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**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.

2016**Open to Public Inspection****For calendar year 2016 or tax year beginning , 2016, and ending**

Humanity United
One Letterman Drive, Bldg D D3100
San Francisco, CA 94129

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ **52,986,201.**

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number
26-2583590

B Telephone number (see instructions)
415-426-6300

C If exemption application is pending, check here ▶ ☐

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

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

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

Part I Analysis of Revenue and Expenses (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)
1 Contributions, gifts, grants, etc., received (attach schedule)	41,372,885.			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	12,244.	12,244.	12,244.	
4 Dividends and interest from securities	886.	886.	886.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-688,832.			
b Gross sales price for all assets on line 6a 40,684,053.				
7 Capital gain net income (from Part IV, line 2)		40,684,029.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
d Other income (attach schedule)				
12 Total. Add lines 1 through 11	40,697,183.	40,697,159.	13,130.	
13 Compensation of officers, directors, trustees, etc.	714,695.			
14 Other employee salaries and wages	3,239,240.			1,784,321.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) See St 1	122,033.			122,033.
b Accounting fees (attach sch) See St 2	100,000.			100,000.
c Other professional fees (attach sch) See St 3	227,484.			227,484.
17 Interest				
18 Taxes (attach schedule)(see instrs) See Stmt 4	810,933.			
19 Depreciation (attach schedule) and depletion See Stmt 5	169,714.			
20 Occupancy	748,057.			218,260.
21 Travel, conferences, and meetings	823,727.			823,727.
22 Printing and publications				
23 Other expenses (attach schedule)				
See Statement 6	3,197,589.	4,099.		2,430,757.
24 Total operating and administrative expenses. Add lines 13 through 23	10,153,472.	4,099.		5,706,582.
25 Contributions, gifts, grants paid Part XV	20,649,919.			20,649,919.
26 Total expenses and disbursements. Add lines 24 and 25	30,803,391.	4,099.	0.	26,356,501.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	9,893,792.			
b Net investment income (if negative, enter -0-)		40,693,060.		
c Adjusted net income (if negative, enter -0-)			13,130.	

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ADMINISTRATIVE AND OPERATING EXPENSES

9-4

1

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing					
	2 Savings and temporary cash investments			34,432,416.	50,791,532.	50,791,532.
	3 Accounts receivable	▶ 202,500.				
	Less: allowance for doubtful accounts	▶			202,500.	202,500.
	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 sch)	▶				
	Less: allowance for doubtful accounts	▶				
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges				357,925.	357,925.
	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	▶				
LIABILITIES	Less: accumulated depreciation (attach schedule)	▶				
	12 Investments — mortgage loans					
	13 Investments — other (attach schedule)					
	14 Land, buildings, and equipment basis	▶ 2,908,335.				
	Less: accumulated depreciation (attach schedule)	▶ See Stmt 7 ▶ 1,420,718.			1,487,617.	1,487,617.
	15 Other assets (describe ▶ See Statement 8)			57.	146,627.	146,627.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)			34,432,473.	52,986,201.	52,986,201.
	17 Accounts payable and accrued expenses			14,800.	2,622,363.	
	18 Grants payable				3,240,150.	
	19 Deferred revenue					
FUND ASSETS AND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶ See Statement 9)			481,388.	1,844,354.	
	23 Total liabilities (add lines 17 through 22)			496,188.	7,706,867.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	▶ ☒				
	24 Unrestricted			33,936,285.	45,279,334.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	▶ ☐				
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			33,936,285.	45,279,334.	
	31 Total liabilities and net assets/fund balances (see instructions)			34,432,473.	52,986,201.	

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	33,936,285.
2 Enter amount from Part I, line 27a	2	9,893,792.
3 Other increases not included in line 2 (itemize) ▶ See Statement 10	3	1,449,257.
4 Add lines 1, 2, and 3	4	45,279,334.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	45,279,334.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 593,500 eBay Inc Common Stock	D	12/31/99	Various
b 593,500 PayPal Common Stock	D	12/31/99	Various
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 16,981,652.		12.	16,981,640.
b 23,702,401.		12.	23,702,389.
c			
d			
e			

(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			16,981,640.
b			23,702,389.
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	40,684,029.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

(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	28,354,790.	14,122,654.	2.007752
2014	30,714,391.	5,438,150.	5.647948
2013	28,876,839.	407,355.	70.888633
2012	29,233,636.	444,685.	65.740099
2011	28,971,073.	1,147,332.	25.250819

2 Total of line 1, column (d)	2	169.535251
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	33.907050
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	28,203,867.
5 Multiply line 4 by line 3	5	956,309,929.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	406,931.
7 Add lines 5 and 6	7	956,716,860.
8 Enter qualifying distributions from Part XII, line 4	8	26,356,501.

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)

1 a 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	813,861.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	813,861.
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	813,861.
6 Credits/Payments			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	338,615.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	481,385.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	820,000.	
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	6,139.	
11 Enter the amount of line 10 to be. Credited to 2017 estimated tax 6,139. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (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.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>	X	
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, col. (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>	X	
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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? Website address <u>www.humanityunited.org</u>	13 X	
14 The books are in care of <u>Kevin Luu</u> Telephone no <u>415-426-6300</u> Located at <u>One Letterman Dr., Bldg D, Suite D3100 San F</u> ZIP + 4 <u>94129</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>		
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
1 a 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	X
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?	1 c	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? If 'Yes,' list the years <u>20</u> <u>20</u> <u>20</u> <u>20</u>	☐ Yes ☒ No	
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)☒ Yes ☐ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐**5 b** ☒ X**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 ☐ NoIf 'Yes,' attach the statement required by Regulations section 53.4945–5(d). *See attachment***6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6 b** ☒ X**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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**7 b** ☒ N/A**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors See Statement 11**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
See Statement 12				
		602,257.	111,058.	1,380.

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
<u>Peter Rundlet</u> <u>One Letterman Dr, Suite D3100</u> <u>San Francisco, CA 94129</u>	Managing Dir 40	148,482.	26,816.	0.
<u>Ed Marcum</u> <u>One Letterman Dr, Suite D3100</u> <u>San Francisco, CA 94129</u>	Managing Dir 40	124,250.	25,986.	0.
<u>David Abramowitz</u> <u>One Letterman Dr, Suite D3100</u> <u>San Francisco, CA 94129</u>	Managing Dir 40	114,378.	13,081.	0.
<u>John Paul Lederach</u> <u>One Letterman Dr, Suite D3100</u> <u>San Francisco, CA 94129</u>	Senior Fellow 40	107,500.	21,321.	0.
<u>Daniel Viederman</u> <u>One Letterman Dr, Suite D3100</u> <u>San Francisco, CA 94129</u>	Managing Dir 40	100,000.	23,556.	0.

Total number of other employees paid over \$50,000☒ 14

Part VII 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
Atlantic Media Strategies 600 New Hampshire Ave NW Washington, DC 20037	Consulting	220,659.
Sustainalytics US, Inc 24 School Street, Suite 803 Boston, MA 02108	Consulting	177,500.
M&R Strategic Services, Inc 1901 L Street NW, Suite 800 Washington, DC 20036	Consulting	91,193.
Morgan Lewis & Bockius LLP PO Box 79356 City of Industry, CA 91716	Legal services	85,584.
Comrade Inc 484 9th Street Oakland, CA 94607	Consulting	84,770.
Total number of others receiving over \$50,000 for professional services		8

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 See Statement 13	780,147.
2 See Statement 14	583,062.
3 See Statement 15	351,822.
4 See Statement 16	267,641.

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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	1 a	
b	Average of monthly cash balances	1 b	28,072,943.
c	Fair market value of all other assets (see instructions)	1 c	560,425.
d	Total (add lines 1a, b, and c)	1 d	28,633,368.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	28,633,368.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	429,501.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	28,203,867.
6	Minimum investment return. Enter 5% of line 5	6	1,410,193.

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	N/A	1	
2 a	Tax on investment income for 2016 from Part VI, line 5	2 a		
b	Income tax for 2016 (This does not include the tax from Part VI.)	2 b		
c	Add lines 2a and 2b	2 c		
3	Distributable amount before adjustments. Subtract line 2c from line 1	3		
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5		
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		

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	1 a	26,356,501.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	26,356,501.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	26,356,501.

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)

N/A

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$				
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				
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))				
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				
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				
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				

BAA

Form 990-PF (2016)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☒ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total	
(a) 2016	(b) 2015	(c) 2014	(d) 2013		
13,130.	2,459.	47.	814.	16,450.	
11,161.	2,090.	40.	692.	13,983.	
c Qualifying distributions from Part XII, line 4 for each year listed	26,356,501.	28,354,790.	30,714,391.	29,896,324.	115322006.
d Amounts included in line 2c not used directly for active conduct of exempt activities	19,982,122.	28,340,000.	30,700,000.	29,882,664.	108904786.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	6,374,379.	14,790.	14,391.	13,660.	6,417,220.
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	940,129.	470,755.	181,272.	13,578.	1,605,734.
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).)
See Statement 17

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Statement 18				
Total			▶ 3 a	20,649,919.
b <i>Approved for future payment</i>				
Total			▶ 3 b	

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, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

Humanity United

Employer identification number

26-2583590

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

Humanity United

26-2583590

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Pierre M Omidyar Trust 720 University Ave., Ste 200 Los Gatos, CA 95032	\$ 17,321,298.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	Pierre M Omidyar Trust 720 University Ave., Ste 200 Los Gatos, CA 95032	\$ 24,051,587.	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

Humanity United

26-2583590

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	593,500 shares EBAY stock	\$ 17,321,298.	11/22/16
2	593,500 shares PYPL stock	\$ 24,051,587.	11/22/16
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Humanity United

Employer identification number

26-2583590

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.) ▶ \$ _____ **N/A**
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
-----	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Humanity United

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Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	\$ 122,033.			\$ 122,033.
Total	<u>\$ 122,033.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 122,033.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 100,000.			\$ 100,000.
Total	<u>\$ 100,000.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 100,000.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting Services	\$ 227,484.			\$ 227,484.
Total	<u>\$ 227,484.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 227,484.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Taxes	\$ 810,933.			
Total	<u>\$ 810,933.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 5
Form 990-PF, Part I, Line 19
Allocated Depreciation

Date Acquired	Cost Basis	Prior Yr Depr	Method	Rate	Life	Current Yr Depr	Net Invest Income	Adjusted Net Income
Polycom HDX 7000 2046-1 6/01/11	12,192	11,174	S/L		5	1,018	0	0
Samsung HDTV 2047-1								

Humanity United

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Statement 5 (continued)
Form 990-PF, Part I, Line 19
Allocated Depreciation

<u>Date</u> <u>Acquired</u>	<u>Cost</u> <u>Basis</u>	<u>Prior Yr</u> <u>Depr</u>	<u>Method</u>	<u>Rate</u>	<u>Life</u>	<u>Current</u> <u>Yr Depr</u>	<u>Net Invest</u> <u>Income</u>	<u>Adjusted</u> <u>Net Income</u>
6/01/11	1,800	1,650	S/L		5	150	0	0
Nortel Phone Sys. 2048-1								
6/01/11	18,315	16,789	S/L		5	1,526	0	0
Furniture (DC) 2054-1								
6/06/11	165,357	108,268	S/L		7	23,622	0	0
Cubicles (D553) 2058-1								
11/30/11	20,807	12,136	S/L		7	2,972	0	0
Furnitures								
7/01/12	374,707	187,355	S/L		7	53,530	0	0
Leasehold Improvements								
7/01/12	684,095	159,621	S/L		15	45,606	0	0
Computer								
7/01/13	15,929	13,275	S/L		3	2,654	0	0
Furniture								
7/01/13	22,194	7,927	S/L		7	3,171	0	0
Equipment								
7/01/14	1,952	976	S/L		3	651	0	0
Furniture								
7/01/14	7,016	1,503	S/L		7	1,002	0	0
Computers								
7/01/14	1,830	915	S/L		3	610	0	0
Computers								
7/01/15	25,298	4,216	S/L		3	8,433	0	0
Equipment								
7/01/15	1,549	258	S/L		3	516	0	0
Furnitures								
7/01/15	16,459	1,176	S/L		7	2,351	0	0
Leasehold Improvements								
7/01/15	107,936	3,598	S/L		15	7,196	0	0
Computers Remaining Basis								
7/01/14	26,555	13,278	S/L		3	8,852	0	0
Computers								
7/01/16	159,614		S/L		3	26,602	0	0
Furniture								
7/01/16	170,363		S/L		7	12,169	0	0
Equipment								
7/01/16	361,693		S/L		3	60,282	0	0
Leasehold Improvements								
7/01/16	276,768		S/L		15	9,226	0	0

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Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ATEST - Consultants	\$ 178,108.			\$ 178,108.
ATEST - Meeting/Travel	8,760.			8,760.
ATEST - Other	10,998.			10,998.
Coalition Building	71,996.			71,996.
Conferences & Seminars	112,375.			112,375.
Employee Benefits	666,320.			258,863.
Employee Welfare	313,933.			313,933.
Equipment Expenses	58,535.			58,535.
General & Administrative Expenses	99,150.	\$ 4,099.		44,105.
Marketing Expenses	150,999.			150,999.
Office Expenses	49,954.			49,954.
Research & Technical Assistance	408,588.			408,588.
Strategic Comms & Public Awareness	653,359.			653,359.
Telecommunications Expenses	110,184.			110,184.
Unrealized loss	304,330.			
Total	\$ 3,197,589.	\$ 4,099.	\$ 0.	\$ 2,430,757.

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 977,680.	\$ 613,492.	\$ 364,188.	\$ 364,188.
Machinery and Equipment	854,025.	340,603.	513,422.	513,422.
Improvements	1,068,799.	458,792.	610,007.	610,007.
Miscellaneous	7,831.	7,831.	0.	0.
Total	\$ 2,908,335.	\$ 1,420,718.	\$ 1,487,617.	\$ 1,487,617.

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Program-Related Investments	\$ 146,627.	\$ 146,627.
Total	\$ 146,627.	\$ 146,627.

Statement 9
Form 990-PF, Part II, Line 22
Other Liabilities

Excise Tax Payable	\$ 472,321.
Deferred Rent	710,757.

Humanity United

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Statement 9 (continued)
Form 990-PF, Part II, Line 22
Other Liabilities

Payable to Grantee - LT	\$ 661,276.
Total	\$ <u>1,844,354.</u>

Statement 10
Form 990-PF, Part III, Line 3
Other Increases

Net Assets transferred from Humanity United Action to HU	\$ 1,449,257.
Total	\$ <u>1,449,257.</u>

Statement 11
Form 990-PF, Part VIII
Compensation Explanation

Atlantic Media Strategies
 Human trafficking strategy support

Sustainalytics US, Inc
 Know the Chain benchmarking support

M&R Strategic Services, Inc
 Media and communications tools and outreach

Morgan Lewis & Bockius LLP
 Legal services

Comrade Inc
 Graphic design and development

Statement 12
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Randy Newcomb One Letterman Dr, Suite D3100 San Francisco, CA 94129	President 40.00	\$ 213,359.	\$ 31,374.	\$ 1,380.
Kevin Luu One Letterman Dr, Suite D3100 San Francisco, CA 94129	CFO & Treasurer 40.00	112,820.	24,818.	0.
Pamela Omidyar One Letterman Dr, Suite D3100 San Francisco, CA 94129	Board Chair 2.00	0.	0.	0.

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Statement 12 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Pat Christen One Letterman Dr, Suite D3100 San Francisco, CA 94129	Brd Vice-Chair 2.00	\$ 0.	\$ 0.	\$ 0.
Pierre Omidyar One Letterman Dr, Suite D3100 San Francisco, CA 94129	Brd Vice-Chair 2.00	0.	0.	0.
Mike Mohr One Letterman Dr, Suite D3100 San Francisco, CA 94129	Board member 2.00	0.	0.	0.
Matt Deakin One Letterman Dr, Suite D3100 San Francisco, CA 94129	Secretary 2.00	0.	0.	0.
Lawrence Mendenhall One Letterman Dr, Suite D3100 San Francisco, CA 94129	Secty, GC, COO 40.00	153,001.	29,040.	0.
Matt Stephan One Letterman Dr, Suite D3100 San Francisco, CA 94129	Treasurer 2.00	0.	0.	0.
Lisa Carpenter One Letterman Dr, Suite D3100 San Francisco, CA 94129	Head of Stratgy 40.00	123,077.	25,826.	0.
Total		\$ 602,257.	\$ 111,058.	\$ 1,380.

Statement 13
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Supply Chain Solutions: We raise awareness about the existence of forced labor abuses in corporate supply chains, heighten corporate accountability, and work with advocates, workers, and corporations to discover and implement new policies and tools that can mitigate risk of forced labor in corporate supply chains.	\$ 780,147.

Statement 14
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Public and Policymaker Education: We regularly engage civil society, governments, and the public to advocate (subject to our limits as a private foundation) for solutions to modern slavery and conflict around the world. The power of our partnerships allows us to multiply the impact of our investments and of our voices, shifting from a culture of response to one of prevention.	\$ 583,062.

Statement 15
Form 990-PF, Part IX-A, Line 3
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Labor Migration: We focus on reducing the vulnerability of migrant workers by raising awareness, advocating for the abolition of recruitment fees, and strengthening protection mechanisms. We support efforts with workers, businesses, and governments to combat forced labor and human trafficking throughout the migration cycle, through coalition building, public education, and other activities.	\$ 351,822.

Statement 16
Form 990-PF, Part IX-A, Line 4
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Peacebuilding: We work to enhance the power of local and national actors to better prevent conflict and promote lasting solutions to cycles of violence, while engaging others to reshape the peacebuilding system. We build partnerships with innovators and influencers to promote greater discussion and dialogue on how to transform peacebuilding practices.	\$ 267,641.

Statement 17
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

Pamela Omidyar
 Pierre Omidyar

Humanity United

26-2583590

Statement 18
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
American Center Intl Labor Solidarity 888 16th St NW, Suite 400 Washington DC 20006	N/A	PC	Human trafficking prevention	\$ 250,000.
New Door Ventures 3221 20th Street San Francisco CA 94110	N/A	PC	Human rights	20,000.
Good World Solutions 1500 Broadway, Suite 400 Oakland CA 94612	N/A	PC	Human trafficking prevention	50,000.
Boston College Trustees 140 Commonwealth Avenue Chestnut Hill MA 02467	N/A	PC	Human trafficking prevention	5,000.
Arizona State University P.O. Box 2260 Tempe AZ 85280	N/A	PC	Human trafficking prevention	10,200.
Thomson Reuters Foundation 3 Times Square New York NY 10036	N/A	PC	Trust Women Conference	50,000.
Criterion Institute, Inc. 81 Church Hill Road Haddam CT 06438	N/A	PC	Human rights	25,000.
Sustainable Fisheries Advocates PO Box 233 Santa Cruz CA 95061	N/A	PC	Human rights	100,000.
Advocacy Project 2201 P Street, NW Washington DC 20037	N/A	PC	Peacebuilding	60,000.
Elevate Hong Kong Holdings, Ltd 288 Des Voeux Road Central Hong Kong	N/A	NC	Slavery prevention	136,500.
Freedom Fund 33 Irving Place, 10th Floor New York NY 10036	N/A	PC	Anti-slavery supply chain	150,000.
Bill, Hillary & Chelsea Clinton Foundtn 610 President Clinton Ave, 2nd Flr Little Rock AR 72201	N/A	PC	Human rights	40,000.

Humanity United

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Statement 18 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Sudan Democracy First Group Plot 44/46 Martyrs' Way Ntinda Kampala Uganda	N/A	NC	Conflict transformation	\$ 250,000.
Vanderbilt University 2301 Vanderbilt Place Nashville TN 37240	N/A	PC	Human trafficking prevention	25,000.
Asia Migration Center Nagarun - 02 Kathmandu Nepal	N/A	NC	Human trafficking prevention	75,000.
Human Rights Foundation 350 5th Avenue, Suite 4515 New York NY 10118	N/A	PC	Human rights	125,000.
National Domestic Workers Alliance, Inc 395 Hudson Street, 4th Floor New York NY 10014	N/A	PC	Human rights	1,000.
Environmental Justice Foundation Trust 1 Amwell Street London EC1R 1UL United Kingdom	N/A	PC	Anti-slavery supply chain	400,000.
Audacity Factory 909 Capability Drive, Suite 1400 Raleigh NC 27606	N/A	PC	Anti-slavery	50,000.
The Global Fairness Initiative 2122 P St NW, Suite 302 Washington DC 20037	N/A	PC	Human trafficking prevention	596,039.
GoodWeave International 2001 S. Street NW, Suite 510 Washington DC 20009	N/A	PC	Human trafficking prevention	332,096.
Nazarene Compassionate Ministries Inc. 17001 Prairie Star Parkway No 100 Lenexa KS 66200	N/A	PC	Human trafficking prevention	10,000.

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Transparentem 225 East 4th Street, Suite 17 New York NY 10009	N/A	PC	Anti-slavery supply chain	\$ 300,000.
Workers Cup LLC 28 Redgrave Road London SW15 1PX United Kingdom	N/A	NC	Human trafficking prevention	115,000.
American Academy of Arts and Sciences 136 Irving Street Cambridge MA 02138	N/A	PC	Peacebuilding	125,000.
I-Act, Inc. 1732 Aviation Blvd, Suite 138 Redondo Beach CA 90278	N/A	PC	General operating support	120,588.
Atrocities Watch Africa Kyombogo Way, PO Box 7785 Kampala Uganda	N/A	PC	Conflict transformation	202,000.
Darfur Women Action Group 1050 17th Street NW, Suite 1000 Washington DC 20036	N/A	PC	Human rights	8,500.
Verite, Inc. 44 Belchertown Road Amherst MA 01002	N/A	PC	Human trafficking prevention	300,000.
LaborVoices 10 Rollins Road, Suite 221 Millbrae CA 94030	N/A	NC	Human trafficking prevention	215,000.
One Ocean Media Foundation 124 Cherry Hill Road Accord NY 12404	N/A	PC	Anti-slavery supply chain	100,000.
Bayview/Hunters Point Community Legal 4622 3rd Street San Francisco CA 94124	N/A	PC	International justice	5,000.
Security Council Report, Inc. 1 Dag Hammarskjold Plaza New York NY 10017	N/A	PC	General operating support	75,000.

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Free the Slaves/Anti-slavery Intl 1320 19th Street NW, Suite 600 Washington DC 20036	N/A	PC	Human trafficking prevention	\$ 15,000.
Verite, Inc. 44 Belchertown Road Amherst MA 01002	N/A	PC	Human trafficking prevention	230,000.
Issara Institute, Inc. 9510 Horn Avenue Nottingham MD 21236	N/A	PC	Anti-slavery supply chain	100,000.
Accountability Lab, Inc. 1110 Vermont Avenue NW, Suite 500 Washington DC 20005	N/A	PC	Labor migration	350,000.
Stiching Mideast Youth Kingsfordweg 151 Amsterdam 1043GR Netherlands	N/A	PC	Labor migration	311,000.
World Education, Inc. 44 Farnsworth Street Boston MA 02210	N/A	PC	Labor migration	88,386.
Thorn 200 Park Ave, 8th Floor New York NY 10003	N/A	PC	Human trafficking prevention	300,000.
The Global Development Incubator, Inc. 99 Madison Ave New York NY 10016	N/A	POF	Conflict transformation	100,000.
Verite, Inc. 44 Belchertown Road Amherst MA 01002	N/A	PC	General operating support	200,000.
Rockefeller Philanthropy Advisors, Inc. 30 Rockefeller Plaza, Suite 5600 New York NY 10112	N/A	PC	Human rights	50,000.
Access Now 34 West 27th Street, Level 6 New York NY 10001	N/A	PC	Human rights	25,000.

Statement 18 (continued)
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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Law and Policy Forum for Social Justice Pragati Street 2, PO Box 12577 Kathmandu Anamnagar Nepal	N/A	NC	Labor migration	\$ 169,275.
Guardian Media Group PLC 900 17th Street NW, Suite 250 Washington DC 20006	N/A	PC	Media and journalism	800,000.
Techsoup Global 435 Brannan Street, Suite 100 San Francisco CA 94107	N/A	PC	Labor migration	450,000.
F-1Soft International Pvt. Ltd. Ward No. 14 Kuleshwar Kathmandu Nepal	N/A	NC	Labor migration	350,000.
Business & Human Rights Resource Centre 120 Wall Street, 16th Floor New York NY 10005	N/A	PC	Human trafficking prevention	341,000.
Asia Migration Center Nagarjun - 02 Kathmandu Nepal	N/A	NC	Conflict transformation	80,000.
Panzi Hospital and Foundation 2272 Colorado Blvd, Suite 1190 Los Angeles CA 90042	N/A	PC	Peacebuilding	160,000.
EURAC 115, rue Stevin Brussels 1000 Belgium	N/A	PC	General operating support	125,000.
University of Notre Dame 731 Grace Hall Notre Dame IN 46556	N/A	PC	Peacebuilding	192,000.
Mercy Corps 45 SW Ankeny Street Portland OR 97204	N/A	PC	Conflict transformation	105,134.
Counseling Services Unit 1 Raleigh Street Kopje Harare Zimbabwe	N/A	PC	Peacebuilding	100,000.

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
International Crisis Group 1629 K St NW, Suite 450 Washington DC 20006	N/A	PC	Conflict transformation	\$ 100,000.
European Centre for Development Policy Onze Lieve Vrouweplein 21 Maastricht 6211 HE Netherlands	N/A	PC	Peacebuilding	100,000.
Saferworld USA Inc 1875 K St NW, 4th Floor Washington DC 20006	N/A	PC	Conflict transformation	329,343.
The FAIR Hiring Initiative, Inc. Unit 19 Leyte ICOT Park, Nat'l Hgwy Palo Leyte Paving Philippines	N/A	NC	Anti-slavery supply chain	233,670.
New York University 665 Broadway, Suite 801 New York NY 10012	N/A	PC	Conflict transformation	250,000.
US Holocaust Memorial Museum 100 Raoul Wallenberg Place, SW Washington DC 20024	N/A	PC	Human rights	70,600.
The Elders Foundation 149 Hammersmith Road London W14 0QL United Kingdom	N/A	PC	General operating support	600,000.
Alliance for Peacebuilding 1800 Massachusetts Avenue NW Washington DC 20036	N/A	PC	General operating support	150,000.
Henry Dunant Centre for Humanitarian 114 rue de Lasanna Geneva 1202 Switzerland	N/A	NC	Conflict transformation	150,000.
Regents of the University of California 2150 Shattuck Avenue, Suite 300 Berkeley CA 94704	N/A	PC	Human rights	111,650.

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Freedom Fund 26/36 Wharfedale Road London N1 9RY United Kingdom	N/A	PC	Anti-slavery supply chain	\$ 500,000.
Humanity United Action One Letterman Drive, Bldg D D3100 San Francisco CA 94129	N/A	NC	General operating support	9,000,000.
The Philadelphia Foundation 1234 Market St #1800 Philadelphia PA 19107	N/A	PC	General operating support	20,000.
Southern Poverty Law Center Inc. 400 Washington Avenue Montgomery AL 36104	N/A	PC	General operating support	9,200.
Southern Coalition for Social Justice 1415 W North Carolina 54, Suite 101 Durham NC 27707	N/A	PC	General operating support	8,700.
Ayuda Inc 6925B Willow St. NW Washington DC 20012	N/A	PC	General operating support	8,098.
Escuela Bilinge Internacional 410 Alcatraz Ave Oakland CA 94609	N/A	PC	General operating support	6,000.
Advisors Charitable Gift Fund PO Box 2069 Woburn MA 01801	N/A	PC	General operating support	5,000.
American Civil Liberties Union Foundation 125 Broad Street, 18th Floor New York NY 10004	N/A	PC	General operating support	3,000.
Schwab Charitable Fund 211 Main Street San Francisco CA 94105	N/A	PC	General operating support	3,000.

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Janney Elementary School PTA 4130 Albermarle Street NW Washington DC 20016	N/A	PC	General operating support	\$ 3,000.
Conard House Inc 1385 Mission Street, Suite 200 San Francisco CA 94103	N/A	PC	General operating support	2,000.
Human Rights Watch 350 Fifth Avenue, 34th Floor New York NY 10118	N/A	PC	General operating support	2,000.
Global Collaboration Lab Network Washington DC area Washington DC 20036	N/A	PC	General operating support	2,000.
Can Do! 578 Washington Blvd, Suite 390 Maria del Rey CA 90292	N/A	PC	General operating support	1,200.
Responds of Suffolk County PO Box 300 Stony Brook NY 11790	N/A	PC	General operating support	1,000.
Headstrong Project 655 Madison Avenue, 18th Floor New York NY 10065	N/A	PC	General operating support	1,000.
WildAid Inc 333 Pine Street #3 San Francisco CA 94104	N/A	PC	General operating support	1,000.
John Gardner Fellowship Association 450 Serra Mall Stanford CA 94305	N/A	PC	General operating support	800.
The Desmond & Leah Tutu Legacy Fdtn 1st Floor Clock Tower Building Cape Town 8001 South Africa	N/A	PC	General operating support	750.

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<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
The Fund for Global Human Rights 1301 Connecticut Ave NW, Suite 400 Washington DC 20036	N/A	PC	General operating support	\$ 600.
Center for Civilians in Conflict 1850 M Street NW, Suite 350 Washington DC 20036	N/A	PC	General operating support	600.
The Lab School of Washington 4759 Reservoir Road NW Washington DC 20007	N/A	PC	General operating support	600.
Sunset Youth Services 3918 Judah St San Francisco CA 94122	N/A	PC	General operating support	600.
Verite Inc 44 Belchertown Road Amherst MA 01002	N/A	PC	General operating support	600.
Escuela Bilingue International 410 Alcatraz Avenue Oakland CA 94609	N/A	PC	General operating support	500.
Friends of Rockridge Library Box 3723 Oakland CA 94609	N/A	PC	General operating support	400.
Planned Parenthood 123 William Street, 10th Floor New York NY 10038	N/A	PC	General operating support	400.
American Civil Liberties Union Foundation 125 Broad Street, 18th Floor New York NY 10004	N/A	PC	General operating support	300.
Badass Brooklyn Animal Rescue 419 McDonald Ave, Box 180523 Brooklyn NY 11218	N/A	PC	General operating support	300.

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Good Weave International 1111 14th Street NW, Suite 820 Washington DC 20005	N/A	PC	General operating support	\$ 300.
Dwight Hall at Yale 143 Elm Street New Haven CT 06511	N/A	PC	General operating support	200.
Pen American Center Inc 588 Broadway #303 New York NY 10012	N/A	PC	General operating support	200.
Union of Concerned Scientists, Inc 500 12th Street, Suite 340 Oakland CA 94607	N/A	PC	General operating support	200.
New England Center and Home for Veterans 17 Court Street Boston MA 02108	N/A	PC	General operating support	200.
Northampton Survival Center 265 Prospect Street Northampton MA 01060	N/A	PC	General operating support	200.
Women in International Security WIIS 2301 Constitution Ave NW Washington DC 20037	N/A	PC	General operating support	200.
Groundswell International Inc 1875 Connecticut Ave NW, 10th Floor Washington DC 20009	N/A	PC	General operating support	200.
Abby's House 52 High Street Worcester MA 01609	N/A	PC	General operating support	200.
Doctors Without Borders USA 333 7th Avenue, 2nd Floor New York NY 10001	N/A	PC	General operating support	200.
Kalamazoo College 1200 Academy Street Kalamazoo MI 49006	N/A	PC	General operating support	200.

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University of Washington Foundation 4333 Brooklyn Ave NE Seattle WA 98105	N/A	PC	General operating support	\$ 200.
University of Michigan Law School Fund 701 South State Street Ann Arbor MI 48109	N/A	PC	General operating support	200.
American Red Cross PO Box 37839 Boone IA 50037	N/A	PC	General operating support	200.
Washington Educational Telecommunication 3939 Campbell Avenue Arlington VA 22206	N/A	PC	General operating support	120.
American Civil Liberties Union Foundation 125 Broad Street, 18th Floor New York NY 10004	N/A	PC	General operating support	100.
Center for Reproductive Rights 199 Water Street New York NY 10038	N/A	PC	General operating support	100.
Planned Parenthood 123 William Street, 10th Floor New York NY 10038	N/A	PC	General operating support	70.

Total \$ 20,649,919.

Statement attached to Part VII-A, question 11:
Controlled entity list

Humanity United Charitable Fund
One Letterman Drive, Bldg D, Suite D3100
San Francisco, CA 94129
EIN: 46-2666558
Entity is not an excess building holding

Working Capital GP, LLC
One Letterman Drive, Bldg D, Suite D3100
San Francisco, CA 94129
EIN: 30-0961782
Entity is not an excess building holding

Grantee Name	Grantee Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended	Diversions by Grantee?	Dates of Reports by Grantees	Verification Results
Liberty & Justice, Inc	302A West 12th Street, #309, New York, NY 10014	10/11/2011	\$ 600,000	Equity PRI for Conflict Transformation	\$ 600,000	No	3/31/2012, 3/31/2013, 4/3/2014, 4/17/2015, 2/18/2016	
Aegis Trust	The Holocaust Centre, Laxton, Newark, Nottinghamshire, UK NG22 0PA, United Kingdom	10/25/2013	\$ 150,000	Conflict transformation	\$ 92,563	No	10/26/2014, 10/27/2014, 4/1/2015	Final report has not been received, and the grantee has failed to account for all of the grant funds. The Foundation has taken reasonable and appropriate steps to obtain the final report and recover the unaccounted for grant funds, including multiple requests for the final report and unaccounted for grant funds and the issuance of a demand letter. Despite such steps, the grantee has been uncooperative. The Foundation has not received information indicating that the grant was expended for purposes other than the purposes of the grant, and it will terminate the grant and conclude expenditure responsibility reporting in 2017 following a determination that the Foundation has exhausted efforts to obtain the report and unaccounted for funds. The Foundation has notified the grantee that it is ineligible for new grants or future payments from the Foundation unless and until the grantee provides the final report and the unaccounted for funds are recovered or restored, the Foundation has received assurances that the grantee will account for all grant funds in the future, and the grantee will take extraordinary precautions to ensure that it accounts for all grant funds in the future
Budapest Centre for the International Prevention of Genocide and Mass Atrocities	Villányi út 47, Budapest, 1118, Hungary	12/16/2014	\$ 300,000	Conflict transformation	\$ 300,000	No	9/29/2015, 5/31/2016, 11/30/2016	
Sudan Democracy First Group	Plot 44/46 Martyrs' Way, Ninda, Kampala, Uganda	12/17/2014	\$ 259,999	Conflict transformation	\$ 260,086	No	6/17/2015, 12/15/2015, 8/16/2016	
LabotVoices	10 Rollins Road, Suite 221, Millbrae, CA, 94030- 3130, United States	10/20/2015	\$ 189,000	Human trafficking prevention	\$ 189,000	No	2/23/2016, 6/17/2016, 10/31/2016	
Sudan Tribune	13, rue de la Croix Biche, Noisy Le Grand, 93160, France	11/6/2015	\$ 300,000	Conflict transformation	\$ 234,020	No	12/31/2016, Final Report due 2017	

United Nations Institute for Training and Research (UNITAR)	International Environment House, Chemin des Anémones 11-13, Geneva, Châtelaine, CH-1219, Switzerland	11/25/2015	\$ 156,170	Conflict transformation	\$ 59,721	No	10/19/2016, Final Report due 2017	
F-1Soft International Pvt Ltd	Ward No. 14 Kuleshwar of Kathmandu Metropolitan, Kathmandu, Nepal	12/3/2015	\$ 65,000	Labor migration	\$ 65,000	No	4/8/2016, 10/7/2016	
Project Provenance Limited	Highgate Studios, 53-79 Highgate Road, London, London NW5 1TL, NW5 1TL, United Kingdom	12/7/2015	\$ 125,000	Human trafficking prevention	\$ 125,020	No	7/15/2016	
Asia Training Center	Nagarjun - 02, Kathmandu, Nepal	12/14/2015	\$ 416,931	Labor migration	\$ 188,964	No	7/6/2016, 12/13/2016, Final Report due 2017	
Henry Dunant Centre for Humanitarian Dialogue	114 rue de Lasanna, 1202 Geneva, Switzerland	12/16/2015	\$ 236,000	Conflict transformation	\$ 229,496	No	7/1/2016, 12/31/2016, Final Report due 2017	
Traceregister, LLC	119 First Ave S, Suite LL1, Seattle, WA, 98104, United States	5/16/2016	\$ 250,000	Human trafficking prevention	\$ -	No	Report due in 2017	
Iwacu	Rohero 1 - Quartier INSS Avenue Mwaro 18, BP 1842/Bujumbura, Burundi	5/30/2016	\$ 77,408	Conflict transformation	\$ -	No	Report due in 2017	
ELEVATE Hong Kong Holdings, Ltd	Unit 1, 19/F, Anon Commercial Building 2-12 Queen's Road West, Sheung Wan, Hong Kong	8/21/2016	\$ 136,500	Slavery prevention	\$ -	No	Report due in 2017	
Sudan Democracy First Group	Plot 44/46 Martyrs' Way, Ntinda, Kampala, Uganda	9/7/2016	\$ 250,000	Conflict transformation	\$ -	No	Report due in 2017	
Workers Cup LLC	28 Redgrave Road SW15 1PX, London, United Kingdom	10/5/2016	\$ 115,000	Human trafficking prevention	\$ -	No	Report due in 2017	

LaborVoices	10 Rollins Road, Suite 221, Millbrae, CA, 94030-3130, United States	10/12/2016	\$ 215,000	Human trafficking prevention	\$ -	No	Report due in 2017	
F-1Soft International Pvt Ltd	Ward No. 14 Kuleshwar of Kathmandu Metropolitan, Kathmandu, Nepal	12/13/2016	\$ 350,000	Labor migration	\$ -	No	Report due in 2017	
Henry Dunant Centre for Humanitarian Dialogue	114 rue de Lasanna, 1202 Geneva, Switzerland	12/19/2016	\$ 150,000	Conflict transformation	\$ -	No	Report due in 2017	
The FAIR Hiring Initiative, Inc	Unit 19 Leyte ICOT Park, National Highway, Paving, Palo, Leyte, Philippines	12/20/2016	\$ 233,670	Anti-slavery supply chain	\$ -	No	Report due in 2017	
Law and Policy Forum for Social Justice	Pragati Street 2, House no 92/30, KMC-32, Anamnagar, PO Box 12577, Kathmandu, Nepal	12/23/2016	\$ 169,275	Labor migration	\$ -	No	Report due in 2017	