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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation: **WILLIAM E. SIMON FOUNDATION INC.**

Number and street (or P.O. box number if mail is not delivered to street address): **140 EAST 45TH STREET**

Room/suite: **14D**

City or town, state or province, country, and ZIP or foreign postal code: **NEW YORK, NY 10017**

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change 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): **\$ 58,514,920.** (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify)

A Employer identification number: **13-6217788**

B Telephone number: **212-661-8366**

C If exemption application is pending, check here

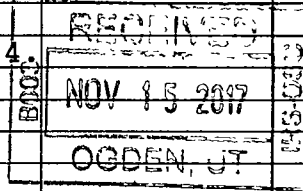
D 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation

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

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		24,870.	24,870.		
4 Dividends and interest from securities		902,378.	702,728.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,090,872.			
b Gross sales price for all assets on line 6a 10,757,961.					
7 Capital gain net income (from Part IV, line 2)			3,175,654.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		153,971.	153,971.		Statement 1
12 Total. Add lines 1 through 11		4,172,091.	4,057,223.		
13 Compensation of officers, directors, trustees, etc		242,000.	0.		242,000.
14 Other employee salaries and wages		489,885.	0.		489,885.
15 Pension plans, employee benefits		202,235.	0.		202,235.
16a Legal fees					
b Accounting fees Stmt 2		16,500.	8,250.		8,250.
c Other professional fees Stmt 3		820,408.	181,408.		638,000.
17 Interest		99,086.	99,086.		0.
18 Taxes Stmt 4		59,059.	26,267.		600.
19 Depreciation and depletion					
20 Occupancy		191,018.	0.		190,220.
21 Travel, conferences, and meetings		47,718.	0.		47,718.
22 Printing and publications		3,814.	0.		3,814.
23 Other expenses Stmt 5		659,549.	394,460.		86,904.
24 Total operating and administrative expenses. Add lines 13 through 23		2,831,272.	709,471.		1,909,626.
25 Contributions, gifts, grants paid		8,249,975.			9,711,631.
26 Total expenses and disbursements Add lines 24 and 25		11,081,247.	709,471.		11,621,257.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<6,909,156.>			
b Net investment income (if negative, enter -0-)			3,347,752.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	6,001,931.	2,988,725.	2,988,725.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	15,861.	15,861.	15,861.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 6	14,082,091.	14,362,669.	14,362,669.
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 7	44,122,481.	40,987,349.	40,987,349.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ Statement 8)	79,816.	160,316.	160,316.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	64,302,180.	58,514,920.	58,514,920.	
Liabilities	17 Accounts payable and accrued expenses	2,000.	6,662.	
	18 Grants payable	5,089,713.	3,628,056.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 9)	55,671.	103,820.	
23 Total liabilities (add lines 17 through 22)	5,147,384.	3,738,538.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	59,154,796.	54,776,382.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	59,154,796.	54,776,382.		
31 Total liabilities and net assets/fund balances	64,302,180.	58,514,920.		

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	59,154,796.
2 Enter amount from Part I, line 27a	2	<6,909,156.>
3 Other increases not included in line 2 (itemize) ▶ CHANGE IN UNREALIZED APPRECIATION	3	2,530,742.
4 Add lines 1, 2, and 3	4	54,776,382.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	54,776,382.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P	Various	Various
b PARTNERSHIPS & OTHER INVESTMENTS	P	Various	Various
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 9,518,826.		6,805,401.	2,713,425.
b 1,239,135.		776,906.	462,229.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			2,713,425.
b			462,229.
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	3,175,654.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	13,081,025.	69,308,976.	.188735
2014	13,614,066.	70,759,513.	.192399
2013	13,234,055.	67,679,976.	.195539
2012	12,989,017.	63,131,452.	.205746
2011	10,278,282.	62,506,865.	.164434

2 Total of line 1, column (d)	2	.946853
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	.189371
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	60,523,324.
5 Multiply line 4 by line 3	5	11,461,362.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	33,478.
7 Add lines 5 and 6	7	11,494,840.
8 Enter qualifying distributions from Part XII, line 4	8	11,621,257.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	33,478.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	33,478.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	33,478.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	131,529.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	131,529.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	98,051.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 35,000. Refunded <input checked="" type="checkbox"/>	11	63,051.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, books in care, and foreign country interests.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business enterprise holdings.

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 N/A

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

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13-1				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13-2				

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)*

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NEW VERNON ADVISORS, INC. 310 SOUTH STREET, PO BOX 1913, MORRISTOWN, NJ	STAFF & OVERHEAD FEES	599,000.
NEW VERNON ADVISORS, INC. 310 SOUTH STREET, PO BOX 1913, MORRISTOWN, NJ	ACCTG. & INVESTMENT ADVISORY FEES	181,408.

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	56,128,857.
b	Average of monthly cash balances	1b	5,139,965.
c	Fair market value of all other assets	1c	176,177.
d	Total (add lines 1a, b, and c)	1d	61,444,999.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	61,444,999.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	921,675.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	60,523,324.
6	Minimum investment return. Enter 5% of line 5	6	3,026,166.

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

1	Minimum investment return from Part X, line 6	1	3,026,166.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	33,478.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	33,478.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,992,688.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,992,688.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,992,688.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	11,621,257.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,621,257.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	33,478.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,587,779.

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				2,992,688.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	7,160,855.			
b From 2012	9,923,488.			
c From 2013	9,923,782.			
d From 2014	10,195,014.			
e From 2015	9,733,824.			
f Total of lines 3a through e	46,936,963.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 11,621,257.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				2,992,688.
e Remaining amount distributed out of corpus	8,628,569.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:	55,565,532.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	7,160,855.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	48,404,677.			
10 Analysis of line 9:				
a Excess from 2012	9,923,488.			
b Excess from 2013	9,923,782.			
c Excess from 2014	10,195,014.			
d Excess from 2015	9,733,824.			
e Excess from 2016	8,628,569.			

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

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

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

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

None

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

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 11				9,711,631.
Total			▶ 3a	9,711,631.
b Approved for future payment				
SEE STATEMENT 12				3,628,057.
Total			▶ 3b	3,628,057.

Form 990-PF

Other Income

Statement 1

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
MISCELLANEOUS INCOME	153,971.	153,971.	
Total to Form 990-PF, Part I, line 11	153,971.	153,971.	

Form 990-PF

Accounting Fees

Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OWEN J. FLANAGAN & COMPANY	16,500.	8,250.		8,250.
To Form 990-PF, Pg 1, ln 16b	16,500.	8,250.		8,250.

Form 990-PF	Other Professional Fees			Statement 3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING & INVESTMENT				
ADVISORY FEES	182,408.	181,408.		0.
STAFF & OVERHEAD FEES	599,000.	0.		599,000.
CONSULTANT FEES	39,000.	0.		39,000.
To Form 990-PF, Pg 1, ln 16c	820,408.	181,408.		638,000.

Form 990-PF

Taxes

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE TAXES	31,900.	0.		0.
NEW YORK FILING FEE	600.	0.		600.
FOREIGN TAXES	26,309.	26,267.		0.
UNRELATED BUSINESS INCOME TAXES	250.	0.		0.
To Form 990-PF, Pg 1, ln 18	59,059.	26,267.		600.

Form 990-PF	Other Expenses			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS EXPENSE	102,650.	41,399.		59,822.
BANK FEES	203,396.	203,438.		0.
MEALS	16,670.	0.		16,670.
POSTAGE & DELIVERY	3,879.	0.		3,675.
PORTFOLIO DEDUCTIONS	324,987.	149,623.		0.
INSURANCE	7,967.	0.		6,737.
To Form 990-PF, Pg 1, ln 23	659,549.	394,460.		86,904.

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Other Assets

Statement 8

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
SECURITY DEPOSIT	61,816.	61,816.	61,816.
FEDERAL EXCISE TAX RECEIVABLE	18,000.	98,500.	98,500.
To Form 990-PF, Part II, line 15	79,816.	160,316.	160,316.

Form 990-PF	Other Liabilities	Statement	9
Description		BOY Amount	EOY Amount
DEFERRED FEDERAL EXCISE TAX		52,171.	103,820.
UNRELATED BUSINESS INCOME TAX		3,500.	0.
Total to Form 990-PF, Part II, line 22		55,671.	103,820.

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Explanation Concerning Part VII-A, Line 12

Statement 10

Explanation

During 2016 the Foundation made a contribution to a donor advised fund as part of its Director's Discretionary Program for Directors. This contribution was treated as a qualifying distribution. Contributions to this Fund are exclusively for charitable purposes under Section 170(c)(2)(B).

WILLIAM E. SIMON FOUNDATION

E.I. No. 13-6217788

2016 Form 990-PF

<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
	50CAN 1625 K Street NW		
3/8/2016	Suite 400 74 Million	\$25,000	Education
	222 Broadway, 19th Floor		
4/6/2016	New York, New York 10038 Acton Institute for the Study of Religion and Liberty	\$25,000	Education
	98 Fulton Street E		
5/3/2016	Grand Rapids, Michigan 49503 Acton Institute for the Study of Religion and Liberty	\$25,000	Faith
	98 Fulton Street E		
5/3/2016	Grand Rapids, Michigan 49503 Acts of Mercy Foundation	\$50,000	Faith
	29881 Santa Margarita Pkwy		
1/27/2016	Rancho Santa Margarita, California 92688 Adaptive Sports Foundation, Inc c/o Windham Mountain CD Lane Road	\$10,000	Faith
	Windham, New York 12496		
3/15/2016	All Hallows High School 111 East 164th Street	\$500	Others Education\Schola rship / Tuition
	Bronx, New York 10452		
10/4/2016	ALS Association Alabama Chapter PO Box 2888	\$25,000	Asst
	Huntsville, Alabama 35804		
11/9/2016	American Academy of Otolaryngology - Head & Neck Surgery 1650 Diagonal Road	\$150	Others
	Alexandria, Virginia 22314		
2/9/2016	American Cancer Society Craven County Relay for Life 2202 Wrightsville Ave Suite #111	\$25,000	Others
	Wilmington, North Carolina 28403		
12/19/2016	American Federation for Children Growth Fund 1660 L Street NW Suite 1000	\$1,500	Others
	Washington, District of Columbia 20036		
4/12/2016	American Heart Association 7272 Greenville Avenue	\$100,000	Education
	Dallas, Texas 75231-4596		
3/1/2016	American Special Children's Pilgrimage Group P.O. Box 633	\$50	Others
	Bergenfield, New Jersey 07621		
9/13/2016	AmeriCares 88 Hamilton Avenue	\$500	Faith
	Stamford, Connecticut 06902		
8/31/2016	AmeriCares 88 Hamilton Avenue	\$2,000	Others
	Stamford, Connecticut 06902		
8/31/2016	AmeriCares 88 Hamilton Avenue	\$3,000	Others
	Stamford, Connecticut 06902		
1/12/2016	Art Students League of New York 215 West 57th Street	\$5,000	Others
	New York, New York 10019		
8/2/2016		\$5,000	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
	Association of American Educators Foundation 27405 Puerta Real Suite 230		
12/12/2016	Mission Viejo, California 92691	\$75,000	Education
	Assumption College for Sisters 200 A Morris Avenue		
3/29/2016	Denville, New Jersey 07834	\$500	Education
	Assumption College for Sisters 200 A Morris Avenue		
3/29/2016	Denville, New Jersey 07834	\$10,000	Education
	Avail NYC 110 East 40th Street, Suite 706		
10/4/2016	New York, New York 10016	\$500	Family
	BASIC Fund 268 Bush St #2717		
8/10/2016	San Francisco, California 94104	\$6,000	Education
	Becket Fund for Religious Liberty 1200 New Hampshire Avenue, NW Suite 700		
2/23/2016	Washington, District of Columbia 20036	\$2,500	Faith
	Becket Fund for Religious Liberty 1200 New Hampshire Avenue, NW Suite 700		
12/12/2016	Washington, District of Columbia 20036	\$25,000	Faith
	Berklee College of Music 1140 Boylston Street MS-1140 DEV		
1/12/2016	Boston, Massachusetts 02215-3693	\$25,000	Education
	Big Brothers Big Sisters of Essex, Hudson, and Union Counties 500 Broad St , 2nd Floor		
11/21/2016	Newark, New Jersey 07102	\$25,000	Family
	Big Brothers Big Sisters of Essex, Hudson, and Union Counties 500 Broad St , 2nd Floor		
5/3/2016	Newark, New Jersey 07102	\$125,000	Family
	Big Brothers Big Sisters of New York City 40 Rector Street 11th Floor		
12/12/2016	New York, New York 10006	\$60,000	Family
	Big Brothers Big Sisters of Northern New Jersey 333 Rt 46 West, Suite 205		
12/22/2016	Mountain Lakes, New Jersey 07046	\$15,000	Family
	Birthright Counseling 2525 S Brentwood Suite 102		
10/4/2016	Saint Louis, Missouri 63144	\$500	Family
	Blair Academy 2 Park Street P.O. Box 600		
12/12/2016	Blairstown, New Jersey 07825	\$15,000	Education
	Blair Academy 2 Park Street P O Box 600		Education\Scholarship / Tuition
5/17/2016	Blairstown, New Jersey 07825	\$30,000	Asst.
	BlinkNow Foundation P O Box 453		
12/19/2016	Mendham, New Jersey 07945	\$325	Others

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
12/19/2016	BlinkNow Foundation P O. Box 453 Mendham, New Jersey 07945	\$5,000	Others
12/19/2016	Boston College More Hall 140 Commonwealth Avenue Chestnut Hill, Massachusetts 02167-3819	\$10,000	Education
1/19/2016	Boston Winter Ball c/o KMC Productions, Inc. 150 Wood Road, Suite 300 Braintree, Massachusetts 02184	\$5,000	Others
1/19/2016	Boston Winter Ball c/o KMC Productions, Inc 150 Wood Road, Suite 300 Braintree, Massachusetts 02184	\$5,000	Others
2/16/2016	Bowery Mission 432 Park Avenue South, 3rd Floor New York, New York 10016	\$12,500	Family
7/6/2016	Boy Scouts of America Greater New York Councils The Empire State Building 350 Fifth Avenue Suite 7820 New York, New York 10118-0199	\$5,000	Family
2/2/2016	Boy Scouts of America Troop 729 c/o Fort Washington Collegiate Church 729 West 181st Street New York, New York 10033	\$5,000	Family
12/19/2016	Boy Scouts of America Patriots' Path Council 1 Saddle Rd. Cedar Knolls, New Jersey 07927	\$330	Family
2/9/2016	Boys and Girls Clubs of Hudson County 225 Morris Blvd. Cedar Knolls, New Jersey 07927	\$500	Family
3/29/2016	Boys and Girls Clubs of Newark 1 Avon Avenue Jersey City, New Jersey 07302	\$50,000	Family
5/24/2016	Boys and Girls Clubs of Newark 1 Avon Avenue Newark, New Jersey 07108	\$500	Family
3/22/2016	Boys Prep Bronx Elementary School 1695 Seward Avenue Newark, New Jersey 07108	\$1,000	Family
7/6/2016	Bronx, New York 10473	\$10,000	Education
7/6/2016	Brilla College Preparatory Charter School 413 E 144th Street Bronx, New York 10454	\$75,000	Education\Academic Enhancement
3/29/2016	Bronx Children's Museum P O Box 1381 Bronx, New York 10451	\$5,000	Education
2/23/2016	Bucknell University Marts Hall Lewisburg, Pennsylvania 17837	\$7,000	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
6/28/2016	Buoniconti Fund to Cure Paralysis, Inc 1095 NW 14th Terrace Miami, Florida 33136	\$2,500	Others
3/8/2016	Canal Alliance 91 Larkspur Street San Rafael, California 94901	\$7,500	Family
9/20/2016	Cancer Hope Network 2 North Road Suite A Chester, New Jersey 07930-2308	\$1,000	Others
8/23/2016	Cape Cod Symphony Orchestra 1060 Falmouth Road, Suite A Hyannis, MA 02601	\$25,000	Others
12/6/2016	Capital Research Center 1513 16th Street N W Washington, District of Columbia 20036-1401	\$5,000	Others
1/19/2016	Catholic Charities Diocese of Metuchen P O Box 191 Metuchen, New Jersey 08840	\$125	Faith
4/12/2016	Catholic Charities 24 DeGrasse Street Paterson, New Jersey 07505	\$500	Faith
8/29/2016	Catholic Community Foundation of Los Angeles 3440 Wilshire Blvd Suite 530 Los Angeles, California 90010	\$10,000	Faith
8/2/2016	Catholic Extension 150 South Wacker Drive Suite 2000 Chicago, Illinois 60606	\$1,000	Faith
11/30/2016	Catholic Information Center 1501 K Street, NW Washington, District of Columbia 20005	\$5,000	Faith
3/8/2016	Catholic Partnership Schools 808 Market Street Camden, New Jersey 08102	\$500	Education
2/9/2016	Catholic Schools Foundation 67 Batterymarch Street 6th Floor Boston, Massachusetts 02110	\$10,000	Education\Scholarship / Tuition Asst.
8/10/2016	Catholic University of America Office of Sponsored Programs 213 McMahon Hall Washington, District of Columbia 20064	\$50,000	Education
9/29/2016	Center Nursery School 11 Center Street Manchester, Connecticut 06040	\$750	Education
5/24/2016	Central Park Conservancy 14 East 60th Street New York, New York 10022	\$50	Others
1/12/2016	Chaplaincy Program of Morris County Correctional Facility, Inc P O. Box 377 Morristown, New Jersey 07963-0337	\$5,000	Faith
12/12/2016	Charter School Growth Fund 10901 W 120th Ave Suite 450 Broomfield, CO 80021	\$250,000	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
8/23/2016	Chatham Food Pantry 625 Main Street Chatham, Massachusetts 02633	\$10,000	Others
10/11/2016	Children's Aid College Prep Charter School 1919 Prospect Avenue 3rd Floor Bronx, New York 10457	\$25,000	Education
11/9/2016	Children's Health Fund 215 West 125th Street Suite 301 New York, New York 10027	\$10,000	Family Education\Scholarship / Tuition
4/6/2016	Children's Scholarship Fund 8 West 38th Street, 9th Floor New York, New York 10018-6229	\$150	Asst Education\Scholarship / Tuition
7/6/2016	Children's Scholarship Fund 8 West 38th Street, 9th Floor New York, New York 10018-6229	\$225,000	Asst Education\Scholarship / Tuition
8/16/2016	Christ the King Preparatory School 8 West 38th Street, 9th Floor New York, New York 10018-6229	\$250,000	Asst
3/29/2016	Church of Christ the King 239 Woodside Avenue Newark, New Jersey 07104-3113	\$20,000	Education
3/15/2016	Church of Saint Ann P O Box 368 Blue Mill Road New Vernon, New Jersey 07976	\$500	Faith
1/19/2016	Church of Saint John Nepomucene P O Box 405 Hampton, New Jersey 08827	\$100	Faith
2/16/2016	Church of the Annunciation 411 East 66th Street New York, New York 10065	\$100	Faith
1/19/2016	Church of the Assumption 470 Westchester Avenue Crestwood, New York 10707	\$25	Education
9/13/2016	Church of the Holy Spirit 91 Maple Avenue Morristown, New Jersey 07960	\$250	Education
4/12/2016	City Gardens Club of New York City 318 Newark-Pompton Turnpike Pequannock, New Jersey 07440	\$75	Faith
9/13/2016	City Parks Foundation 755 Park Avenue New York, New York 10021	\$500	Others
10/11/2016	Civic Builders 830 Fifth Ave New York, NY 10065	\$50	Others
12/19/2016	Classical Charter Schools 304 Hudson Street, 3rd Floor New York, New York 10013	\$350,000	Education\Capital Improvements
8/10/2016	Colgate University 977 Fox Street Bronx, New York 10459	\$50,000	Education
3/15/2016	13 Oak Drive Hamilton, New York 13346	\$25	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
10/11/2016	College Summit 1763 Columbia Road, NW 2nd Floor Washington, District of Columbia 20009	\$1,000	Education
10/4/2016	Collegiate Cultural Foundation 218 West State Street Media, Pennsylvania 19063	\$750	Family
10/4/2016	Collegiate Cultural Foundation 218 West State Street Media, Pennsylvania 19063	\$5,000	Family
9/13/2016	Columbia University Medical Center Office of Development 100 Haven Avenue, Suite 29D New York, NY 10032	\$500	Others
3/8/2016	Community Foundation of New Jersey P O Box 338 35 Knox Hill Road Community Foundation of New Jersey P O. Box 338	\$5,000	Education\Scholarship / Tuition Asst
3/8/2016	Community Foundation of New Jersey P O Box 338 35 Knox Hill Road Community Foundation of New Jersey P O Box 338	\$5,000	Education\Scholarship / Tuition Asst.
7/12/2016	Community Foundation of New Jersey P.O. Box 338 35 Knox Hill Road	\$5,000	Others Education\Scholarship / Tuition
7/26/2016	Community Soup Kitchen 36 South Street 35 Knox Hill Road	\$78,623	Asst
12/6/2016	Community Soup Kitchen 36 South Street Morristown, New Jersey 07960	\$4,167	Others
7/6/2016	Corpus Christi Parish 880 Toyopa Drive Morristown, New Jersey 07960	\$10,000	Others
6/28/2016	Court Appointed Special Advocates for Children of Essex County, Inc 212 Washington Street Room 912	\$7,000	Faith
3/1/2016	Court Appointed Special Advocates of Morris and Sussex Counties, Inc 18 Cattano Avenue Newark, New Jersey 07102	\$2,500	Family
8/2/2016	Covenant House California 1325 North Western Avenue Morristown, New Jersey 07963-0264	\$15,000	Family
12/12/2016	Covenant House New Jersey 330 Washington Street Hollywood, California 90027	\$10,000	Family
5/3/2016	Covenant House Times Square Station P O. Box 731 Newark, New Jersey 07102	\$100,000	Family
2/9/2016	Daytop New Jersey P O. Box 310 80 West Main Street New York, New York 10108	\$1,000	Family
5/17/2016	Mendham, New Jersey 07945	\$500	Others

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
11/30/2016	Deerfield Academy 7 Boyden Lane PO Box 87 Deerfield, Massachusetts 01342	\$50,000	Education
2/9/2016	Discover Outdoors Foundation 154 Grand Street New York, NY 10013	\$2,500	Education
3/15/2016	Dollies Making A Difference 440 Toyopa Drive Pacific Palisades, California 90272	\$500	Others
12/19/2016	Dollies Making A Difference 440 Toyopa Drive Pacific Palisades, California 90272	\$5,000	Others
3/1/2016	Dominican Academy 44 East 68th Street New York, New York 10021	\$50	Education
1/12/2016	Donaldson Adoption Institute, Inc 120 E 38th Street New York, New York 10016	\$5,000	Family
2/23/2016	Donaldson Adoption Institute, Inc 120 E. 38th Street New York, New York 10016	\$10,000	Family
2/9/2016	Donors Trust 1800 Diagonal Road Suite 280 Alexandria, Virginia 22314	\$150,000	Others
1/27/2016	Door County Humane Society P.O. Box 93 Sturgeon Bay, Wisconsin 54235	\$250	Others
11/30/2016	Door County Humane Society P O Box 93 Sturgeon Bay, Wisconsin 54235	\$650	Others
12/19/2016	Down the Block 32 Twin Oak Road Short Hills, New Jersey 07078	\$5,000	Others
1/27/2016	Drew School 2901 California Street San Francisco, California 94115	\$5,000	Education
4/6/2016	Drexel Fund 1602 Orrington Avenue, Suite 600 Evanston, Illinois 60201	\$25,000	Education
6/8/2016	Drumthwacket Foundation, Inc. 354 Stockton Street Princeton, New Jersey 08540	\$500	Others
8/2/2016	East Hampton Healthcare Foundation 200 Pantigo Place East Hampton, New York 11937	\$1,000	Others
8/10/2016	EdChoice 111 Monument Circle Suite 2650 Indianapolis, Indiana 46250	\$10,000	Education
5/10/2016	Educational Broadcasting Corp. 825 Eighth Avenue New York, New York 10019	\$500	Others
4/19/2016	Elon University Johnston Hall 213 2300 Campus Box Elon, North Carolina 27244	\$15,000	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
11/30/2016	Ethics and Public Policy Center 1730 M Street, NW Suite 910	\$2,500	Faith
4/19/2016	Ethics and Public Policy Center 1730 M Street, NW Suite 910 Exodus Road P O Box 1681	\$200,000	Faith
2/23/2016	Colorado Springs, Colorado 80901 Family and Children's Services 40 North Avenue	\$205	Others
2/9/2016	Elizabeth, New Jersey 07208 Family Life Academy Charter School 14 West 170th Street	\$2,500	Family
11/14/2016	Bronx, New York 10452 Far Hills Country Day School P.O Box 8	\$15,000	Family
2/9/2016	Far Hills, New Jersey 07931 Federalist Society for Law & Public Policy Studies	\$5,000	Education
11/4/2016	1776 I Street NW Fellowship of Catholic University Students, Inc P O Box 18710	\$50,000	Faith
10/4/2016	Golden, Colorado 80402 Fibrolamellar Cancer Foundation 20 Horseneck Lane, 2nd Floor	\$500	Faith
1/12/2016	Greenwich, Connecticut 06830 First Choice Women's Resource Centers 82 Speedwell Avenue	\$5,000	Others
10/4/2016	Morristown, New Jersey 07960 First Choice Women's Resource Centers 82 Speedwell Avenue	\$500	Family
5/3/2016	Morristown, New Jersey 07960 First Choice Women's Resource Centers 82 Speedwell Avenue	\$30,000	Family
5/3/2016	Morristown, New Jersey 07960 First Presbyterian Church of New Vernon PO Box 218	\$30,000	Family
1/12/2016	New Vernon, New Jersey 07976 Fordham University Rose Hill Campus	\$15,000	Faith
9/13/2016	Bronx, New York 10458 Foundation for Excellence in Education P.O. Box 10691	\$1,000	Education
12/19/2016	Tallahassee, Florida 32302 Foundation for Morristown Medical Center 475 South Street, First Floor	\$25,000	Education
12/1/2016	Morristown, New Jersey 07960	\$750	Others
6/21/2016	Foundation for Morristown Medical Center 475 South Street, First Floor Morristown, New Jersey 07960	\$2,500	Others
1/12/2016	Foundation for Morristown Medical Center 475 South Street, First Floor Morristown, New Jersey 07960	\$10,000	Others

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
1/12/2016	Foundation for Morristown Medical Center 475 South Street, First Floor Morristown, New Jersey 07960	\$10,000	Others
1/12/2016	Foundation for Morristown Medical Center 475 South Street, First Floor Morristown, New Jersey 07960	\$10,000	Others
2/9/2016	Foundation for Morristown Medical Center 475 South Street, First Floor Morristown, New Jersey 07960	\$10,000	Others
1/12/2016	Foundation for Morristown Medical Center 475 South Street, First Floor Morristown, New Jersey 07960	\$250,000	Family
12/12/2016	Foundations and Donors Interested in Catholic Activities, Inc 4201 Connecticut Avenue, N W Franciscan Missionaries of the Eternal Word 5821 Old Leeds Road	\$15,000	Education
4/19/2016	Irondale, Alabama 35210-2164 Freedom Institute	\$125	Faith
12/19/2016	515 Madison Avenue New York, New York 10022	\$5,000	Others
2/16/2016	Friends of Hudson River Park 305 7th Avenue, 12th Floor New York, New York 10001	\$25	Others
12/6/2016	Friends of Learning Community Charter School 2495 Kennedy Boulevard Jersey City, New Jersey 07304	\$86,300	Education
1/19/2016	Friends of the Children New York P O Box 1649 New York, New York 10026	\$100	Family
12/19/2016	Friends of the Children New York P O Box 1649 New York, New York 10026	\$25,000	Family
1/12/2016	Frost Valley YMCA 2000 Frost Valley Road Claryville, New York 12725	\$25,000	Others
8/23/2016	Frost Valley YMCA 2000 Frost Valley Road Claryville, New York 12725	\$25,000	Others
12/12/2016	Future Five 135 Atlantic Street Stamford, Connecticut 06901	\$5,000	Family
7/6/2016	Future Five 135 Atlantic Street Stamford, Connecticut 06901	\$15,000	Family
4/19/2016	Georgetown University 3307 M Street Suite 200 Washington, District of Columbia 20057	\$62,837	Faith
10/4/2016	Girls Educational and Mentoring Services, Inc 201 West 148th Street, Ground Fl New York, NY 10039	\$500	Family

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
6/15/2016	Girls Educational and Mentoring Services, Inc 201 West 148th Street, Ground Fl. New York, NY 10039	\$25,000	Family
4/6/2016	Girls Learn International 433 S Beverly Drive Beverly Hills, California 90212	\$250	Others
12/12/2016	Gladney Center for Adoption 6300 John Ryan Drive Fort Worth, Texas 76132-4122	\$10,000	Family
8/10/2016	Golden Door Charter School 3040 Kennedy Blvd Jersey City, New Jersey 07302	\$35,000	Education\Academic Enhancement
10/4/2016	Good Counsel 411 Clinton Street Hoboken, New Jersey 07030-2780	\$500	Family
2/23/2016	Good Counsel 411 Clinton Street Hoboken, New Jersey 07030-2780	\$10,000	Family
5/24/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$1,000	Family
9/13/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$2,500	Family
9/13/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$2,500	Family
11/4/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$10,000	Family
6/2/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$25,000	Family
11/14/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$25,000	Family
5/3/2016	Good Grief 38 Elm Street Morristown, New Jersey 07960	\$75,000	Family
1/19/2016	Goucher College 1021 Dulaney Valley Road Baltimore, Maryland 21204	\$500	Education
5/3/2016	Grace Church Van Vorst 39 Erie Street Jersey City, New Jersey 07302	\$20,000	Faith
12/22/2016	Grace Church Van Vorst 39 Erie Street Jersey City, New Jersey 07302	\$20,000	Faith
8/16/2016	Grace Outreach 378 East 151th Street, 5th Floor Bronx, New York 10455	\$1,500	Education
6/28/2016	Great Swamp Watershed Association P O Box 300 New Vernon, New Jersey 07976	\$5,000	Others
11/30/2016	Greenwich Country Day School P O Box 623 Greenwich, Connecticut 06836	\$10,000	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
11/30/2016	Greenwich Country Day School P O Box 623 Greenwich, Connecticut 06836	\$20,000	Education
11/30/2016	Greenwich Hospital Association 5 Perryridge Road Greenwich, Connecticut 06830-4697	\$10,000	Others
4/6/2016	Greenwich Town Party P O Box 59 Old Greenwich, Connecticut 06870	\$5,000	Others
6/28/2016	GuideStar 4801 Courthouse Street Suite 220 Williamsburg, Virginia 23188	\$2,500	Others
9/13/2016	Gunston Hall 10709 Gunston Road Mason Neck, Virginia 22079	\$500	Others
12/19/2016	Harlem RBI 333 East 100th Street New York, New York 10029	\$10,000	Family
4/6/2016	Harvard University John F. Kennedy School of Government 79 JF Kennedy Street, Taubman 304 Cambridge, Massachusetts 02138	\$40,000	Education
3/15/2016	Harwich Conservation Trust PO Box 101 South Harwich, Massachusetts 02661	\$10,000	Others
8/23/2016	Harwich Conservation Trust PO Box 101 South Harwich, Massachusetts 02661	\$15,000	Others
5/17/2016	Heritage Foundation 214 Massachusetts Avenue, N E Washington, District of Columbia 20002-4999	\$75,000	Faith
1/19/2016	Hill House 10 Riverside Avenue Riverside, CT 06878	\$100	Others
6/28/2016	Homeless Solutions, Inc 6 Dumont Place, 3rd Floor Morristown, New Jersey 07960	\$25,000	Others
2/16/2016	Hudson Catholic Regional High School 790 Bergen Avenue Jersey City, New Jersey 07306	\$15,000	Education
4/12/2016	Humane Society of the United States 2100 L Street, NW Washington, District of Columbia 20037	\$80	Others
10/11/2016	Hunts Point Alliance for Children P O Box 740190 Bronx, New York 10474	\$100,000	Family
12/12/2016	Hyde Leadership Charter School 730 Bryant Avenue Bronx, New York 10474	\$10,000	Education
4/27/2016	Immigrant Justice Corps 17 Battery Place, Suite 236 New York, New York 10004	\$2,500	Family
10/24/2016	Immigrant Justice Corps 17 Battery Place, Suite 236 New York, New York 10004	\$50,000	Family
12/12/2016	Indiana University P O Box 500 Bloomington, Indiana 47402	\$11,500	Education

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<u>Payment Date</u>	<u>Payee Organization</u>	<u>Amount</u>	<u>Program Area</u>
2/23/2016	Institute for Justice 901 N. Glebe Road Suite 900 Arlington, Virginia 22203	\$25,000	Education
12/6/2016	Institute on Religion and Public Life 35 East 21st Street 6th Floor New York, New York 10010	\$75,000	Faith
1/19/2016	Integrity House 103 Lincoln Park Newark, NJ 07102	\$1,250	Others
11/9/2016	Intercollegiate Studies Institute 3901 Centerville Road Wilmington, Delaware 19807-1431	\$40,000	Faith
6/28/2016	Interfaith Food Pantry 2 Executive Drive Morris Plains, New Jersey 07950	\$15,000	Others
3/15/2016	International Justice Mission P O Box 58147 Washington, District of Columbia 20037	\$100	Others
3/8/2016	Jersey Battered Women's Services P.O. Box 1437 Morristown, New Jersey 07962	\$1,000	Family
12/19/2016	Jersey Battered Women's Services P O Box 1437 Morristown, New Jersey 07962	\$25,000	Family
4/12/2016	JerseyCAN 11 Commerce Drive, Suite 310 Morristown, New Jersey 07962	\$50,000	Family
12/19/2016	John Taylor Babbitt Foundation 72 Buxton Road Cranford, New Jersey 07016	\$10,000	Education
4/19/2016	John Tracy Clinic 806 W Adams Blvd Chatham, New Jersey 07928	\$3,000	Others
4/27/2016	Joyful Heart Foundation 32 West 22nd Street, 4th Floor Los Angeles, California 90007	\$5,000	Others
6/15/2016	Junior Achievement of New Jersey 4365 Route 1 South, 2nd Floor New York, New York 10010	\$5,000	Others
2/2/2016	Junior Achievement of New Jersey 4365 Route 1 South, 2nd Floor Princeton, NJ 08540	\$845	Education
1/19/2016	Kent Place School 42 Norwood Avenue Princeton, NJ 08540	\$25,000	Education
1/27/2016	Kent Place School 42 Norwood Avenue Summit, New Jersey 07902-0308	\$2,500	Education
2/23/2016	KQED 2601 Mariposa Street Summit, New Jersey 07902-0308	\$5,000	Education
3/22/2016	Lakeside Community Church E 6295 County Road K San Francisco, California 94110	\$5,000	Others
2/16/2016	Algoma, Wisconsin 54201	\$175	Faith

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10/4/2016	LAMP Ministries 2704 Schurz Avenue Bronx, New York 10465-3173	\$500	Faith
12/12/2016	LAMP Ministries 2704 Schurz Avenue Bronx, New York 10465-3173	\$10,000	Faith
12/19/2016	Leadership Network 2626 Cole Avenue Suite 900 Dallas, Texas 75204	\$30,000	Faith
11/21/2016	Leukemia & Lymphoma Society, Inc. 3 International Drive, Suite 200 Rye Brook, New York 10573	\$100	Others
7/20/2016	LifeCamp, Inc 310 South Street, 4th Floor Morristown, NJ 07960	\$500	Others
1/19/2016	Little Sisters of the Poor 140 Shepherd Lane Totowa, New Jersey 07512-2170	\$100	Faith
4/6/2016	Little Sisters of the Poor 140 Shepherd Lane Totowa, New Jersey 07512-2170	\$100	Faith
3/8/2016	Love Without Boundaries P.O Box 1861 Lowell, Arizona 72745	\$118	Family
6/28/2016	Loyola School 980 Park Avenue New York, New York 10028	\$25	Education
3/15/2016	Loyola School 980 Park Avenue New York, New York 10028	\$1,500	Education
9/13/2016	Loyola School 980 Park Avenue New York, New York 10028	\$2,000	Education
8/23/2016	Macculloch Hall Historical Museum 45 Macculloch Avenue Morristown, New Jersey 07960	\$250	Others
11/30/2016	Madison Square Boys and Girls Club 377 Third Avenue Floor 2 New York, New York 10017	\$25,000	Family
11/30/2016	Madison Square Boys and Girls Club 377 Third Avenue Floor 2 New York, New York 10017	\$35,000	Family
10/4/2016	Manhattan Institute for Policy Research 52 Vanderbilt Avenue New York, New York 10017	\$2,500	Family
10/24/2016	Manhattan Institute for Policy Research 52 Vanderbilt Avenue New York, New York 10017	\$2,500	Family
3/15/2016	Manhattan Institute for Policy Research 52 Vanderbilt Avenue New York, New York 10017	\$5,000	Family
5/3/2016	Manhattan Institute for Policy Research 52 Vanderbilt Avenue New York, New York 10017	\$75,000	Family
2/2/2016	Manhattan Institute for Policy Research 52 Vanderbilt Avenue New York, New York 10017	\$300,000	WES Prizes\Social Entrepreneurship

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9/29/2016	Marine Corps Scholarship Foundation 145 West 45th Street, Suite 300 New York, New York 10036	\$500	Education
8/23/2016	Massachusetts Audubon Society 208 South Great Road Lincoln, Massachusetts 01773	\$25,000	Others
9/29/2016	Mayo Performing Arts Center 100 South Street Morristown, New Jersey 07960	\$500	Education
3/1/2016	Mayo Performing Arts Center 100 South Street Morristown, New Jersey 07960	\$2,500	Education\Academic Enhancement
1/19/2016	Meals-on-Wheels, Inc. 89 Maple Avenue Greenwich, CT 06830	\$75	Others
11/14/2016	Memories Live Foundation 55 Union Place, Box 164 Summit, NJ 07901	\$5,000	Others
2/9/2016	Mercy Center 377 East 145th Street Bronx, New York 10454	\$25,000	Family
4/6/2016	Mercy Center 377 East 145th Street Bronx, New York 10454	\$75,000	Family
10/11/2016	Metropolitan Golf Association Foundation 49 Knollwood Road Elmsford, New York 10523	\$1,000	Others
5/24/2016	Middlesex School 1400 Lowell Road Concord, Massachusetts 01742	\$500	Education
4/6/2016	Montclair Arts Museum 3 South Mountain Avenue Montclair, New Jersey 07042-1747	\$5,000	Others
11/9/2016	Morris Arts 14 Maple Avenue, Suite 301 Morristown, New Jersey 07960	\$7,500	Family
3/1/2016	Morris Catholic High School 200 Morris Avenue Denville, New Jersey 07834	\$5,000	Education
2/23/2016	Morris Educational Foundation P.O. Box 1224 Morristown, New Jersey 07962-1224	\$300	Education
9/7/2016	Morris Museum 6 Normandy Heights Road Morristown, New Jersey 07960	\$2,500	Education
1/12/2016	Morrison-Beard School 70 Whippany Road Morristown, New Jersey 07960	\$25,000	Education
6/2/2016	Morrison-Beard School 70 Whippany Road Morristown, New Jersey 07960	\$83,333	Education
3/29/2016	National Alliance for Public Charter Schools 1101 15th Street NW Suite 1010 Washington, District of Columbia 20005	\$50,000	Education
8/2/2016	National Center on Sexual Exploitation 110 G St NW #1030 Washington, District of Columbia 20005	\$1,000	Family

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6/28/2016	National Council on Teacher Quality 1120 G Street NW, Suite 800 Washington, District of Columbia 20005	\$20,000	Education
3/15/2016	National Eating Disorders Association 165 West 46th Street, Suite 1211 New York, New York 10036	\$1,000	Others
12/19/2016	National Multiple Sclerosis Society - New York City and Southern New York Chapter 733 Third Avenue 3rd Floor New York, New York 10017-3288	\$2,500	Others
5/17/2016	National Pancreas Foundation P O Box 935 Wexford, Pennsylvania 15090	\$2,500	Others
2/2/2016	National Parks Conservation Association 777 6th Street, NW Suite 700 Washington, District of Columbia 20001	\$25	Others
10/4/2016	National Review Institute 215 Lexington Avenue New York, New York 10016	\$1,000	Faith
7/6/2016	National Review Institute 215 Lexington Avenue New York, New York 10016	\$10,000	Faith
8/10/2016	National Right to Work Legal Defense Foundation 8001 Braddock Road Springfield, Virginia 22160	\$20,000	Education
5/24/2016	National Urban Squash and Education Association 555 Eighth Avenue Suite 1102 New York, New York 10018	\$150	Family
5/17/2016	National Urban Squash and Education Association 555 Eighth Avenue Suite 1102 New York, New York 10018	\$5,000	Family
10/11/2016	National Urban Squash and Education Association 555 Eighth Avenue Suite 1102 New York, New York 10018	\$25,000	Family
2/23/2016	New City Kids 240 Fairmount Avenue Jersey City, New Jersey 07306	\$103	Faith
9/13/2016	New City Kids 240 Fairmount Avenue Jersey City, New Jersey 07306	\$500	Faith
10/4/2016	New City Kids 240 Fairmount Avenue Jersey City, New Jersey 07306	\$500	Faith
8/2/2016	New City Kids 240 Fairmount Avenue Jersey City, New Jersey 07306	\$50,000	Faith
12/6/2016	New City Kids 240 Fairmount Avenue Jersey City, New Jersey 07306	\$85,000	Faith

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	New England College 7 Main Street		
10/11/2016	Henniker, New Hampshire 03242-3293 New England College 7 Main Street	\$2,500	Education
6/2/2016	Henniker, New Hampshire 03242-3293 New England College 7 Main Street	\$5,000	Education
1/12/2016	Henniker, New Hampshire 03242-3293 New England College 7 Main Street	\$25,000	Education
7/6/2016	Henniker, New Hampshire 03242-3293 New Jersey Charter Schools Association 1 AAA Drive, Suite 206	\$50,000	Education
12/22/2016	Hamilton, NJ 08691 New Jersey City University Foundation 2039 Kennedy Boulevard Hepburn Hall #315	\$20,000	Education
10/13/2016	Jersey City, NJ 07305 New Jersey SEEDS 494 Broad Street, Suite 105	\$5,000	Education Education\Scholarship / Tuition
3/22/2016	Newark, New Jersey 07102 New York City Charter School Center 111 Broadway, Suite 604	\$500	Asst
12/12/2016	New York, New York 10006 New York Public Library 445 Fifth Avenue	\$5,000	Education
5/24/2016	New York, New York 10016 Newark Academy 91 South Orange Avenue	\$75	Others
11/30/2016	Livingston, New Jersey 07039 Newark Academy 91 South Orange Avenue	\$20,000	Education
1/12/2016	Livingston, New Jersey 07039 Newark Academy 91 South Orange Avenue	\$25,000	Education
8/23/2016	Livingston, New Jersey 07039 Newark Museum 49 Washington Street	\$25,000	Education
2/2/2016	Newark, New Jersey 07102 Newmark School 1000 Cellar Avenue	\$100	Others
6/15/2016	Scotch Plains, New Jersey 07076 Oratory School of Summit NJ 1 Beverly Road	\$5,000	Education
7/12/2016	Summit, New Jersey 07901-1699 Order of Malta Clinic of Northern California 2121 Harrison Street #110	\$50	Education
8/10/2016	Oakland, California 94612 Our Lady of Good Counsel Church 155 West Parkway P O Box 218	\$5,000	Others
1/19/2016	Pompton Plains, New Jersey 07444 Outward Bound California 1539 Pershing Drive	\$125	Faith
12/12/2016	San Francisco, California 94129	\$5,000	Education

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10/11/2016	P G Chambers School 15 Halko Drive Cedar Knolls, New Jersey 07927	\$5,500	Education
10/4/2016	Pacific Research Institute for Public Policy 101 Montgomery Street Suite 1300 San Francisco, California 94104	\$75,000	Education
9/7/2016	Pan Mass Challenge 77 Fourth Avenue Needham, Massachusetts 02194	\$1,000	Others
3/8/2016	Paper Mill Playhouse 22 Brookside Drive Millburn, New Jersey 07041	\$1,000	Others
4/12/2016	Paper Mill Playhouse 22 Brookside Drive Millburn, New Jersey 07041	\$5,000	Others
11/4/2016	Parents Television Council 707 Wilshire Boulevard Suite 2075 Los Angeles, California 90017	\$50,000	Family
4/6/2016	Parish Catalyst 11100 Santa Monica Blvd Suite 1910 Los Angeles, California 90025	\$250,000	Faith
2/2/2016	Part of the Solution 2759 Webster Avenue Bronx, New York 10458-3708	\$20,000	Others
5/3/2016	Partnership for Inner-City Education 1011 First Avenue 18th Floor New York, New York 10022	\$100,000	Education
5/17/2016	PAVE Schools 238 Conover Street Brooklyn, New York 11231	\$5,000	Education
9/13/2016	PBA Widows and Childrens Fund 125 Broad St , 11th Floor New York, New York 10004	\$500	Others
10/4/2016	Person to Person 1864 Post Road Darien, Connecticut 06820	\$500	Others
4/19/2016	Philadelphia School Partnership 150 South Independence Mall West Suite 1200 Philadelphia, Pennsylvania 19106	\$2,500	Education
10/24/2016	Philanthropy Roundtable 1120 20th Street NW Suite 550 South Washington, District of Columbia 20036	\$10,000	Others
10/4/2016	Philanthropy Roundtable 1120 20th Street NW Suite 550 South Washington, District of Columbia 20036	\$320,000	WES Prizes\Philanthro pic Leadership
12/19/2016	Pingry School 131 Martinsville Road Basking Ridge, New Jersey 07920	\$5,000	Education
11/9/2016	Pingry School 131 Martinsville Road Basking Ridge, New Jersey 07920	\$30,000	Education

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	Pivot Ministries 485 Jane Street		
7/26/2016	Bridgeport, Connecticut 06608	\$5,000	Others
	Pivot Ministries 485 Jane Street		
7/26/2016	Bridgeport, Connecticut 06608	\$5,000	Others
	Police Athletic League Inc 34 1/2 East 12th Street		
8/2/2016	New York, New York 10003	\$1,000	Others
	Preschool Advantage P O Box 86		
11/4/2016	Morris Plains, New Jersey 07950	\$2,500	Education
	Preschool Advantage P O Box 86		
11/4/2016	Morris Plains, New Jersey 07950	\$10,000	Education
	Princeton University Department of Politics 244 Corwin Hall		
8/16/2016	Princeton, New Jersey 08544-1013	\$120,000	Faith
	Prison Fellowship 44180 Riverside Parkway		
12/12/2016	Lansdowne, Virginia 20176	\$10,000	Faith
	Providence College Providence, Rhode Island 02918-0001		
10/4/2016	Providence, Rhode Island 02918-0001	\$2,250	Education
	Ramapo for Children 49 West 38th Street 5th Floor		
2/9/2016	New York, New York 10018	\$12,500	Family
	Ramapo for Children 49 West 38th Street 5th Floor		
2/9/2016	New York, New York 10018	\$12,500	Family
	Random Acts of Flowers 3500 Workman Road #101A		
6/8/2016	Knoxville, Tennessee 37921	\$50,000	Others
	Random Acts of Flowers 3500 Workman Road #101A		
6/21/2016	Knoxville, Tennessee 37921	\$50,000	Others
	Raphael House 1065 Sutter Street		
12/12/2016	San Francisco, California 94109	\$5,000	Others
	Raptor Trust 1390 White Bridge Road		
9/29/2016	Millington, NJ 07946	\$5,000	Others
	Red Oaks School 21 Cutler Street		
1/12/2016	Morristown, New Jersey 07960	\$20,000	Education
	Red Oaks School 21 Cutler Street		
1/12/2016	Morristown, New Jersey 07960	\$25,000	Education
	Red Oaks School 21 Cutler Street		
1/12/2016	Morristown, New Jersey 07960	\$100,000	Education
	Richard Nixon Foundation 18001 Yorba Linda Boulevard		
1/12/2016	Yorba Linda, California 92886	\$250,000	Others

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7/12/2016	Rising Tide Capital 334 Martin Luther King Drive Jersey City, New Jersey 07305	\$1,000	Others
12/12/2016	Riverview School 551 Route 6A East Sandwich, Massachusetts 02537	\$20,000	Education
11/9/2016	Rocking the Boat 812 Edgewater Road Bronx, NY 10474	\$25,000	Family
4/6/2016	Roots and Wings Foundation 75 Bloomfield Suite 303 Denville, New Jersey 07834	\$15,000	Family
2/2/2016	Rutgers University Foundation Old Queen's Building 83 Somerset Street New Brunswick, New Jersey 08901-1281	\$5,000	Others
2/23/2016	Sacred Heart School 183 Bayview Avenue Jersey City, New Jersey 07305	\$30,000	Education
12/12/2016	Saint Anne's Home Little Sisters of the Poor 300 Lake Street San Francisco, California 94118	\$4,000	Others
3/1/2016	Saint Anthony of Padua 832 East 166th Street Bronx, New York 10459	\$6,000	Faith
5/17/2016	Saint Baldrick's Foundation 1333 S Mayflower Avenue, Suite 400 Monrovia, California 91016	\$100	Others
11/30/2016	Saint Bernadette Catholic Church P O. Box 1252 Linville, North Carolina 28646	\$25	Faith
7/6/2016	Saint Dominic Academy 2572 Kennedy Blvd Jersey City, New Jersey 07304	\$35,000	Education
9/29/2016	Saint Hilary School 765 Hilary Drive Tiburon, California 94920	\$5,000	Education
8/16/2016	Saint Ignatius School 740 Manida Street Bronx, New York 10474	\$20,000	Education
10/4/2016	Saint Ignatius School 740 Manida Street Bronx, New York 10474	\$30,000	Education\Academic Enhancement
1/19/2016	Saint Joseph Church 216 Comly Road Lincoln Park, New Jersey 07035	\$50	Faith
1/19/2016	Saint Joseph's Indian School 1301 North Main Street Chamberlain, South Dakota 57326	\$50	Education
5/17/2016	Saint Joseph's Indian School 1301 North Main Street Chamberlain, South Dakota 57326	\$50	Education
6/21/2016	Saint Labre Indian School P O Box 216 Ashland, Montana 59003	\$25	Education
11/9/2016	Saint Nicholas School 118 Ferry Street Jersey City, New Jersey 07307	\$18,000	Education

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6/15/2016	Saint Peter's Episcopal Church 70 Maple Avenue Morristown, New Jersey 07960	\$25,000	Faith
2/23/2016	Saint Peter's University 2641 Kennedy Blvd Jersey City, New Jersey 07306	\$30,000	Faith
12/6/2016	Saint Vincent de Paul Society - San Rafael 820 B Street PO Box 150527 San Rafael, California 94915	\$25,000	Faith
7/26/2016	Samaritan Homeless Interim Program 87 E High Street Somerville, NJ 08876	\$50	Others
9/29/2016	Seeing Eye P O Box 375 Morristown, New Jersey 07963-0375	\$5,000	Others
8/16/2016	Semper Fi Fund 825 College Blvd Suite 102, PMB 609 Oceanside, California 92057	\$25,000	Family
4/19/2016	Seton Education Partners 7765 Orien Avenue La Mesa, California 91941	\$100,000	Education
4/12/2016	Shakespeare Theatre of New Jersey, Inc. 36 Madison Avenue Madison, New Jersey 07940	\$1,000	Education
12/19/2016	Share the Harvest Farm P.O. Box 181 East Hampton, New York 11937	\$5,000	Others
8/10/2016	Sisters of Saint Francis of Peace 20 Ridge Street Haverstraw, New York 10927-1198	\$25	Faith
9/13/2016	Sisters of Saint Joseph of Springfield 34 Lower Westfield Road Holyoke, MA 01040	\$1,000	Faith
5/3/2016	Soaring Heights Charter School 1 Romar Avenue Jersey City, New Jersey 07305	\$75,000	Education
4/12/2016	Somerset County YMCA 140 Mount Airy Road Basking Ridge, New Jersey 07920	\$500	Others
8/23/2016	Sophia Institute for Teachers P O Box 5284 Manchester, New Hampshire 03108	\$20,500	Education
1/12/2016	Sound Body Sound Mind 11100 Santa Monica Blvd Suite 1910 Los Angeles, California 90025	\$150,000	Others
10/4/2016	South Bronx Educational Foundation Inc 843 Crotona Park North Bronx, New York 10460	\$750	Family
6/15/2016	South Bronx Educational Foundation Inc 843 Crotona Park North Bronx, New York 10460	\$10,000	Family
12/12/2016	South Bronx Educational Foundation Inc 843 Crotona Park North Bronx, New York 10460	\$40,000	Family
2/2/2016	South Bronx United 594 Grand Concourse, Suite 2 Bronx, New York 10451	\$25,000	Family

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	Sovereign Military Order of Malta Western Association 465 California Street Suite 818		
10/13/2016	San Francisco, California 91404-1820 Special Olympics New Jersey 1 Eunice Kennedy Shriver Way	\$5,000	Faith
2/2/2016	Lawrenceville, New Jersey 08648	\$25	Others
	Spring Street Community Development Corp 65 Spring St.		
12/12/2016	Morristown, NJ 07960 Stanford Law School Crown Quadrangle 559 Nathan Abbott Way	\$8,500	Family
4/6/2016	Stanford, California 94305 Stevens Cooperative School 301 Garden Street	\$50,000	Faith Education\Scholarship / Tuition
5/3/2016	Hoboken, New Jersey 07030 Student Partner Alliance 561 Springfield Avenue	\$10,000	Asst Education\Scholarship / Tuition
2/16/2016	Summit, New Jersey 07901 Student Sponsor Partners 424 Madison Avenue, Ste 1002	\$10,000	Asst Education\Scholarship / Tuition
8/16/2016	New York, New York 10017 Students 2 Science 66 Deforest Avenue	\$100,000	Asst
10/4/2016	East Hanover, NJ 07936 Success Academy Charter Schools 95 Pine Street, 6th Floor	\$5,000	Education
5/3/2016	New York, New York 10005 Summer Search 90 Broad Street Suite 701	\$250,000	Education
4/6/2016	New York, New York 10004 Summer Search 90 Broad Street Suite 701	\$20,000	Family
5/3/2016	New York, New York 10004 Summer Search 90 Broad Street Suite 701	\$20,000	Family
7/20/2016	New York, New York 10004 Sussex County Charter School for Technology PTO 385 North Church Road	\$60,000	Family
3/29/2016	Sparta, NJ 07871 Taproot Foundation 40 Worth Street, Suite 601	\$750	Education
2/23/2016	New York, New York 10013 Team Walker 373 Communipaw Avenue	\$20,000	Others
6/28/2016	Jersey City, New Jersey 07304 Teen Pride, Inc. P O Box 1606	\$50,000	Others
1/19/2016	Morristown, NJ 07960 Together Rising 800 West Broad Street, #6409	\$100	Family
3/22/2016	Falls Church, Virginia 22040	\$25	Others

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	Township of Harding Blue Mill Road Box 666		
4/12/2016	New Vernon, New Jersey 07976 Tri-County Scholarship Fund 4 Century Drive 1st Floor	\$10,000	Others
9/29/2016	Parsippany, New Jersey 07054 Tri-County Scholarship Fund 4 Century Drive 1st Floor	\$5,000	Education
1/12/2016	Parsippany, New Jersey 07054 Tri-County Scholarship Fund 4 Century Drive 1st Floor	\$50,000	Education\Scholarship / Tuition Asst
7/6/2016	Parsippany, New Jersey 07054 UCLA Foundation 10920 Wilshire Blvd, 11th Floor	\$50,000	Education\Scholarship / Tuition Asst.
10/24/2016	Los Angeles, California 90024 UCLA Foundation 10920 Wilshire Blvd, 11th Floor	\$15,000	Others
11/9/2016	Los Angeles, California 90024 UCLA Foundation 10920 Wilshire Blvd, 11th Floor	\$15,000	Education
1/12/2016	Los Angeles, California 90024 UMS-Wright Preparatory School 65 Mobile Street	\$25,000	Education
9/13/2016	Mobile, Alabama 36607	\$500	Education
	University of Oxford North American Office 500 Fifth Avenue, 32nd Floor		
11/9/2016	New York, New York 10110	\$5,000	Education
	University of Oxford North American Office 500 Fifth Avenue, 32nd Floor		
11/9/2016	New York, New York 10110	\$5,000	Education
	University of Rochester WES Graduate School of Business Administration RC Box 270100		
6/8/2016	Rochester, New York 14627 University of Rochester WES Graduate School of Business Administration RC Box 270100	\$20,000	Education
7/6/2016	Rochester, New York 14627 University of Southern California Sol Price School of Public Policy 650 Childs Way, RGL 312	\$50,000	Education\Scholarship / Tuition Asst
12/6/2016	Los Angeles, CA 90089-0626 University of Vermont Grasse Mount 411 Main Street	\$10,000	Education
12/6/2016	Burlington, Vermont 05401-3470 University of Virginia Office of Sponsored Programs P O Box 400195	\$20,000	Education
7/6/2016	Charlottesville, VA 22904-4195	\$40,000	Family

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6/8/2016	Valerie Fund 2101 Milburn Avenue Maplewood, NJ 07040	\$750	Others
6/15/2016	Vassar College 124 Raymond Avenue Poughkeepsie, New York 12604	\$5,000	Education
12/19/2016	Vassar College 124 Raymond Avenue Poughkeepsie, New York 12604	\$10,000	Education
6/15/2016	Vassar College 124 Raymond Avenue Poughkeepsie, New York 12604	\$25,000	Education
1/12/2016	Vermont Children's Trust Foundation 95 St Paul St., Suite 330 Burlington, Vermont 05401	\$5,000	Family
3/29/2016	Villanova University Development Office 800 Lancaster Avenue Villanova, Pennsylvania 19085-1673	\$2,500	Education
10/4/2016	Villanova University Development Office 800 Lancaster Avenue Villanova, Pennsylvania 19085-1673	\$2,500	Education
4/27/2016	VivendasLeon 1585 Folsom Street San Francisco, California 94013	\$5,000	Others
6/28/2016	Vroom Street Church 155 Vroom Street Jersey City, New Jersey 07306	\$45,000	Faith
1/12/2016	Wake Forest University 1834 Wake Forest Road Winston-Salem, North Carolina 27106	\$5,000	Education
7/6/2016	Wake Forest University 1834 Wake Forest Road Winston-Salem, North Carolina 27106	\$100,000	Education\Scholarship / Tuition
7/6/2016	Wake Forest University 1834 Wake Forest Road Winston-Salem, North Carolina 27106	\$100,000	Asst Education\Scholarship / Tuition
9/13/2016	Washington and Lee University Development Building Lexington, Virginia 24450	\$500	Asst.
2/23/2016	Washington Association of New Jersey P.O Box 1473 Morristown, New Jersey 07962	\$10,000	Education
6/15/2016	West Milford Animal Shelter Society P O. Box 72 West Milford, NJ 07480	\$1,000	Others
2/23/2016	Wilberforce School 99 Clarksville Road Princeton Junction, New Jersey 08550	\$2,500	Others
2/16/2016	Wisconsin Public Radio Association 821 University Avenue Madison, Wisconsin 53706	\$50	Education
12/6/2016	Witherspoon Institute 16 Stockton Street Princeton, New Jersey 08540	\$1,500	Others
5/17/2016	Witherspoon Institute 16 Stockton Street Princeton, New Jersey 08540	\$150,000	Faith

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6/8/2016	Women for Women International 2000 M Street, NW Suite 200 Washington, District of Columbia 20036	\$5,000	Others
11/4/2016	Women for Women International 2000 M Street, NW Suite 200 Washington, District of Columbia 20036	\$10,000	Others
12/12/2016	Women Rising, Inc 270 Fairmount Avenue Jersey City, New Jersey 07306	\$25,000	Family
2/2/2016	Woodrow Wilson National Fellowship Foundation 5 Vaughn Drive, Suite 300 Princeton, New Jersey 08450-6313	\$25,000	Education
2/23/2016	World Vision, Inc P O Box 9716 Federal Way, Washington 98063	\$420	Others
3/1/2016	World Vision, Inc P O Box 9716 Federal Way, Washington 98063	\$420	Others
6/2/2016	YCS Foundation 235 Main Street, 3rd Floor Hackensack, NJ 07601	\$5,000	Education
12/12/2016	YMCA of Greater New York 2 Castle Hill Road Bronx, New York 10473	\$10,000	Family
5/3/2016	Zonta International 1211 West 22nd Street, Suite 900 Oak Brook, Illinois 60523	\$500	Others
		\$9,711,631	

WILLIAM E. SIMON FOUNDATION
INVESTMENTS - SECURITIES
PAGE 2, COLUMN (b) - LINE 10b
DECEMBER 31, 2016

MONEY MANAGERS:

CORPORATE STOCK (LINE 10b)

BERKSHIRE HATHAWAY - A	3,661,815
GOLDMAN SACHS - DELAWARE LCG	2,466,558
GOLDMAN SACHS - EAGLE DYNAMIC EQUITY	4,080,318
GOLDMAN SACHS - HARRIS ASSOCIATES: DYNAMIC EQ	4,153,978

	14,362,669
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WILLIAM E. SIMON FOUNDATION
 INVESTMENTS - SECURITIES
 PAGE 2, COLUMN (b) - LINE 13
 DECEMBER 31, 2016

OTHER INVESTMENTS (LINE 13)

DREYFUS STRATEGIC GLOBAL FUND (EQUITY MUTUAL FUND)	3,603,188
GS LOCAL EMERGING MKTS DEBT FD (FIXED INCOME MUTUAL FUND)	3,465,370
VANGUARD ST CORP FUND (FIXED INCOME MUTUAL FUND)	165,705
UBS 13D ACTIVIST FUND (EQUITY MUTUAL FUND)	1,015,886
ARTISAN DYNAMIC EQUITY (GLOBAL EQUITY) LLC (EQUITY MUTUAL FUND)	4,132,208
ELLIOTT INTERNATIONAL LIMITED (HEDGE FUND)	4,347,448
FIA TIMBER PARTNERS, LP (REAL ESTATE PTRSHP)	1,340,897
FIA TIMBER PARTNERS II, LP (REAL ESTATE PTRSHP)	2,239,766
OCM OPPORTUNITIES FUND VI (DISTRESSED DEBT PTRSHP)	15,373
OCM OPPORTUNITIES FUND VI AIF (DELAWARE) (DISTRESSED DEBT PTRSHP)	121
OCM OPPORTUNITIES FUND VI AIF (CAYMAN) (DISTRESSED DEBT PTRSHP)	2
SINO FINANCE GROUP, LLC (INVESTMENT PTRSHP)	1,862,304
SOUTH STREET CAPITAL, LP (INVESTMENT PTRSHP)	14,909,357
SOUTH STREET CAPITAL II, LLC (INVESTMENT PTRSHP)	3,674,343
SOWOOD ALPHA FUND, LP (HEDGE FUND)	13,223
WESLY CREEK, LLC (INVESTMENT PTRSHP)	202,158

	40,987,349
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WILLIAM E. SIMON FOUNDATION

EIN: 13-6217788

PART VIII, LINE 1

(A) NAME AND ADDRESS	(B) TITLE AND AVG. HOURS WORKED PER WEEK	(C) CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	(D) EXPENSE ACCT. OTHER ALLOWANCES	(E) COMPENSATION
J. PETER SIMON C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR/ CO-CHAIRMAN AS REQUIRED	0	0	0
WILLIAM E. SIMON, JR. C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR/ CO-CHAIRMAN/ ASST. SECRETARY AS REQUIRED	0	0	0
MARY B. SIMON STREEP C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR AS REQUIRED	0	0	0
CAROL LEIGH SIMON PORGES C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	VICE PRESIDENT/ TREASURER DIRECTOR AS REQUIRED	0	0	0
AIMEE SIMON BLOOM C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	VICE PRESIDENT/ SECRETARY DIRECTOR AS REQUIRED	0	0	0
JULIE SIMON MUNRO C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR AS REQUIRED	0	0	0
JOHANNA K. SIMON C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR AS REQUIRED	0	0	0
DANIEL MOSLEY C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR AS REQUIRED	0	0	0
JAMES PIERESON C/O WILLIAM E. SIMON FOUNDATION 140 E. 45TH STREET NEW YORK, NY 10017	PRESIDENT/ DIRECTOR 40 HOURS	51,437	0	242,000
WILLIAM WACHENFELD C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	DIRECTOR AS REQUIRED	0	0	0
MICHAEL OLIVERI C/O WILLIAM E. SIMON & SONS, LLC 310 SOUTH STREET, PO BOX 1913 MORRISTOWN, NJ 07962-1913	ASSISTANT TREASURER AS REQUIRED	0	0	0
TOTAL		<u>\$ 51,437</u>	<u>\$ -</u>	<u>\$ 242,000</u>

WILLIAM E. SIMON FOUNDATION

EIN: 13-6217788

PART VIII, LINE 2	(B) TITLE AND AVG. HOURS WORKED PER WEEK	(C) CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	(D) EXPENSE ACCT. OTHER ALLOWANCES	(E) COMPENSATION
(A) NAME AND ADDRESS				
SARA SNIDER C/O WILLIAM E. SIMON FOUNDATION 140 E. 45TH STREET NEW YORK, NY 10017	40 HOURS	\$ 37,185	\$ -	\$ 169,000
AMY ALLRED C/O WILLIAM E. SIMON FOUNDATION 140 E. 45TH STREET NEW YORK, NY 10017	40 HOURS	\$ 31,445	\$ -	\$ 92,315
KAREN PARLOCK C/O WILLIAM E. SIMON FOUNDATION 140 E. 45TH STREET NEW YORK, NY 10017	40 HOURS	\$ 24,676	\$ -	\$ 95,570
JANICE RIDDELL C/O WILLIAM E. SIMON FOUNDATION 140 E. 45TH STREET NEW YORK, NY 10017	40 HOURS	\$ 12,458	\$ -	\$ 133,000
TOTAL		\$ 105,764	\$ -	\$ 489,885