Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation: RAMESH & KALPANA BHATIA FAMILY FOUNDATION

A Employer identification number: 20-5345499

Number and street (or P O box number if mail is not delivered to street address): 7101 ATCO DRIVE

Room/suite:

B Telephone number (see instructions): (817) 595-2894

City or town, state or province, country, and ZIP or foreign postal code: FORT WORTH, TX 76118

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,963,733.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	3,039,823.			
2	Check ▶ [ ] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	11.	11.		ATCH 1
4	Dividends and interest from securities	63,591.	63,591.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	183,439.			
b	Gross sales price for all assets on line 6a 4,050,739.				
7	Capital gain net income (from Part IV, line 2)		183,439.		
8	Net short-term capital gain			66,496.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	3,286,864.	247,041.	66,496.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 3	3,500.	3,500.		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) [4]	1,336.	1,336.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	12,661.	12,603.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	17,497.	17,439.		
25	Contributions, gifts, grants paid	16,700.			16,700.
26	Total expenses and disbursements. Add lines 24 and 25	34,197.	17,439.	0.	16,700.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	3,252,667.			
b	**Net investment income** (if negative, enter -0-)		229,602.		
c	Adjusted net income (if negative, enter -0-)			66,496.	

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Form **990-PF** (2016)

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	767,819.	172,670.	172,670.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	1,005,823.	4,791,063.	4,791,063.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,773,642.	4,963,733.	4,963,733.
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	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	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	1,773,642.	4,963,733.	
	30	**Total net assets or fund balances** (see instructions)	1,773,642.	4,963,733.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,773,642.	4,963,733.	

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	1,773,642.
2	Enter amount from Part I, line 27a	2	3,252,667.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	1,659.
4	Add lines 1, 2, and 3	4	5,027,968.
5	Decreases not included in line 2 (itemize) ▶ ATCH 7	5	64,235.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,963,733.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	183,439.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	66,496.

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	20,325.	1,287,023.	0.015792
2014	108,150.	675,541.	0.160094
2013	8,800.	47,491.	0.185298
2012	5,975.	43,253.	0.138141
2011	10,450.	27,660.	0.377802

2	**Total** of line 1, column (d)	2	0.877127
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	0.175425
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,318,157.
5	Multiply line 4 by line 3	5	582,088.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,296.
7	Add lines 5 and 6	7	584,384.
8	Enter qualifying distributions from Part XII, line 4	8	16,700.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	4,592.
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	4,592.
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	4,592.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . 6a 1,496.		
b	Exempt foreign organizations - tax withheld at source . . . 6b		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c 7,500.		
d	Backup withholding erroneously withheld . . . 6d		
7	Total credits and payments Add lines 6a through 6d	7	8,996.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	78.
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	4,326.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 4,326. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RAMESH BHATIA Telephone no ▶ 214-969-1508

Located at ▶ 7101 ATCO DRIVE FORTH WORTH, TX ZIP+4 ▶ 76118

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
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		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.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . [ ] Yes [X] No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) . . . . . . [ ] Yes [X] 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 [X] No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . . **7b** No: X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0.	0.	0.

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

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

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

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		0.

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE ONLY CHARITABLE ACTIVITY DURING THE TAX YEAR WAS THE DIRECT CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS	
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.)

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	3,336,008.
b	Average of monthly cash balances	1b	32,679.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,368,687.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,368,687.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	50,530.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,318,157.
6	***Minimum investment return.*** Enter 5% of line 5	6	165,908.

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	165,908.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,592.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,592.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	161,316.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	161,316.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	161,316.

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	16,700.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	16,700.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	16,700.

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				161,316.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014 58,999.				
e From 2015				
f **Total** of lines 3a through e	58,999.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 16,700.				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				16,700.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	58,999.			58,999.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				85,617.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

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

1 Information Regarding Foundation Managers:

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

RAMESH & KALPANA BHATIA

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

ATCH 9

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

N/A

c Any submission deadlines:

THERE ARE NO SUBMISSION DEADLINES

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

NO RESTRICTIONS

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 10				
Total . . . . ▶ **3a**				16,700.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	63,602.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	183,439.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				247,041.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 247,041.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

RAMESH BHATIA | 09/15/2017 | PRESIDENT

Signature of officer or trustee: Ramesh Bhatia | Date: 7-13-17 | Title

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
BRANDY L ARBUTHNOT, CPA	Brandy L Arbuthnot	7/11/17		P00535650
Firm's name ▶ BDO USA, LLP			Firm's EIN ▶ 13-5381590	
Firm's address ▶ 600 NORTH PEARL ST; SUITE 1700 DALLAS, TX 75201			Phone no 214-969-7007	

JSA
6E1493 1 000

ORIGINAL

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

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization	**Employer identification number**
RAMESH & KALPANA BHATIA FAMILY FOUNDATION	20-5345499

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RAMESH BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	$ 3,039,823.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	MARKETABLE SECURITIES - DETAIL AVAILABLE UPON REQUEST	$ 3,039,823.	VAR

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

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

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

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

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

Name of organization RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-66.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					21,456.	
		ST - COMERICA - SEE ATTACHED PROPERTY TYPE: SECURITIES				D	VAR	VAR
2,219,724.		2,153,228.					66,496.	
		LT - COMERICA - SEE ATTACHED PROPERTY TYPE: SECURITIES				D	VAR	VAR
1,761,175.		1,663,530.					97,645.	
		FORM 6781 §1256 LOSS FROM K-1 - SHORT TE					VAR	VAR
		17.					-17.	
		FORM 6781 §1256 LOSS FROM K-1 - LONG TER					VAR	VAR
		25.					-25.	
		3773 POWERSHARES DB COMMODITY INDEX TRAC				P	03/28/2016	04/07/2016
48,450.		50,500.					-2,050.	
TOTAL GAIN(LOSS)							183,439.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
POWERSHARES DB COMMODITY INDEX TRACKING	11.	11.
TOTAL	11.	11.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS		63,591.	63,591.
	TOTAL	63,591.	63,591.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	3,500.	3,500.		
TOTALS	3,500.	3,500.		

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FOREIGN TAX		1,336.
	TOTALS	1,336.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	12,661.	12,603.
TOTALS	12,661.	12,603.

ATTACHMENT 6

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

DESCRIPTION		AMOUNT
TAX-EXEMPT INCOME		1,659.
	TOTAL	1,659.

ATTACHMENT 7

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

DESCRIPTION		AMOUNT
CHANGE IN MARKET VALUE		57,035.
FIT EXPENSE		7,200.
	TOTAL	64,235.

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RAMESH BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50			
KALPANA BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50			
NIRAJ BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50			
ANITA BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50			
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 9

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RAMESH & KALPANA BHATIA
7101 ATCO DRIVE
FT WORTH, TX 76118
817-595-2894

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

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EKAL VIDYALAYA FOUNDATION 3908 WESTHOLLOW PKWY HOUSTON, TX 77082	NONE PC	CHARITABLE / GENERAL SUPPORT	50
TEXAS ASSOCIATION FOR THE BLIND 3232 E ABRAM ST ARLINGTON, TX 76010	NONE PC	CHARITABLE / GENERAL SUPPORT	300
PATHFINDERS INTERNATIONAL 9 GALEN STREET SUITE 217 WATERTOWN, MA 02472	NONE PC	CHARITABLE / GENERAL SUPPORT	3,000
COMMUNITIES IN SCHOOLS GREATER TARRANT COUNTY 6707 BRENTWOOD STAIR ROAD FORT WORTH, TX 76112	NONE PC	CHARITABLE / GENERAL SUPPORT	2,000
DISABLED VETERANS NATIONAL FOUNDATION 4601 FORBES BLVD SUITE 130 LANHAM, MD 20706	NONE PC	CHARITABLE / GENERAL SUPPORT	50
DOCTORS WITHOUT BORDERS 333 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE PC	CHARITABLE / GENERAL SUPPORT	500

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF DALLAS 1845 E NORTHGATE DRIVE IRVING, TX 75062	NONE PC	CHARITABLE / GENERAL SUPPORT	1,000
ST. LABRE INDIAN SCHOOL 1000 TONGUE RIVER RD ASHLAND, MT 59003	NONE PC	CHARITABLE / GENERAL SUPPORT	100
THE LEUKEMIA AND LYMPHOMA SOCIETY 61 BROADWAY, SUITE 400 NEW YORK, NY 10006	NONE PC	CHARITABLE / GENERAL SUPPORT	200
SOUTH ASIAN COUNCIL FOR SOCIAL SERVICES 143-06 45TH AVENUE FLUSHING, NY 11355	NONE PC	CHARITABLE / GENERAL SUPPORT	500
VETERANS OF FOREIGN WAR 510 81ST ST NORTH BERGEN, NJ 07047	NONE PC	CHARITABLE / GENERAL SUPPORT	500
TARRANT FOOD BANK 2600 CULLEN STREET FORT WORTH, TX 76107	NONE PC	CHARITABLE / GENERAL SUPPORT	200

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEALS ON WHEELS - TARRANT COUNTY 5740 AIRPORT FREEWAY FORT WORTH, TX 76117	NONE PC	CHARITABLE / GENERAL SUPPORT	500
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD 2ND FLOOR BETHESDA, MD 20814	NONE PC	CHARITABLE / GENERAL SUPPORT	1,500
AMERICAN RED CROSS 4800 HARRY HINES BLVD DALLAS, TX 75235	NONE PC	CHARITABLE / GENERAL SUPPORT	500
SALVATION ARMY 8787 N. STEMMONS FREEWAY, SUITE 800 DALLAS, TX 75247	NONE PC	CHARITABLE / GENERAL SUPPORT	500
WOUNDED WARRIOR PROJECT PO BOX 758517 TOPEKA, KS 66675	NONE PC	CHARITABLE / GENERAL SUPPORT	50
TUBEROUS SCLEROSIS ALLIANCE 801 ROEDER ROAD, SUITE 750 SILVER SPRING, MD 20910	NONE PC	CHARITABLE / GENERAL SUPPORT	5,000

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN CANCER SOCIETY PO BOX 22478 OKLAHOMA CITY, OK 73123	NONE PC	CHARITABLE / GENERAL SUPPORT	250
		TOTAL CONTRIBUTIONS PAID	16,700

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
2841.945 AQR MANAGED FUTURES STR- I	09/04/2015	03/28/2016	28,931.00	31,858.20			-2,927.20
4369.81 AQR MANAGED FUTURES STR- I	10/13/2015	04/07/2016	45,795.61	48,818.80			-3,023.19
402. AT&T INC	10/04/2016	11/11/2016	14,637.22	16,045.83			-1,408.61
418. AT&T INC	10/04/2016	11/14/2016	15,115.02	14,745.80			369.22
146. AT&T INC	01/08/2016	11/15/2016	5,325.74	4,923.60			402.14
153. ADVANCE AUTO PARTS	10/26/2016	12/08/2016	26,963.01	22,374.54			4,588.47
4561.279 AMERICAN CENTURY INFLATION-ADJ BD FD INV	10/04/2016	11/09/2016	53,959.93	54,189.00			-229.07
9. AMERICAN RAILCAR INDS INC	09/04/2015	03/03/2016	385.57	360.52			25.05
8. AMERICAN RAILCAR INDS INC	09/04/2015	03/04/2016	340.07	320.46			19.61
61. AMERICAN RAILCAR INDS INC	09/04/2015	03/07/2016	2,613.53	2,443.52			170.01
7. AMERICAN RAILCAR INDS INC	09/04/2015	03/09/2016	296.95	280.40			16.55
29. AMERICAN RAILCAR INDS INC	09/04/2015	03/10/2016	1,171.00	1,161.67			9.33
58. AMERICAN RAILCAR INDS INC	09/04/2015	03/11/2016	2,401.65	2,323.35			78.30
421. AMPHENOL CORP CL A	11/04/2015	10/04/2016	27,042.55	23,193.35			3,849.20
566. CA INC	10/04/2016	12/08/2016	17,909.48	18,647.21			-737.73
256. CAPITAL ONE FINANCIAL CORP	10/04/2016	12/08/2016	23,169.61	18,668.85			4,500.76
444. CARNIVAL CORP	10/04/2016	12/08/2016	23,505.80	21,893.38			1,612.42
70. CELGENE CORP	10/26/2016	12/08/2016	7,838.42	6,897.80			940.62
29. COACH INC	01/07/2016	10/04/2016	1,057.97	959.44			98.53
89. CONAGRA INC	10/04/2016	12/08/2016	3,346.71	3,280.33			66.38
10. CONOCOPHILLIPS	09/04/2015	06/06/2016	453.36	471.30			-17.94
138. CONOCOPHILLIPS	03/02/2016	10/04/2016	5,875.91	4,824.99			1,050.92
199. CRACKER BARREL OLD CTRY STORE IN	10/26/2016	12/08/2016	33,593.39	26,312.78			7,280.61
6895.687 CREDIT SUISSE COMMODITY RETURN S	09/04/2015	01/15/2016	29,168.76	36,756.00			-7,587.24
711. DBX ETF TR EAFE CURRENCY-HEDGED EQUITY P	09/08/2015	04/07/2016	17,499.18	19,858.53			-2,359.35
8171. DBX ETF TR EAFE CURRENCY-HEDGED EQUITY P	04/11/2016	10/04/2016	216,535.76	205,229.12			11,306.64
110. DINEEQUITY INC	02/04/2016	11/17/2016	9,276.62	9,265.12			11.50
88. DINEEQUITY INC	10/04/2016	12/12/2016	7,475.22	7,226.71			248.51
53. DINEEQUITY INC	10/04/2016	12/16/2016	4,407.48	4,174.51			232.97
111. DINEEQUITY INC	12/19/2016	12/30/2016	8,548.45	8,757.08			-208.63
192. DOLLAR TREE INC	10/22/2015	10/04/2016	14,679.03	12,385.42			2,293.61
315. DOLLAR TREE INC	10/26/2016	12/08/2016	27,434.58	24,237.99			3,196.59
473. DONNELLEY R R & SONS CO	09/04/2015	01/11/2016	6,129.97	7,252.09			-1,122.12
Totals							

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DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
654. F N B CORP PA	09/04/2015	08/10/2016	7,984.83	8,059.60			-74.77
437. FEDERATED INVESTORS INC CL B	10/04/2016	10/26/2016	11,597.77	12,632.36			-1,034.59
110. FEDERATED INVESTORS INC CL B	10/04/2016	10/27/2016	2,884.38	3,179.77			-295.39
416. FIRSTMERIT CORPORATION	09/04/2015	01/28/2016	7,879.61	7,161.58			718.03
16. FIRSTMERIT CORPORATION	09/04/2015	01/29/2016	305.09	275.45			29.64
352. FORD MOTOR CO	09/04/2015	01/07/2016	4,550.89	4,867.49			-316.60
422. FORD MOTOR CO	09/04/2015	01/08/2016	5,430.78	5,705.44			-274.66
2499.499 GOLDMAN SACHS STRATEGIC INCOME FD	09/04/2015	03/28/2016	23,545.28	24,945.00			-1,399.72
72. GREIF INC CL A	10/04/2016	12/12/2016	3,960.72	3,430.79			529.93
32. GREIF INC CL A	10/04/2016	12/16/2016	1,719.22	1,524.79			194.43
39. GREIF INC CL A	10/04/2016	12/19/2016	2,063.16	1,858.34			204.82
21. GREIF INC CL A	10/04/2016	12/20/2016	1,132.37	1,000.65			131.72
145. GREIF INC CL A	10/04/2016	12/30/2016	7,478.54	6,909.22			569.32
24. INNOPHOS HLDGS INC	09/04/2015	03/03/2016	687.44	1,105.91			-418.47
46. INNOPHOS HLDGS INC	09/04/2015	03/04/2016	1,338.63	2,119.66			-781.03
10. INNOPHOS HLDGS INC	09/04/2015	03/09/2016	290.38	460.80			-170.42
3. INNOPHOS HLDGS INC	09/04/2015	03/10/2016	85.84	138.24			-52.40
41. INNOPHOS HLDGS INC	09/04/2015	03/11/2016	1,158.72	1,889.26			-730.54
14. INNOPHOS HLDGS INC	09/04/2015	03/14/2016	390.45	645.11			-254.66
71. INNOPHOS HLDGS INC	09/04/2015	03/15/2016	1,983.27	3,271.65			-1,288.38
299. ISHARES MSCI EMERGING MKT INDEX	12/02/2015	07/22/2016	10,731.75	9,805.63			926.12
36. KOHLS CORP	10/04/2016	12/08/2016	2,139.93	1,562.56			577.37
89. LSI INDS INC OHIO	09/04/2015	03/11/2016	957.97	833.14			124.83
7. LSI INDS INC OHIO	09/04/2015	03/14/2016	75.45	65.53			9.92
10. LSI INDS INC OHIO	09/04/2015	03/15/2016	104.72	93.61			11.11
31. LSI INDS INC OHIO	09/04/2015	03/16/2016	321.85	290.19			31.66
.333 LAMB WESTON HOLDINGS, INC	10/04/2016	12/09/2016	10.73	10.84			-0.11
363. LAS VEGAS SANDS CORP	06/07/2016	09/28/2016	20,632.47	16,981.16			3,651.31
214. MERCK & CO INC NEW	10/04/2016	12/08/2016	12,818.03	13,310.80			-492.77
196. MIDDLEBY CORP	02/29/2016	10/04/2016	23,969.11	18,145.05			5,824.06
284. MIDDLEBY CORP	10/26/2016	12/08/2016	40,483.00	31,681.85			8,801.15
5097.452 NEUBERGER BERMAN ALTERNATIVE FDS ABSOLUTE RETURN MM FUN	09/04/2015	02/04/2016	50,515.75	55,093.08			-4,577.33
2266.526 OBERWEIS FDS INTER OPPORTUNITIES	04/11/2016	07/22/2016	48,277.00	47,135.73			1,141.27
Totals							

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DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
893. OLIN CORP COM PAR $1	10/28/2016	12/08/2016	23,546.64	19,743.62			3,803.02
2501.122 OPPENHEIMER REAL ESTATE FD	03/28/2016	04/07/2016	69,331.10	67,529.00			1,802.10
86. PACWEST BANCORP	06/17/2015	06/06/2016	3,559.37	4,052.11			-492.74
32520.823 ROWE T PRICE T/F HIGH YLD FD INC COM	04/07/2016	10/04/2016	400,656.54	395,128.00			5,528.54
87. PRINCIPAL FINANCIAL GROUP	08/03/2015	01/07/2016	3,595.34	4,852.39			-1,257.05
155. PRINCIPAL FINANCIAL GROUP	09/04/2015	01/08/2016	6,272.90	7,854.99			-1,582.09
68. PRINCIPAL FINANCIAL GROUP	09/04/2015	01/12/2016	2,669.80	3,220.48			-550.68
7782.562 BOSTON PARTNERS ROBECO BP GL LG/SH EQ-IN	02/04/2016	04/07/2016	82,650.81	81,316.00			1,334.81
15. REGAL ENTERTAINMENT GROUP CL A	11/10/2015	07/07/2016	325.23	298.97			26.26
325. REGAL ENTERTAINMENT GROUP CL A	12/15/2015	07/08/2016	7,069.70	6,370.15			699.55
465. REGAL ENTERTAINMENT GROUP CL A	12/15/2015	07/11/2016	10,176.91	8,753.40			1,423.51
193. REGAL ENTERTAINMENT GROUP CL A	12/14/2015	07/12/2016	4,263.61	3,583.73			679.88
250. RYDER SYSTEMS INC	11/01/2016	12/08/2016	21,113.03	17,360.29			3,752.74
73. STEELCASE INC	03/10/2016	09/19/2016	1,016.62	1,051.88			-35.26
135. STEELCASE INC	03/10/2016	09/20/2016	1,739.07	1,939.95			-200.88
11642. TEMPLETON INTERNATIONAL BOND FUND-AD	10/04/2016	11/09/2016	119,110.96	115,984.41			3,126.55
227. THERMO ELECTRON CORP	11/04/2015	10/04/2016	35,665.46	30,645.90			5,019.56
120. 3M CO	11/04/2015	10/04/2016	20,596.95	19,094.65			1,502.30
11370.522 VANGUARD SHORT-TERM INVESTMENT-GRADE ADM	10/04/2016	11/09/2016	121,892.00	122,346.82			-454.82
8293.361 VIRTUS SMALL - CAP SUSTA GRW - I	10/27/2016	12/08/2016	170,345.63	157,736.00			12,609.63
2678. WISDOMTREE INTL L/C DVD FUND	09/04/2015	04/07/2016	108,445.38	115,181.05			-6,735.67
359. TE CONNECTIVITY LTD	10/04/2016	12/08/2016	25,290.98	22,856.71			2,434.27
Totals			2,219,723.71	2,153,228.47			66,495.24

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
5474.409 AQR MANAGED FUTURES STR- I	03/09/2015	04/07/2016	57,371.80	61,368.12			-3,996.32
22. AMERICAN RAILCAR INDS INC	01/22/2015	02/23/2016	832.22	1,645.52			-813.30
53. AMERICAN RAILCAR INDS INC	01/22/2015	02/24/2016	1,972.90	2,751.18			-778.28
15. AMERICAN RAILCAR INDS INC	01/22/2015	02/25/2016	571.84	740.34			-168.50
17. AMERICAN RAILCAR INDS INC	02/06/2014	03/02/2016	721.42	817.35			-95.93
38. AMERICAN RAILCAR INDS INC	02/06/2014	03/03/2016	1,627.94	1,827.01			-199.07
70. B & G FOODS HLDGS CORP CLASS A	12/10/2014	06/06/2016	3,094.76	1,969.76			1,125.00
62. B & G FOODS HLDGS CORP CLASS A	12/10/2014	06/07/2016	2,751.04	1,744.64			1,006.40
18. B & G FOODS HLDGS CORP CLASS A	12/10/2014	06/08/2016	814.46	506.51			307.95
262. B & G FOODS HLDGS CORP CLASS A	03/09/2015	10/04/2016	12,690.58	7,193.43			5,497.15
161. BERKSHIRE HATHAWAY CL B	11/04/2015	12/08/2016	26,464.65	22,170.81			4,293.84
131. CISCO SYS INC	09/04/2015	10/04/2016	4,090.38	3,341.70			748.68
60. CONAGRA INC	09/12/2014	06/06/2016	2,773.43	1,941.00			832.43
20. CONAGRA INC	09/12/2014	06/07/2016	928.83	647.00			281.83
363. CONAGRA INC	09/12/2014	12/08/2016	13,650.05	9,071.51			4,578.54
100. CONOCOPHILLIPS	01/22/2015	06/06/2016	4,533.63	7,655.99			-3,122.36
165. CONOCOPHILLIPS	09/04/2015	10/04/2016	7,025.54	7,776.45			-750.91
906. CORNING INCORPORATED	09/12/2014	12/08/2016	22,533.80	18,747.04			3,786.76
3530. DBX ETF TR EAFE CURRENCY-HEDGED EQUITY F	03/09/2015	04/07/2016	86,880.58	104,935.61			-18,055.03
4742. DBX ETF TR EAFE CURRENCY-HEDGED EQUITY F	09/08/2015	10/04/2016	125,665.47	127,815.40			-2,149.93
164. DOLLAR TREE INC	07/31/2015	12/08/2016	14,283.41	11,681.54			2,601.87
85. DONNELLEY R R & SONS CO	08/27/2014	01/07/2016	1,140.70	1,482.89			-342.19
194. DONNELLEY R R & SONS CO	02/06/2014	01/08/2016	2,498.46	3,373.44			-874.98
161. DONNELLEY R R & SONS CO	09/26/2014	01/11/2016	2,086.52	2,641.39			-554.87
560. F N B CORP PA	09/26/2014	08/10/2016	6,837.17	7,060.82			-223.65
494. FASTENAL CO	04/02/2015	12/08/2016	24,259.37	20,321.29			3,938.08
96. FEDERATED INVESTORS INC CL B	04/21/2015	10/27/2016	2,517.26	3,278.21			-760.95
409. FEDERATED INVESTORS INC CL B	09/04/2015	10/28/2016	10,927.85	12,461.69			-1,533.84
400. FIRSTMERIT CORPORATION	09/26/2014	01/28/2016	7,576.54	7,773.42			-196.88
400. FORD MOTOR CO	09/26/2014	01/07/2016	5,171.46	6,553.60			-1,382.14
352. GALLAGHER ARTHUR J & CO	01/22/2015	12/08/2016	17,682.65	16,104.71			1,577.94
2203.478 GOLDMAN SACHS STRATEGIC INCOME FD	09/26/2014	03/28/2016	20,756.77	23,322.60			-2,565.83
144. GREIF INC CL A	01/22/2015	09/28/2016	7,112.62	6,630.04			482.58
Totals							

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
25. GREIF INC CL A	01/22/2015	11/14/2016	1,346.91	1,021.68			325.23
199. GREIF INC CL A	09/04/2015	11/17/2016	11,393.36	6,576.82			4,816.54
409. GREIF INC CL A	01/22/2015	12/08/2016	22,183.38	18,430.44			3,752.94
144. GREIF INC CL A	09/04/2015	12/12/2016	7,921.44	5,444.85			2,476.59
64. INNOPHOS HLDGS INC	07/31/2014	03/02/2016	1,835.40	3,787.10			-1,951.70
49. INNOPHOS HLDGS INC	09/26/2014	03/03/2016	1,403.53	2,810.06			-1,406.53
1790. ISHARES MSCI EMERGING MKT INDEX	01/22/2015	07/22/2016	64,246.89	73,318.40			-9,071.51
3634. ISHARES MSCI EMERGING MKT INDEX	09/04/2015	10/04/2016	135,399.88	120,532.22			14,867.66
34. ISHARES MSCI EMERGING MKT INDEX	09/04/2015	12/08/2016	1,234.34	1,089.36			144.98
54. KELLOGG CO	01/22/2015	06/06/2016	4,022.53	3,356.01			666.52
6. KELLOGG CO	09/04/2015	10/04/2016	458.75	397.56			61.19
38. KELLOGG CO	09/04/2015	12/08/2016	2,742.02	2,517.88			224.14
14. KOHLS CORP	09/04/2015	11/14/2016	759.83	746.24			13.59
124. KOHLS CORP	09/04/2015	12/08/2016	7,370.87	6,243.20			1,127.67
37. LSI INDS INC OHIO	02/06/2014	03/02/2016	399.77	289.23			110.54
38. LSI INDS INC OHIO	02/06/2014	03/03/2016	417.47	297.05			120.42
110. LSI INDS INC OHIO	09/26/2014	03/04/2016	1,203.31	820.96			382.35
21. LSI INDS INC OHIO	09/26/2014	03/07/2016	230.70	131.46			99.24
3. LSI INDS INC OHIO	09/26/2014	03/09/2016	33.69	18.78			14.91
7. LSI INDS INC OHIO	09/26/2014	03/10/2016	76.47	43.82			32.65
4. LSI INDS INC OHIO	09/26/2014	03/11/2016	43.06	25.04			18.02
156. LAMB WESTON HOLDINGS, INC	11/04/2015	12/08/2016	5,556.59	4,221.93			1,334.66
120. MATTEL INC	12/11/2014	06/06/2016	3,778.93	3,641.14			137.79
23. MATTEL INC	01/22/2015	11/14/2016	730.20	594.79			135.41
127. MC CORMICK & CO	02/26/2014	12/08/2016	11,619.43	8,890.24			2,729.19
32. MERCK & CO INC NEW	01/22/2015	12/08/2016	1,916.72	1,916.92			-0.20
30. NORFOLK SOUTHERN CORP	01/22/2015	10/04/2016	2,876.36	3,125.75			-249.39
194. NORFOLK SOUTHERN CORP	09/04/2015	12/08/2016	21,296.79	15,551.58			5,745.21
7350.586 NORTHERN SMALL CAP FD	04/02/2015	12/08/2016	184,279.19	159,434.21			24,844.98
157. OLD REP INTL CORP	09/26/2014	06/06/2016	2,967.31	2,290.47			676.84
54. OLD REP INTL CORP	09/26/2014	06/07/2016	1,022.00	777.60			244.40
600. OLD REP INTL CORP	09/26/2014	12/08/2016	11,005.73	8,768.53			2,237.20
567.133 OPPENHEIMER REAL ESTATE FD	03/09/2015	04/07/2016	15,720.93	16,373.12			-652.19
Totals							

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
22. PBF ENERGY INC	09/12/2014	11/14/2016	571.86	537.91			33.95
15. PACWEST BANCORP	06/11/2015	11/14/2016	744.69	706.20			38.49
231. PACWEST BANCORP	09/04/2015	12/08/2016	12,744.43	9,987.00			2,757.43
110. PEPSICO INC	05/13/2013	10/04/2016	11,779.04	9,166.98			2,612.06
30. PEPSICO INC	02/26/2014	12/08/2016	3,063.83	2,368.26			695.57
14519.87 ROWE T PRICE T/F HIGH YLD FD INC COM	01/07/2014	10/04/2016	178,884.80	166,637.67			12,247.13
128. PROLOGIS INC (REIT)	08/13/2015	10/04/2016	6,543.68	5,275.70			1,267.98
159. PROLOGIS INC (REIT)	08/11/2015	10/26/2016	8,258.76	6,547.98			1,710.78
2418.302 BOSTON PARTNERS ROBECO BP GL LG/SH EQ-IN	03/09/2015	03/28/2016	25,634.00	24,981.06			652.94
1707.564 BOSTON PARTNERS ROBECO BP GL LG/SH EQ-IN	03/09/2015	04/07/2016	18,134.33	17,639.14			495.19
47. RAYTHEON COMPANY	09/26/2014	06/06/2016	6,283.49	4,662.69			1,620.80
53. RAYTHEON COMPANY	09/04/2015	10/04/2016	7,261.37	5,443.63			1,817.74
4. STEELCASE INC	09/12/2014	08/10/2016	57.17	62.24			-5.07
16. STEELCASE INC	09/12/2014	08/12/2016	227.19	248.94			-21.75
35. STEELCASE INC	09/12/2014	08/15/2016	500.26	544.56			-44.30
35. STEELCASE INC	09/12/2014	08/16/2016	497.11	544.56			-47.45
35. STEELCASE INC	09/12/2014	08/17/2016	493.01	544.56			-51.55
23. STEELCASE INC	09/12/2014	08/18/2016	325.29	357.86			-32.57
23. STEELCASE INC	09/12/2014	08/19/2016	327.97	357.85			-29.88
23. STEELCASE INC	09/12/2014	08/22/2016	328.94	357.86			-28.92
23. STEELCASE INC	09/12/2014	08/23/2016	332.19	357.85			-25.66
29. STEELCASE INC	09/12/2014	08/24/2016	416.87	451.21			-34.34
29. STEELCASE INC	09/12/2014	08/25/2016	419.00	451.21			-32.21
29. STEELCASE INC	09/12/2014	08/26/2016	421.36	451.21			-29.85
29. STEELCASE INC	09/12/2014	08/29/2016	424.88	451.21			-26.33
30. STEELCASE INC	09/12/2014	08/30/2016	442.61	466.77			-24.16
28. STEELCASE INC	09/12/2014	08/31/2016	414.64	435.65			-21.01
41. STEELCASE INC	09/12/2014	09/01/2016	602.28	637.91			-35.63
31. STEELCASE INC	09/12/2014	09/02/2016	459.95	482.33			-22.38
15. STEELCASE INC	09/12/2014	09/06/2016	220.46	233.38			-12.92
31. STEELCASE INC	09/12/2014	09/07/2016	458.73	482.33			-23.60
31. STEELCASE INC	09/12/2014	09/08/2016	456.90	482.33			-25.43
33. STEELCASE INC	09/12/2014	09/09/2016	473.87	513.44			-39.57
Totals							

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
30. STEELCASE INC	09/12/2014	09/12/2016	424.32	466.77			-42.45
38. STEELCASE INC	09/12/2014	09/13/2016	532.55	591.24			-58.69
49. STEELCASE INC	09/12/2014	09/14/2016	682.46	762.38			-79.92
43. STEELCASE INC	09/12/2014	09/15/2016	600.95	669.03			-68.08
77. STEELCASE INC	09/12/2014	09/16/2016	1,065.27	1,198.04			-132.77
34. STEELCASE INC	09/12/2014	09/20/2016	437.99	529.00			-91.01
73. STEELCASE INC	09/12/2014	09/21/2016	933.75	1,135.80			-202.05
563. SUMMIT HOTEL PROPERTIES INC (REIT)	09/26/2014	10/04/2016	7,362.13	5,908.78			1,453.35
422. TJX COMPANIES INC NEW	11/04/2015	12/08/2016	32,782.90	29,433.27			3,349.63
1. TAL INTL GROUP INC	03/10/2014	01/07/2016	14.25	44.06			-29.81
7. TAL INTL GROUP INC	03/10/2014	01/08/2016	99.53	234.59			-135.06
1. TAL INTL GROUP INC	03/10/2014	01/12/2016	12.50	44.06			-31.56
21. TAL INTL GROUP INC	09/26/2014	01/13/2016	228.42	911.75			-683.33
16. TAL INTL GROUP INC	09/26/2014	01/14/2016	174.43	669.12			-494.69
8. TAL INTL GROUP INC	09/26/2014	01/15/2016	77.33	334.56			-257.23
8. TAL INTL GROUP INC	09/26/2014	01/19/2016	78.00	334.56			-256.56
4. TAL INTL GROUP INC	09/26/2014	01/21/2016	43.74	167.28			-123.54
8. TAL INTL GROUP INC	09/26/2014	01/22/2016	95.66	334.56			-238.90
8. TAL INTL GROUP INC	09/26/2014	01/25/2016	87.40	334.56			-247.16
16. TAL INTL GROUP INC	09/26/2014	01/26/2016	178.03	564.18			-386.15
20. TAL INTL GROUP INC	02/06/2014	01/27/2016	224.64	686.48			-461.84
16. TAL INTL GROUP INC	02/06/2014	01/28/2016	174.02	549.18			-375.16
8. TAL INTL GROUP INC	02/06/2014	01/29/2016	88.98	274.59			-185.61
22. TAL INTL GROUP INC	02/06/2014	02/01/2016	244.16	755.13			-510.97
14437.639 VIRTUS SMALL - CAP SUSTA GRW - I	04/02/2015	10/04/2016	281,389.58	254,679.96			26,709.62
937. WESTERN UN CO	12/01/2015	12/08/2016	20,672.95	18,014.34			2,658.61
1723. WISDOMTREE INTL L/C DVD FUND	01/22/2015	09/28/2016	74,521.74	82,676.77			-8,155.03
150. CHUBB LTD	05/13/2013	10/04/2016	18,438.50	13,739.85			4,698.65
22. CHUBB LTD	01/22/2015	12/08/2016	2,911.70	2,194.90			716.80
72. SCORPIO TANKERS INC	10/06/2014	01/26/2016	410.08	634.21			-224.13
108. SCORPIO TANKERS INC	10/06/2014	01/27/2016	642.02	951.31			-309.29
Totals			1,761,174.82	1,663,530.24			97,644.58

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XG900 3.000

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Comerica

Bhatia Fdn - Growth

Transactions As of Sep 6, 2016

Date	Account	Transaction	Description	Units	Per Unit	Amount	Accrued
Sep 6, 2016	[redacted]5678	Transfer In	T. Rowe Price Tax-Free High Yield | PRFHX	3,895 758	$ 12 40	$ 48,307 40	
Sep 6, 2016	[redacted]5678	Transfer In	Virtus Small-Cap Sustainable Growth I | PXSGX	14,437.639	19.31	278,790 81	
Sep 6, 2016	[redacted]5678	Transfer In	Amphenol Corp | APH	421.000	62 58	26,346 18	
Sep 6, 2016	[redacted]5678	Transfer In	B&G Foods Inc | BGS	698.000	48 16	33,615 68	
Sep 6, 2016	[redacted]5678	Transfer In	Cisco Systems Inc | CSCO	750.000	31 83	23,872.50	
Sep 6, 2016	[redacted]5678	Transfer In	Coach Inc | COH	512.000	38 15	19,532.80	
Sep 6, 2016	[redacted]5678	Transfer In	ConocoPhillips | COP	710 000	40.92	29,053.20	
Sep 6, 2016	[redacted]5678	Transfer In	Deutsche X-trackers MSCI EAFE Hedged Eq | DBEF	11,253 000	26.62	299,554.86	
Sep 6, 2016	[redacted]5678	Transfer In	Dollar Tree Inc | DLTR	192 000	83 11	15 957.12	
Sep 6, 2016	[redacted]5678	Transfer In	iShares MSCI Emerging Markets | EEM	6,558.000	37.41	245 334 78	
Sep 6, 2016	[redacted]5678	Transfer In	Kellogg Co | K	160 000	82.42	13,187 20	
Sep 6, 2016	[redacted]5678	Transfer In	Merck & Co Inc | MRK	100.000	62 98	6,298 00	
Sep 6, 2016	[redacted]5678	Transfer In	The Middleby Corp | MIDD	196.000	128 74	25,233 04	
Sep 6, 2016	[redacted]5678	Transfer In	Norfolk Southern Corp | NSC	230,000	94 16	21,656 80	
Sep 6, 2016	[redacted]5678	Transfer In	Old Republic International Corp | ORI	510.000	19 25	9,817 50	
Sep 6, 2016	[redacted]5678	Transfer In	PepsiCo Inc | PEP	110.000	107.87	11,865 70	
Sep 6 2016	[redacted]5678	Transfer In	Prologis Inc | PLD	283.000	53.98	15,276.34	
Sep 6, 2016	[redacted]5678	Transfer In	Raytheon Co | RTN	124 000	140 13	17,376.12	
Sep 6, 2016	[redacted]5678	Transfer In	Starwood Property Trust Inc | STWD	624 000	23.15	14,445.60	
Sep 6, 2016	[redacted]5678	Transfer In	Summit Hotel Properties Inc | INN	1,940 000	13.94	27,043.60	
Sep 6, 2016	[redacted]5678	Transfer In	Thermo Fisher Scientific Inc | TMO	227.000	151.18	34,317.86	
Sep 6, 2016	[redacted]5678	Transfer In	3M Co | MMM	120,000	180.81	21,697 20	
Sep 6, 2016	[redacted]5678	Transfer In	WisdomTree International LargeCp Div ETF | DOL	1,647.000	43 80	72,138.60	
Sep 6, 2016	[redacted]5678	Transfer In	Chubb Ltd | CB	150.000	127 81	19,171 50	
Sep 6, 2016	[redacted]5678	Transfer In	T Rowe Price Tax-Free High Yield | PRFHX	43,144.935	12 40	534,997.19	
Sep 6 2016	[redacted]5678	Transfer In	Deutsche X-trackers MSCI EAFE Hedged Eq | DBEF	5,298.000	26.62	141,032.76	
Sep 6, 2016	[redacted]5678	Transfer In	Kellogg Co | K	80.000	82.42	6,593 60	
Sep 6, 2016	[redacted]5678	Transfer In	Prologis Inc | PLO	260,000	53.98	14,034.80	
Sep 6, 2016	[redacted]5678	Transfer In	Raytheon Co | RTN	60 000	140.13	8,407.80	
Total						2,034,956.54	

BHATIA FAMILY FDN IMA Reports: BHATIA FAMILY FDN IMA [redacted]5678

Comerica Wealth Management

Bhatia Fdn - Growth

Transactions As of Dec 1, 2016

Date	Account	Transaction	Description	Units	Per Unit	Amount	Accrued
Dec 1, 2016	[redacted]5678	Transfer In	Advance Auto Parts Inc | AAP	153.000	$ 169.72	$ 25,967.16	
Dec 1, 2016	[redacted]5678	Transfer In	Berkshire Hathaway Inc B | BRK.B	161.000	157.44	25,347.84	
Dec 1, 2016	[redacted]5678	Transfer In	CA Inc | CA	753.000	31 96	24,065.88	
Dec 1, 2016	[redacted]5678	Transfer In	Capital One Financial Corp | COF	347.000	84 04	29,161 88	
Dec 1, 2016	[redacted]5678	Transfer In	Carnival Corp | CCL	572 000	51.41	29,406 52	
Dec 1, 2016	[redacted]5678	Transfer In	Celgene Corp | CELG	70 000	118.51	8,295 70	
Dec 1, 2016	[redacted]5678	Transfer In	Cisco Systems Inc | CSCO	41.000	29.82	1,222.62	
Dec 1, 2016	[redacted]5678	Transfer In	Corning Inc | GLW	1,170.000	24.03	28,115.10	
Dec 1, 2016	[redacted]5678	Transfer In	Cracker Barrel Old Country Store Inc | CBRL	199.000	162.74	32,385.26	
Dec 1, 2016	[redacted]5678	Transfer In	Dollar Tree Inc | DLTR	479.000	88 16	42,228 64	
Dec 1, 2016	[redacted]5678	Transfer In	Fastenal Co | FAST	494 000	47.40	23,415 60	
Dec 1 2016	[redacted]5678	Transfer In	Arthur J Gallagher & Co | AJG	470 000	50.35	23,664.50	
Dec 1, 2016	[redacted]5678	Transfer In	Greif Inc | GEF	497.000	51.37	25,530.89	
Dec 1, 2016	[redacted]5678	Transfer In	Kellogg Co | K	120.000	72 00	8,640.00	
Dec 1, 2016	[redacted]5678	Transfer In	Kohl's Corp | KSS	258.000	53.83	13,888.14	
Dec 1, 2016	[redacted]5678	Transfer In	McCormick & Co Inc Non-Voting | MKC	127 000	91.20	11,582.40	
Dec 1, 2016	[redacted]5678	Transfer In	Merck & Co Inc | MRK	343.000	61 19	20,988 17	
Dec 1, 2016	[redacted]5678	Transfer In	The Middleby Corp | MIDD	284.000	136.98	38,902.32	
Dec 1, 2016	[redacted]5678	Transfer In	Norfolk Southern Corp | NSC	267.000	106 46	28,424.82	
Dec 1, 2016	[redacted]5678	Transfer In	Old Republic International Corp | ORI	961.000	17 87	17,173.07	
Dec 1 2016	[redacted]5678	Transfer In	Olin Corp | OLN	1,207 000	26 00	31,382.00	
Dec 1, 2016	[redacted]5678	Transfer In	PacWest Bancorp | PACW	381.000	51.25	19,526.25	
Dec 1, 2016	[redacted]5678	Transfer In	PepsiCo Inc | PEP	30 000	100.10	3,003.00	
Dec 1, 2016	[redacted]5678	Transfer In	Raytheon Co | RTN	13.000	149.54	1,944 02	
Dec 1, 2016	[redacted]5678	Transfer In	Ryder System Inc | R	365.000	78 30	28,579.50	
Dec 1, 2016	[redacted]5678	Transfer In	TJX Companies Inc | TJX	422.000	78 34	33,059.48	
Dec 1, 2016	[redacted]5678	Transfer In	The Western Union Co | WU	1,214 000	21.03	25 530 42	
Dec 1, 2016	[redacted]5678	Transfer In	Chubb Ltd | CB	22 000	128.00	2,816.00	
Dec 1, 2016	[redacted]5678	Transfer In	TE Connectivity Ltd | TEL	459.000	67.64	31,046 76	
Dec 1, 2016	[redacted]5678	Transfer In	Northern Small Cap Value | NOSGX	7,350 586	23.76	174,649.92	
Dec 1, 2016	[redacted]5678	Transfer In	Virtus Small-Cap Sustainable Growth I | PXSGX	8,293.361	19.90	165,037 88	
Total						974,981.74	

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Due to a change in providers of product due diligence and research that Comerica subscribes to, some products' (mutual funds, ETFs or separate account managers) asset classifications have changed and therefore, may differ from the asset classifications previously reported

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The Model Weighted Average Net Expense Ratio only applies to the portion of the model that is comprised of mutual funds and ETFs. It does not include common trust funds, if any that are used in your portfolio For common trust fund expense information, see your Investment Strategist.

[redacted]5678: Bhatia Fdn - Growth

BHATIA FAMILY FDN IMA

Comerica Wealth Management

Transactions

Transaction Date	Type	Ticker	Units	Amount
Totals			788	$ 29,884.90
Dec 12, 2016	Secs In	LW	197	7,166.86
Dec 12, 2016	Secs In	CAG	591	22,718 04