | 163,001.             |
| 74160Q301 PRIMECAP ODYSSEY STO | 272,922.                      | 321,494.             |
| 78462F103 SPDR S&P 500 ETF TRU | 945,991.                      | 1,246,180.           |
|                                | -----                         | -----                |
| TOTALS                         | 3,508,416.                    | 4,525,460.           |
|                                | =====                         | =====                |

SASCO FOUNDATION XXXXX0008

13-6046567

FORM 990PF, PART II - CORPORATE BONDS  
=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| 258620103 DOUBLELINE TOTL RET  | 113,542.                      | 109,103.             |
| 693390841 PIMCO FD PAC INV MGM | 227,710.                      | 244,323.             |
| 921937603 VANGUARD TOTAL BOND  | 181,128.                      | 176,166.             |
| 922031810 VANGUARD INTM TRM IN | 114,438.                      | 113,263.             |
| 4812A4435 JPM TOTAL RETURN FD  | 127,792.                      | 115,472.             |
| 77956H872 T ROWE PR EMERG MKTS | 118,891.                      | 115,411.             |
|                                | -----                         | -----                |
| TOTALS                         | 883,501.                      | 873,738.             |
|                                | =====                         | =====                |

SASCO FOUNDATION XXXXX0008

13-6046567

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

| DESCRIPTION<br>-----           | COST/<br>FMV<br>C OR F<br>----- | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|---------------------------------|-------------------------------|----------------------|
| 12628J881 CRM LONG/SHORT OPPOR | C                               | 59,088.                       | 58,033.              |
| 29446A710 EQUINOX FDS TR IPM S | C                               | 83,705.                       | 79,452.              |
| 29446A819 EQUINOX CAMPBELL STR | C                               | 90,438.                       | 72,350.              |
| 38145C646 GOLDMAN SACHS STRAT  | C                               | 152,288.                      | 138,246.             |
|                                |                                 | -----                         | -----                |
|                                | TOTALS                          | 385,519.                      | 348,081.             |
|                                |                                 | =====                         | =====                |

SASCO FOUNDATION XXXXX0008  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

13-6046567

RECIPIENT NAME:

MR JOHN J POWERS, MANAGING DIRECTOR

ADDRESS:

JPMORGAN CHASE BANK NA 270 PARK AVE  
NEW YORK, NY 10017

FORM, INFORMATION AND MATERIALS:

WRITTEN PROPOSAL SETTING GOALS AND HOW  
FUNDS WILL BE SPENT

SUBMISSION DEADLINES:

SEPTEMBER 30

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

STATEMENT 7

=====

RECIPIENT NAME:

IRIS - INTEGRATED REFUGEE &  
IMMIGRANT SERVICES

ADDRESS:

235 NICOLL STREET 2ND FLOOR  
NEW HAVEN, CT 06511

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

KINGSLEY MONTESSORI SCHOOL

ADDRESS:

30 FAIRFIELD ST  
BOSTON, MA 02116

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

KNEISEL HALL

ADDRESS:

PO BOX 648  
BLUE HILL, ME 04614

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
MAHAIWE PERFORMING ARTS CENTER

ADDRESS:  
244 MAIN STREET, SUITE 3  
GREAT BARRINGTON, MA 01230

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
MAINE COAST HERITAGE TRUST

ADDRESS:  
ONE MAIN ST STE 201  
TOPSHAM, ME 04086

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
MAINE ENVIRONMENTAL RESEARCH  
INSTITUTE

ADDRESS:  
PO BOX 1652  
BLUE HILL, ME 04614

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL

FOUNDATION STATUS OF RECIPIENT:  
PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

NATURAL RESOURCES COUNCIL, INC.

ADDRESS:

3 WADE ST  
AUGUSTA, ME 04330-6318

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

NATURAL RESOURCES DEFENSE COUNCIL

ADDRESS:

40 WEST 20TH STREET  
NEW YORK, NY 10011-4211

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

NEW HAVEN SYMPHONY ORCHESTRA

ADDRESS:

105 COURT STREET, SUITE 302  
NEW HAVEN, CT 06511

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

=====

RECIPIENT NAME:

PENINSULA AMBULANCE CORPS, INC

ADDRESS:

PO BOX 834

BLUE HILL, ME 04614-0834

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

PLANNED PARENTHOOD FEDERATION OF

AMERICA

ADDRESS:

434 WEST 33RD ST

NEW YORK, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 6,000.

RECIPIENT NAME:

PLANNED PARENTHOOD OF SOUTHERN

NEW ENGLAND

ADDRESS:

345 WHITNEY AVE.

NEW HAVEN, CT 06511

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

=====

RECIPIENT NAME:

RETT SYNDROME RESEARCH TRUST

ADDRESS:

67 UNDER CLIFF ROAD

TRUMBULL, CT 06611

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

SAILORS FOR THE SEA

ADDRESS:

449 THAMES ST. 300D

NEWPORT, RI 02840

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:

SHEFFIELD LAND TRUST

ADDRESS:

PO BOX 940

SHEFFIELD, MA 01257

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

=====

RECIPIENT NAME:

SMITHSONIAN INSTITUTION

ADDRESS:

PO BOX 37012 SIB 494, MRC 035

WASHINGTON, DC 20013-7012

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:

THE FOOTE SCHOOL

ADDRESS:

50 LOOMIS PL

NEW HAVEN, CT 06511

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,200.

RECIPIENT NAME:

THE HOTCHKISS FUND

ADDRESS:

11 INTERLAKEN ROAD

LAKEVILLE, CT 06039-2141

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

=====

RECIPIENT NAME:

THE LAND TRUST ALLIANCE

ADDRESS:

1660 L STREET NW SUITE 1100

WASHINGTON, DC 20036-5635

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

LIFE AND LIGHT FOUNDATION

ADDRESS:

10946 WOODSIDE AVE. N.

SANTEE, CA 92071

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

THE NATURE CONSERVANCY  
THE MASSACHUSETTS CHAPTER

ADDRESS:

205 PORTLAND STREET, SUIT 400

BOSTON, MA 02114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

=====

RECIPIENT NAME:

U S FUND FOR UNICEF

ADDRESS:

125 MAIDEN LANE  
NEW YORK, NY 10038

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

MAINE COMMUNITY FOUNDATION

ADDRESS:

245 MAIN STREET  
ELLSWORTH, ME 04605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:

LUCY'S HEARTH

ADDRESS:

19 VALLEY RD  
MIDDLETOWN, RI 02842

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

CENTRAL ASIA INSTITUTE

ADDRESS:

2409 W MAIN ST #1

BOZEMAN, MT 59718

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

FAIRVIEW HOSPITAL

ADDRESS:

18101 LORAIN AVE

CLEVELAND, OH 44111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

BOSTON SYMPHONY ORCHESTRA

ADDRESS:

301 MASSACHUSETTS AVE

BOSTON, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

NORTHFIELD MOUNT HERMON SCHOOL

ADDRESS:

1 ONE LAMPLIGHTER WAY

GILL, MA 01354

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

FIRST PARISH CHURCH

ADDRESS:

842 TREMONT ST. (RTE. 3A) , PO BOX

DUXBURY, MA 02331

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

BERKSHIRE SOUTH COMMUNITY

ADDRESS:

15 CRISSEY RD

GREAT BARRINGTON, MA 01230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

LIFT NATIONAL OFFICE

ADDRESS:

1620 I STREET NW, SUITE 820

WASHINGTON, DC 20006

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

PER SCHOLAS

ADDRESS:

804 E 138TH ST

BRONX, NY 10454

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

PENNFIELD SCHOOL

ADDRESS:

8299 PENNFIELD RD

BATTLE CREEK, MI 49017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

=====

RECIPIENT NAME:

NEW ENGLAND FORESTRY FOUNDATION

ADDRESS:

32 FOSTER ST  
LITTLETON, MA 01460

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

DOCTORS WITHOUT BORDERS

ADDRESS:

333 SEVENTH AVENUE, 2ND FLOOR  
NEW YORK, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

BRANDYWINE VALLEY CHORALE

ADDRESS:

750 UNIONVILLE ROAD  
KENNETT SQUARE, PA 19348

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

WAMC NORTHEAST PUBLIC RADIO

ADDRESS:

318 CENTRAL AVE  
ALBANY, NY 12206

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

RHODE ISLAND COMMUNITY FOOD

ADDRESS:

200 NIAN TIC AVE  
PROVIDENCE, RI 02907

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:

HOPKINS SCHOOL

ADDRESS:

986 FOREST RD  
NEW HAVEN, CT 06515

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

BERKSHIRE BOTANICAL GARDEN

ADDRESS:

PO BOX 826  
STOCKBRIDGE, MA 01262

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:

BERKSHIRE CHORAL FESTIVAL

ADDRESS:

245 N. UNDERMOUNTAIN ROAD  
SHEFFIELD, MA 01257

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:

BLUE HILL HERITAGE TRUST

ADDRESS:

PO BOX 222  
BLUE HILL, ME 04614

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

BLUE HILL MEMORIAL HOSPITAL

ADDRESS:

57 WATER ST

BLUE HILL, ME 04614

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

CONNECTICUT FOOD BANK

ADDRESS:

PO BOX 8686

NEW HAVEN, CT 06531

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

CONNECTICUT FUND FOR THE ENVIRONMENT

ADDRESS:

142 TEMPLE STREET, SUITE 305

NEW HAVEN, CT 06510-2600

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

=====

RECIPIENT NAME:

HARVARD GRADUATE SCHOOL OF  
EDUCATION

ADDRESS:

13 APPIAN WAY  
CAMBRIDGE, MA 02138-3705

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

MARTIN LUTHER KING CENTER

ADDRESS:

449 AUBURN AVENUE  
ATLANTA, GA 30312

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

TOTAL GRANTS PAID:

240,200.

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