EXTENDED TO NOVEMBER 15, 2017 Return of Private Foundation

Form **990-PF**

Department of the Treasury Internal Revenue Service or Section 4947(a)(1) Trust Treated as Private Foundation

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

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

2016

For calendar year 2016 or tax year beginning , and ending Name of foundation A Employer identification number 20-5856025 JIM THOMPSON FOUNDATION Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 1717 MAIN STREET l3900 214-989-6150 City or town, state or province, country, and ZIP or foreign postal code C if exemption application is pending, check here DALLAS, TX 75201 G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change X Name change X Section 501(c)(3) exempt private foundation H Check type of organization; E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method; X Cash F If the foundation is in a 60-month termination Other (specify) (from Part II, col (c), line 16) under section 507(b)(1)(B), check here 398,810. (Part I, column (d) must be on cash basis) ▶\$ Part I | Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books income ıncome Contributions, gifts, grants, etc., received 2 Check X if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less re RECE b Less Cost of goods sold c Gross profter (loss) V 1 4 2017 11 Other income 12 Total. Add lines-1-through-1-0 0 0. 13 Compensation of officers directors trustees et 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion ,20 Occupancy 21 Travel, conferences, and meetings :22 Printing and publications STMT 1 80 80 0 23 Other expenses 24 Total operating and administrative 80 80. 0 expenses, Add lines 13 through 23 :25 220,078. 220,078. Contributions, gifts, grants paid 26 Total expenses and disbursements. 220,158 80 0 220,078. Add lines 24 and 25 27 Subtract line 26 from line 12: <220,158. 2 Excess of revenue over expenses and disbursements 0. b Net investment income (if negative, enter -0-) 0. c Adjusted net income (if negative, enter -0-)

Form **990-PF** (2016)

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

Part III Balance Sheets shock contents in solution in retrainments	ᇤ		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of year		
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	<u>.</u>	rota	nici assets vi tunu valances at enu vi year (ilile 4 minus ilile 3) - Part II, Co	numm (b), mie 30			

		nd(s) of property sold (e. or common stock, 200 st			(#) h	low acquired - Purchase - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
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	NE	 			<u> </u>	_			
C					}				
d e					├		+-		
(e) Gross sales price	(f)	Depreciation allowed (or allowable)		st or other basis expense of sale				(h) Gain or (loss (e) plus (f) minus	
a									
b									
C	<u> </u>		<u> </u>		_				
<u>d</u>	∔		· 		_				
Complete only for assets show	IDO GOID ID	oolumn (h) and owned by	the foundation	00 10/21/60			(1) ((0.1.(h)	
Complete only for assets show		(j) Adjusted basis	-				(I) to	Gains (Col. (h) gair k), but not less tha	ı mınus ın -0-) o r
(i) F.M.V. as of 12/31/69	1	as of 12/31/69		cess of col. (1) col. (j), if any	- 1			Losses (from col.	(h))
	 		+	VIII 7	\dashv				
<u>a</u> b	 		 	 _	\dashv				
C .	†		 		\dashv				
d					\neg				
e									
		∫ If gain, also ente	er in Part I. line	7	ì				
Capital gain net income or (net o	apital loss		0- in Part I, line	7	ŊL	2			
Net short-term capital gain or (lo	oss) as def	•			[[<u> </u>	<u>-</u>
If gain, also enter in Part I, line 8			()-		JI				
If (loss), enter -0- in Part I, line 8		10.10/ 1.7			Д.	3			
Part V Qualification l							Inco	<u>me</u>	
For optional use by domestic priva	te foundati	ons subject to the section	4940(a) tax or	net investment in	come.	.)			
f section 4940(d)(2) applies, leave	this part bl	ank.							
					10				Yes X No
Vas the foundation liable for the sec				•	100?				Yes _ANO
"Yes," the foundation does not qua Enter the appropriate amount in					ntries				
(a) Base period years	1	(b)		Toro making any o	(c)				(d) bution ratio
Base period years Calendar year (or tax year beginn	nua iu)	Adjusted qualifying di	stributions	Net value of no		table-use as	ssets	Distri (col. (b) di	bution ratio vided by col. (c))
2015	<u>.</u>	13	32,732.			687,2	72.	(****()	.19312
2014			51,225.			835,9		·	.19285
2013			36,134.			974,4			.13970
2012			29,310.			238,4	89.		3.05804
2011		99	99,655.			403,1	35.		2.47970
Total of line 1, column (d)				-	_			2	6.06343
Average distribution ratio for the	-		on line 2 by 5,	or by the number	of yea	ırs			
the foundation has been in exist	ence if less	than 5 years						3	1.21268
Enter the net value of noncharita	ıble-use as	sets for 2016 from Part X	, lıne 5					4	488,506
Multiply line 4 by line 3								5	592,405
Enter 1% of net investment inco	me (1% of	Part I, line 27b)						6	0
Add lines 5 and 6								7	592,405
Enter qualifying distributions fro	m Part XII,	line 4						8	220,078
If line 8 is equal to or greater tha	ın line 7, cl	neck the box in Part VI, lin	e 1b, and comp	plete that part usin	g a 1%	6 tax rate.		· · ·	

Form 990-PF (2016) JIM THOMPSON FOUNDATION [Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4		5856			Page 4
1a Exempt operating foundations described in section 4940(d)(2), check here \(\bigcup \) and enter "N/A" on line 1.	1940	- See i	nstr	ICUO	ns)
Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		ì			-
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here				-	~ō.
of Part I, line 27b	⊢ <u>'</u>	 			<u> </u>
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	Į.	Į .			}
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			-	~ O • ·
3 Add lines 1 and 2	3	† 			0.
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	_			0.
6 Credits/Payments:	- -	 			
a 2016 estimated tax payments and 2015 overpayment credited to 2016					1
b Exempt foreign organizations - tax withheld at source 6b	┨	1			1
c Tax paid with application for extension of time to file (Form 8868) 6c	1	ł			1
d Backup withholding erroneously withheld 6d	1				
7 Total credits and payments. Add lines 6a through 6d	7				0.
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8	 			.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	├			0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	-			••
11 Enter the amount of line 10 to be; Credited to 2017 estimated tax	11	 			
Part VII-A Statements Regarding Activities	!!				
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene			Γ	Yes	No
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	1)2		1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials publis	•	r	 -		 -
distributed by the foundation in connection with the activities	nea o				İ
c Did the foundation file Form 1120-POL for this year?			1 c	-	x
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			-10		
(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.					
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	-				
managers. > \$ 0.					į
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		X '
If "Yes," attach a detailed description of the activities			<u> </u>		 -
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation,	nr				t
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?	N	I/A	4b		 -
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		-,	5	-	X
If "Yes," attach the statement required by General Instruction T			Ť		
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.	alaw				
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 X\	,		7	Х	_
					_
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NONE					
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			8ь	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 cale	ndar				
year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV			9	-	Х
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		X
		For	m 99 0)-PF	(2016)

P	Statements negaring 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		1	
	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	Х	
	Website address WWW.JATF.US			
14	The books are in care of ► WHITLEY PENN Telephone no. ► (214)	393	-93	00
	Located at ▶8343 DOUGLAS AVE STE 400, DALLAS, TX ZIP+4 ▶75	225		
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	N	/A	
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	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	Ì		
Pa	art 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
18	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?		1	'
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			1
	a disqualified person? X Yes No	ł		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			'
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		ļ	
	(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)?	i l		
	(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		- 1	
	termination of government service, if terminating within 90 days.)		l	
t	o 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	~	$\bar{\mathbf{X}}$
	Organizations relying on a current notice regarding disaster assistance check here			
(Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			1
	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	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	\	l	
	before 2016?		ı	
	If "Yes," list the years >	i I		
t	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	1 1	ļ	
	statement - see instructions.) N/A	2ь		
(: 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	ll	l	
	during the year? $igsquare$ Yes $ar{\mathbf{X}}$ No	i		
t	olf "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		ł	
	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,		ı	-
	Form 4720, to determine if the foundation had excess business holdings in 2016) N/A	3ь		
48	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
t	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
	For	m 990	-PF (2016)

Form **990-PF** (2016)

Form 990-PF (2016) JIM THOMPSON FOUNDATION	20-	-5856025 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)	ion Managers, Highly	
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
NONE		
	1	
	7	
	7	i
	 	
	1	
		
	1	
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 statistic number of organizations and other beneficiaries served, conferences convened, research papers produ	al information such as the ced, etc.	Expenses
1 N/A	· · · · · · · · · · · · · · · · · · ·	
		1
	-	†
2		
		1
	-	1
3		
		1
	· · · · · · · · · · · · · · · · · · ·	1
4		
		1
		1
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lin	nes 1 and 2.	Amount
1 N/A		
2		

All other program-related investments. See instructions.		
3		
]
]
	-	1

0. Form **990-PF** (2016)

Total. Add lines 1 through 3

P	Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations	, 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 ′	0.
	Average of monthly cash balances	1b	495,945.
	Fair market value of all other assets	1c	7,000
d	Total (add lines 1a, b, and c)	1d	495,945.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	495,945.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,439.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	488,506.
6	Minimum investment return. Enter 5% of line 5	6	24,425.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	_	
_	foreign organizations check here and do not complete this part.)		
1	Mınımum investment return from Part X, line 6	1	24,425.
2a	Tax on investment income for 2016 from Part VI, line 5		
b	Income tax for 2016. (This does not include the tax from Part VI.)		
C		2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	24,425.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	24,425.
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	24,425.
P	art 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	220,078.
	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		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	220,078.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	220,078.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	ualifies fo	

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Part XIII Undistributed Income (see instructions)

1. Distributable amount for 2016 from Part XI, Inter 7 2. Undestinated scores of any, as of the end of 2016 2. Undestinated scores of any, as of the end of 2016 3. Entires amount for 2015 only 3. Total for pror years. 3. Entires amount for 2015 only 4. From 2012 4. From 2012 4. From 2013 4. From 2014 4. Classifying distributions for 2016 from 2015 4. Applied to 2015 but not more than line 2a 4. Applied to 2015 but not more than line 2a 4. Applied to 2015 but not more than line 2a 4. Applied to 2015 but not more than line 2a 4. Applied to 2015 distributible amount of pror years (Election required - see instructions) 4. Applied to 2015 distributible amount effect on the end of 2016 from years of 2016 from 1 to 2016 from years of 2016 from		(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
2. Undestrobused recomen, flav, as of the rend of 20 to b total for prior years; 3. Excess distributions carryover, if any, to 20 to:	•				24,425.
3 Excess distributions carryover, if any, to 2016; a from 2011 999, 655. From 2012 717, 386. From 2013 87, 410. diffrom 2014 119, 426. efrom 2015 98, 368. I Teat of lines 3a through e 4. Quarking distributions for 2016 from 2015 Applied to 2015, but not more than line 2a b Applied to 2015, but not more than line 2a b Applied to 2015, but not more than line 2a b Applied to 2015, but not more than line 2a b Applied to 2015, but not more than line 2a b Applied to 2015, but not more than line 2a b Applied to 2015, but not more than line 2a b Applied to 2015 distributions out of corpus givens (Election required - see instructions) d Applied to 2016 distributions out of corpus and the search of the search control of the search control of the search of	2 Undistributed income, if any, as of the end of 2016				
3 Excess distributions carryover, if any, to 2016; a From 2011 999,655. b From 2012 717,386. c From 2013 87,410. d From 2014 119,426. d From 2014 119,426. d From 2015 98,368. f Total of lines 3a throughe 2016 from Part XII, line 4 ► 2 20,078. a Applied to 2016, but not more than line 2a b Applied to 2016 store of prior years (Election required - see instructions) c Treated as distributions for corpus (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) c Applied to 2016 distributions amount elementary and the same smooth amount distributed out of corpus (Election required - see instructions) c Ender the net total of each column as indicated below. a Corpus Ada kine 34. 4c, and 4s Subract line 3 Pror years' undistributed encome for which a notice of deficiency has been inseed, or on which the section 4942(a) tax has been previously assessed 4 Subtract line 6 from line 20 Cell and the series of the serie	a Enter amount for 2015 only			0.	
3 Excess destributions carryover, if any, to 2016. a From 2011 999, 655. b From 2012 717, 386. c From 2013 87, 410. d From 2014 19, 426. e From 2015 98, 368. f Total of lines 3a through e 4. Qualying distributions for 2016 from Part XII, line 4: b S. 220, 078. Applied to 2015, but not more than line 2a Dappade to undistributed income of pror years (Election required - see instructions) c Treated as distributions out of corpus Glection required - see instructions d Appled to 2016 distributable amount eRemaining amount distributed out of corpus Graces described and see any every expended a 2016. Enter the net total of each column as indicated below: 1. Cross Add time 3. 4. can 44 e Subtract line 3. b From years' undistributed momes, Subtract line 4b from line 2b. b From years' undistributed momes, Subtract line 4b from line 2b. c Flate the amount of prior years' undistributed momes, Subtract line 4b from line 2b. c Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2016. Subtract line 4 from line 2a. Taxable amount - see instructions e Undistributed mome for 2016. Subtract line 4 from line 2a. Taxable amount - see instructions e Undistributed mome for 2016. Subtract line 4 from line 2a. Taxable amount - see instructions e Undistributed mome for 2016. Subtract line 4 from line 2a. Taxable amount - see instructions e Undistributed mome for 2016. Subtract line 4 from line 2a. Taxable amount - see instructions e Undistributed mome for 2016. Subtract line 4 from line 2a. Taxable amount - see instructions e Excess form line 1. This mount must be distribution accuracy over from 2011 not applied on line 5 or line 7 999, 655. 999, 655. 1217, 898. 0. 0. 0. 193, 682. 195, 653. 0. 0. 0. 0. 217, 898. 0. 0	b Total for prior years:				
a From 2011 999, 655. b From 2012 717, 386. e From 2013 87, 410. d From 2014 119, 426. e From 2013 87, 410. d From 2014 98, 368. d From 2016 98, 368. d Page 2016 From 2016 Fro			0.		
From 2012 71.7.38.6.	<u>.</u>				
From 2013 87,410 defrom 2015 119,426 efrom 2015 98,368 2,022,245					
4 119,426			İ		
From 2015					
1 Tratl of lanes 3a through 2					,
4. Qualifying distributions for 2016 from Part XII, line 4; ▶ \$ 220,078. Applied to 2015, but not more than line 2a \$\text{\$\text{\$Applied to 2015}, but not more than line 2a} \\ \$\text{\$\text{\$Applied to 2015}, but not more than line 2a} \\ \$\text{\$\text{\$Applied to 2015}, but not more than line 2a} \\ \$\text{\$\text{\$Applied to 2016}, but not more than line 2a} \\ \$\text{\$\text{\$Applied to 2016}, but not more than line 2a} \\ \$\text{\$\text{\$Applied to 2016} \\ \$\text{\$\text{\$Applied to 2016} \\ \$\text{\$\text{\$Applied to 2016} \\ \$\text{\$\text{\$\text{\$Applied to 2016} \\ \$\$\text{\$\	•	2 022 245			'
Part XII, line 4: ►S 220,078. a Appled to 2015, but not more than line 2a b Appled to undistributed income of prior years (Election required - see instructions) 6 Treated as distributions out of corpus 6 Election required - see instructions) 7 A probled to 2016 distributible amount of prior years (Election required - see instructions) 8 Excess distributions carryover applied to 2016 8 Enter the negates in externit (in this passine amount misst be shown in column (iii) 8 Enter the negates in externit (iii) 8 Enter the nettabl of each column as indicated below: 9 Corpus Add News 34, 4, and 4e Subtract line 4 b from line 2b 9 Enter the amount of prior years' undistributed income. Subtract line 4b from line 2b 10 Center the amount of prior years' undistributed income for which a notice of deficiency has been sized, or on which the section 4942(a) but has been previously assessed of Subtract lines 6 from line 6b. Taxable amount - see instructions 9 Lindstributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions elines 4d and 5 from line 1. This amount must be distributed in 2017 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 9 Excess from 2015 9 Excess from 2011 10 Analysis of line 9: 10 Analysis of line 9: 11 218,243. 11 218,243. 11 218,243. 11 218,243.	-	2,022,245.			
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vears (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus 5 Exceed distributions carryover applied to 2016 (if it is miscard, appeals in column (c), this same amount indicated below: a Corpus Add knes 3t, 4c, and 4e Subtract line 4b From years' undistributed income. Subtract line 4b from line 2b c Enter the amount of pror years' undistributed income for which a notice of distinct line 6h from line 6b. Taxable amount - see instructions eludistributed income for 2015, Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2015, Subtract line 4a from line 2a. Taxable amount - see instructions eludistributed income for 2016, Subtract line 4a from line 2a. Taxable amount - see instructions eludistributed income for 2016, Subtract line 4a from line 2a. Taxable amount - see instructions 2 Corpus to satisfy requirements imposed by section 170(k)(1)(f) or 4942(q)(3) (Election may be required - see instructions) 8 Excess distributions carryover from 2011 not applied on line 6 or line 7 9999,655. 9 Excess distributions carryover from 2017. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2012 87,410. Excess from 2014 119,426. Excess from 2015 98,368.				U •	
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d Applied to 2016 distributable amount e Remaning amount distributed out of corpus 5	·	n			
e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2016 (flift an amount appears nothinin (5) the same amount indicated below: 8 Corpus And films 34.4c. 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 distributed income for 2015. Subtract line 4a from line 2b. Catalter the amount - see instructions e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2015. Subtract line 4a from line 2 a. Taxable amount - see instructions 10 C. 11 C. 12 C. 13 C. 14 C. 15 C. 16 C. 16 C. 17 C. 18 C. 1	` '				24 425
5 Excess distributions carryover applied to 2016 (if an amount appears in octamine (i), the same amount must be shown in oclumn (ii), the same amount must be shown in oclumn (ii). 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Pror years' undistributed income. Subtract line 4b from line 2b c Enter the amount of pror years' undistributed income for which a notice of deficiency has been issued, or on which the section 4947(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 e Undistributed income for 2016. Subtract line 4a from line 2 a. Taxable amount must be distributed in 2017 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 1 Analysis of line 9; a Excess from 2012 C Excess from 2013 C Excess from 2014 C Excess from 2015 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2016 C Excess from 2	· ·	195 653			24,423.
If an amount appears in column (c), the same amount must be absolved in e9 2 , 217,898. Carpus 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 fundistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions for corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(g)(3) (Election may be required - see instructions) Excess distributions carryover from 2011 on tapplied on line 5 or line 7 Excess distributions carryover from 2017. Subtract lines 7 and 8 from line 6a 1 Analysis of line 9: a Excess from 2012 717, 386. b Excess from 2013 87, 410. c Excess from 2014 119, 426. d Excess from 2015 98, 368.	_ '				
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may be required - see instructions) 8	· · · · · · · · · · · · · · · · · · ·				
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9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2012 b Excess from 2013 c Excess from 2014 d Excess from 2015 98,368.	-	999 655			
Subtract lines 7 and 8 from line 6a	* '	999,033.			
10 Analysis of line 9: a Excess from 2012	·	1 218 243		ļ	
a Excess from 2012 717,386. b Excess from 2013 87,410. c Excess from 2014 119,426. d Excess from 2015 98,368.	<u> </u>	I, 210, 240.		<u></u>	
b Excess from 2013 87,410. c Excess from 2014 119,426. d Excess from 2015 98,368.				İ	
c Excess from 2014 119,426. d Excess from 2015 98,368.				j	
d Excess from 2015 98, 368.	c Excess from 2014 119.426.				
	d Excess from 2015 98,368.				

Part XIV Private Operating F	oundations/see in		I A		Page II
——————————————————————————————————————			I-A, question 9)	N/A	·
1 a If the foundation has received a ruling o					
foundation, and the ruling is effective for	•	•	▶ Ĺ		
b Check box to indicate whether the found		g foundation described		4942(j)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	/b) 0045	Prior 3 years	1 (4) 6040	(-) -
income from Part I or the minimum	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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				<u>_</u>	
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly					<u> </u>
for active conduct of exempt activities.					
Subtract line 2d from line 2c				1.	
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			<u> </u>		
Part XV Supplementary Info	rmation (Comple	te this part only	if the foundation	had \$5,000 or me	ore in assets
at any time during t	he year-see instr	uctions.)			
1 Information Regarding Foundatio	n Managers:				<u> </u>
a List any managers of the foundation who	o have contributed more t	han 2% of the total cont	ributions received by the	foundation before the clo	se of any tax
year (but only if they have contributed m	iore than \$5,000). (See se	ection 507(d)(2).)	•		•
NONE					
b List any managers of the foundation who	o own 10% or more of the	stock of a corporation	(or an equally large portio	n of the ownership of a p	artnership or
other entity) of which the foundation has	a 10% or greater interes	t.			
NONE			_		
2 Information Regarding Contributi					
Check here X if the foundation of	nly makes contributions to	o preselected charitable	organizations and does n	ot accept unsolicited requ	ests for funds. If
the foundation makes gifts, grants, etc. ((see instructions) to indivi	duals or organizations u	inder other conditions, co	mplete items 2a, b, c, and	l d.
a The name, address, and telephone numb	per or e-mail address of th	ne person to whom appl	cations should be addres	sed:	
b The form in which applications should be	e submitted and informati	on and materials they sl	nould include:		
c Any submission deadlines:					
					
d Any restrictions or limitations on awards	, such as by geographical	l areas, charitable fields,	kinds of institutions, or o	ther factors:	

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to status of Amount any foundation manager or substantial contributor Name and address (home or business) recipient a Paid during the year BLADDER CANCER ADVOCACY NETWORK INC. N/A PUBLIC CHARITY INCREASE AWARENESS AND 4915 ST ELMO AVE #202 RESEARCH OF BLADDER CANCER BETHESDA, MD 20814 1,000. PUBLIC CHARITY YOUTH AVIATION BLUE SKY EDUCATIONAL FOUNDATION N/A 1717 MAIN STREET, STE 3900 PROGRAMS DALLAS, TX 75201 50,000. PUBLIC CHARITY EDUCATIONAL PROGRAMS BOYS & GIRLS CLUB OF GREATER DALLAS N/A 4816 WORTH ST DALLAS, TX 75246 5,000. CHILDREN'S MEDICAL CENTER FOUNDATION PUBLIC CHARITY HEALTH CARE SERVICES SUPPORT 2777 STEMMONS FWY, STE 700 DALLAS, TX 75207 1,500. COMMUNITIES FOUNDATION OF TEXAS PUBLIC CHARITY PROVIDE GENERAL N/A 5500 CARUTH HAVEN LANE SUPPORT DALLAS, TX 75225 7,883. SEE CONTINUATION SHEET(S) **▶** 3a 220,078. Total b Approved for future payment NONE Ō. **▶** 3b Totai

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	(a) Business	(b)	(C) Exclu- sion		(e) Related or exempt
1 Program service revenue:	code	Amount	code	Amount	function income
a	. L				
b					
c			<u> </u>		
d	. L		<u> </u>		
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			l		
4 Dividends and interest from securities					
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			1		
8 Gain or (loss) from sales of assets other					
than inventory					
9 Net income or (loss) from special events		· · · · · · · ·			<u> </u>
10 Gross profit or (loss) from sales of inventory	-	· · · · · · · · · · · · · · · · · · ·	 		
11 Other revenue:					
_	1		ì		1
b	·				
			 		
<u> </u>	-				
e	·		-		
12 Subtotal. Add columns (b), (d), and (e)		0.	$\vdash \lnot$	0.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	0.
(See worksheet in line 13 instructions to verify calculations.)				'~_	
Part XVI-B Relationship of Activities	to the Acc	omplishment of Ex	cemp	ot Purposes	
Line No. Explain below how each activity for which income					molishment of
the foundation's exempt purposes (other than				outed importantly to the decor	inphotonic of
				-	
	· · · · · · · · · · · · · · · · · · ·			. .	· · · · · · · · · · · · · · · · · · ·
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	<u> </u>				
				 	
		_ ·			
I					

990-PF (2016) JIM THOMPSON FOUNDATION 20-5856025 Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of

	ie organization directly or mail					1011 50 1(0) 01		162	140
the Co	ode (other than section 501(c))(3) organizations) o	r in section 52	27, relating to political orgar	nizations?				i
a Trans	fers from the reporting founda	ation to a noncharita	ble exempt or	ganization of:					
(1) 0	Cash						1a(1)		X
(2) (Other assets						1a(2)		X
b Other	transactions:								i
_	Sales of assets to a noncharital	hle exempt organiza	tion				īb(1)		X
	Purchases of assets from a no	. •					<u> </u>		X
			ngamzanon				1b(2)		X
	Rental of facilities, equipment,						1b(3)		
	Reimbursement arrangements						1b(4)		X
(5) L	oans or loan guarantees.						1b(5)		Х
(6) P	erformance of services or me	mbership or fundrai	sıng solıcıtatıd	ons			1b(6)		X
c Sharıı	ng of facilities, equipment, ma	iling lists, other asse	ts, or paid em	ployees			1c		X
d If the	answer to any of the above is	"Yes," complete the f	following sche	dule. Column (b) should alv	ways show the fair r	narket value of the goods, ot	her ass	ets,	
or ser	vices given by the reporting fo	oundation. If the four	ndation receiv	ed less than fair market valu	ie in any transaction	or sharing arrangement, sh	ow in		
colum	nn (d) the value of the goods,	other assets, or serv	ices received.						
(a)Line no	(b) Amount involved			e exempt organization	(d) Description	n of transfers, transactions, and sh	arıng am	angeme	ents
`	`' <u>-</u>		N/A		1 (1,7-11)				
									
		 		···					—
		 				 			
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				· - · · · · · · · · · · · · · · · · · ·					
						-			
					-				
		 		<u> </u>	 				—
									
		<u> </u>							
2a Is the	foundation directly or indirect	tly affiliated with, or r	elated to, one	or more tax-exempt organi	zations described				
ın sec	tion 501(c) of the Code (other	r than section 501(c)	(3)) or in sect	tion 527?			Yes	X	No
b If "Yes	s," complete the following sch	edule.							
	(a) Name of org			(b) Type of organization		(c) Description of relationshi	p		
	N/A								
									
		·							—
									
									
- 41	, , , , , ,		- 	L	<u> </u>	 			
VI A	nd belief it is transport and con	that I have examined this	s return, includin enarer (other tha	ng accompanying schedules and n taxpayer) is based on all inform	statements, and to the	Iviay i	ne IRS d	iscuss t	:his
Sign)		1 1	Nation of Willon property		with the	prepari (see insi	ar tr)?
Here	R-HESSEN !	/ _ /		lidalio	CHAIRN	IAN X	Yes		No
/ V	Signature of officer or trustee			Date L	Title				
	Print/Type preparer's na	ame	Preparer's s	ignature	Date	Check if PTIN			
(self- employed			
Paid	JOHN WAGNE	'P	јони w	ACNER	11-7-17	P01	294	611	
Prepar						Firm's EIN ▶ 75-23			
Use Or		THET LEMM	חחב			Firm's EIN > 13-23	JJ4	, 0	
USE OI	*	42 DOTTOT 3	<u> </u>	TIE CORP. 400		ļ			
				UE, STE. 400					_
		LLAS, TX	75225	· · · · · · · · · · · · · · · · · · ·		Phone no. (214)3			
	<u> </u>					For	m 990	-PF	(2016)

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	- Continue and a	
DALLAS ARBORETUM & BOTANICAL GARDEN 8525 GARLAND ROAD	N/A	PUBLIC CHARITY	EDUCATIONAL PROGRAMS	
DALLAS, TX 75218				3,000.
DALLAS CASA 2815 GASTON AVENUE DALLAS, TX 75226	N/A	PUBLIC CHARITY	PROGRAMS SUPPORTING LEGAL ADVOCACY ON BEHALF OF ABUSED AND NEGLECTED CHILDREN	
	· · · · · · · · · · · · · · · · · · ·	 	NEGRECIED CHILDREN	135,000.
DALLAS URBAN DEBATE ALLIANCE P.O. BOX 670564 DALLAS, TX 75367	N/A	PUBLIC CHARITY	EDUCATIONAL PROGRAMS	10,000.
<u> </u>				
FAMILY PLACE INC. P.O. BOX 7999 DALLAS, TX 75209	N/A	PUBLIC CHARITY	SUPPORT SURVIVORS OF FAMILY VIOLENCE	70.
FRIENDS OF UNITED HATZALAH INC. 208 EAST 51ST ST, STE 303 NEW YORK, NY 10022	N/A	PUBLIC CHARITY	RAPID EMERGENCY RESPONSE SUPPORT	2,600.
GREATER KELLER WOMENS CLUB FOUNDATION INC. 812 BARBARA LN	N/A	PUBLIC CHARITY	COMMUNITY SUPPORT	
KELLER, TX 76248				675.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE	N/A	PUBLIC CHARITY	MS RESEARCH	
NEW YORK, NY 10017				1,500.
TAOS ART MUSEUM 227 PASEO DEL PUEBLO NORTE TAOS, NM 87571	N/A	PUBLIC CHARITY	IMPROVE AWARENESS OF TAOS ARTISTS AND NURTURE LOCAL ARTISTIC	
			DEVELOPMENT	350.
TRAFFICK911 4575 CLAIRE CHENNAULT ADDISON, TX 75001	N/A		SEX TRAFFICKING PREVENTION	1,000.
WOMENS AUXILIARY TO THE CHILDRENS MEDICAL CENTER 2777 N STEMMONS FWY, STE 700	N/A		HEALTH CARE SERVICES SUPPORT	
DALLAS, TX 75207	<u>L</u>	<u></u>		500.
Total from continuation sheets				154,695.

FORM 990-PF	OTHER E	XPENSES		TATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	80.	80.	0.	0.
TO FORM 990-PF, PG 1, LN 23	80.	80.	0.	0.