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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation BROADCOM FOUNDATION		A Employer identification number 26-4754581						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (949) 464-4138						
4041 MACARTHUR BLVD, SUITE 510								
City or town, state or province, country, and ZIP or foreign postal code NEWPORT BEACH, CA 92660								
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	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. ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 102,564,677.								
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B.				
	3 Interest on savings and temporary cash investments	3,960.	3,960.		
	4 Dividends and interest from securities	3,096,497.	3,096,497.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-242,438.			
	b Gross sales price for all assets on line 6a	42,801,320.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)					
11 Other income (attach schedule) ATCH. 1	7,384.				
12 Total. Add lines 1 through 11	2,865,403.	3,100,457.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	316,346.			316,346.
	14 Other employee salaries and wages	162,518.			162,518.
	15 Pension plans, employee benefits	84,995.			84,995.
	16a Legal fees (attach schedule) ATCH. 2	2,720.			2,720.
	b Accounting fees (attach schedule) ATCH. 3	16,000.			16,000.
	c Other professional fees (attach schedule) [4]	477,114.	423,331.		53,783.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [5]	55,965.	17,465.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	2,962.			2,962.
	21 Travel, conferences, and meetings	87,060.			87,060.
	22 Printing and publications	15,307.			15,307.
	23 Other expenses (attach schedule) ATCH. 6	168,921.	724.		168,197.
	24 Total operating and administrative expenses. Add lines 13 through 23.	1,389,908.	441,520.		909,888.
	25 Contributions, gifts, grants paid	3,894,286.			3,894,286.
26 Total expenses and disbursements. Add lines 24 and 25	5,284,194.	441,520.	0.	4,804,174.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-2,418,791.				
b Net investment income (if negative, enter -0-)		2,658,937.			
c Adjusted net income (if negative, enter -0-)					

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	5,311,077.	1,863,587.	1,863,587.
	3	Accounts receivable ▶ 19,069.			
		Less allowance for doubtful accounts ▶	26,801.	19,069.	19,069.
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable.			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use.			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule) [7.]	15,276,769.	13,518,458.	13,315,972.
	b	Investments - corporate stock (attach schedule) ATCH 8	43,864,964.	39,870,797.	52,151,386.
	c	Investments - corporate bonds (attach schedule) ATCH 9	29,225,230.	36,014,139.	35,214,663.
Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	93,704,841.	91,286,050.	102,564,677.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue.			
	20	Loans from officers, directors, trustees, and other disqualified persons. .			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	93,704,841.	91,286,050.	
	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).	93,704,841.	91,286,050.	
	31	Total liabilities and net assets/fund balances (see instructions)	93,704,841.	91,286,050.	

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	93,704,841.
2	Enter amount from Part I, line 27a.	2	-2,418,791.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	91,286,050.
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	91,286,050.

Form 990-PF (2016)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-242,438.
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	3,164,284.	102,054,206.	0.031006
2014	4,444,245.	103,243,892.	0.043046
2013	3,920,178.	83,222,901.	0.047105
2012	3,827,091.	74,150,292.	0.051613
2011	2,693,323.	63,533,681.	0.042392
2 Total of line 1, column (d)			2 0.215162
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.043032
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 100,717,221.
5 Multiply line 4 by line 3.			5 4,334,063.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 26,589.
7 Add lines 5 and 6.			7 4,360,652.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 4,804,174.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	26,589.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	26,589.
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	26,589.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	64,919.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	64,919.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	38,330.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☒ 26,600. Refunded ☒	11	11,730.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
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? If "Yes," complete Part II, col (c), and Part XV	X	
8a 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

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

Website address **WWW.BROADCOMFOUNDATION.ORG**

14 The books are in care of **MARIA WRONSKI** Telephone no **949-464-4138**
 Located at **4041 MACARTHUR BLVD, STE 510 NEWPORT BEACH, CA** ZIP+4 **92660**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year **15**

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?	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Form 990-PF (2016)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

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

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No **ATCH 10**

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		316,346.	31,700.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CAROL MCDONALD	EXEC ADMIN ASSISTANT	74,057.	12,031.	0.
NICOLAOS ALEXOPOULOS	FOUNDATION PERSON	88,461.	5,307.	0.

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 12		519,331.

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	100,079,141.
b	Average of monthly cash balances	1b	2,171,845.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	102,250,986.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	102,250,986.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	1,533,765.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	100,717,221.
6	Minimum investment return. Enter 5% of line 5	6	5,035,861.

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

1	Minimum investment return from Part X, line 6	1	5,035,861.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	26,589.
b	Income tax for 2016. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	26,589.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,009,272.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,009,272.
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	5,009,272.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	4,804,174.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,804,174.
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	26,589.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,777,585.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				5,009,272.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			4,691,122.	
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
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 ▶ \$ <u>4,804,174.</u>				
a Applied to 2015, but not more than line 2a			4,691,122.	
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.				113,052.
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.				4,896,220.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 13				
Total			3a	3,894,286.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .			14	3,960.		
4 Dividends and interest from securities			14	3,096,497.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property. .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	-242,438.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory. .						
11 Other revenue a _____						
b ATCH 14 _____				7,384.		
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)				2,865,403.		
13 Total. Add line 12, columns (b), (d), and (e)				13		2,865,403.

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

[illegible]

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAX REFUND	7,384.
TOTALS	<u>7,384.</u>

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GENERAL CONSULTATIONS	2,720.			2,720.
TOTALS	<u>2,720.</u>			<u>2,720.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AUDIT FEES	16,000.			16,000.
TOTALS	<u>16,000.</u>			<u>16,000.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT SERVICES	423,331.	423,331.	
DESIGN SERVICES	13,461.		13,461.
WEBSITE DEVELOPMENT	11,483.		11,483.
MASTERS PROGRAM APP UPDATE	9,800.		9,800.
COMMUNICATION SERVICES	14,820.		14,820.
IT SERVICES	4,219.		4,219.
TOTALS	<u>477,114.</u>	<u>423,331.</u>	<u>53,783.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF ESTIMATED TAX FOR 2016	38,500.	
FOREIGN TAX PAID	17,465.	17,465.
TOTALS	<u>55,965.</u>	<u>17,465.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	96,000.		96,000.
BANK CHARGES	724.	724.	
CELL PHONE PLAN	1,839.		1,839.
COMPUTERS/ELECTRONIC DEVICES	16,684.		16,684.
EQUIPMENT/FURNITURE PURCHASE	11,594.		11,594.
INDEMNIFICATION INSURANCE	8,186.		8,186.
INSURANCE PREMIUMS	10,234.		10,234.
OFFICE SUPPLIES	8,743.		8,743.
PAYROLL PROCESSING FEES	4,056.		4,056.
POSTAGE/DELIVERY SERVICE	363.		363.
WEBSITE HOSTING/SUPPORT	10,498.		10,498.
TOTALS	168,921.	724.	168,197.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US T NOTE - 1.625% - 02/15/202	2,807,168.	2,803,140.
US T NTS - 2.250% - 11/15/2024	1,568,672.	1,490,805.
US TIPS - 0.125% - 01/15/2023	1,560,381.	1,559,154.
US TIPS - 0.250% - 01/15/2025	3,080,875.	3,010,931.
US TIPS - 0.625% - 01/15/2026	1,556,182.	1,539,273.
US OBLIGATIONS TOTAL	<u>10,573,278.</u>	<u>10,403,303.</u>
ALAMEDA FING-B - 4.482% - 07/0	300,000.	304,701.
CUYAHOGA ECON TXB G - 5.000% -	586,500.	625,080.
LOS ANGELES CALIF - 5.081% - 0	1,058,680.	974,418.
UNIVERSITY NC CHAPEL HILL REV	1,000,000.	1,008,470.
STATE OBLIGATIONS TOTAL	<u>2,945,180.</u>	<u>2,912,669.</u>
US AND STATE OBLIGATIONS TOTAL	<u>13,518,458.</u>	<u>13,315,972.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3M CO	333,035.	535,710.
ABBOTT LABS	431,376.	518,535.
ACCENTURE PLC	385,514.	702,780.
AIR PRODS & CHEM INC	299,823.	575,280.
AMERICAN WATER WORKS COMPANY I	418,136.	723,600.
AMGEN INC	551,884.	657,945.
ANADARKO PETROLEUM CORP	369,546.	418,380.
ANALOG DEVICES INC	376,105.	674,858.
AUTOMATIC DATA PROCESSING INC	370,470.	616,680.
AVALONBAY CMNTYS INC	360,094.	389,730.
BECTON DICKINSON & CO	347,131.	662,200.
BERKSHIRE HATHAWAY INC. CLASS	594,024.	814,900.
BLACKROCK INC	329,127.	684,972.
BOEING CO	360,551.	778,400.
CHARLES SCHWAB CORP	550,115.	789,400.
CHEVRON CORP	562,016.	706,200.
CHUBB LIMITED	380,522.	792,720.
CLOROX CO	337,933.	540,090.
COLGATE-PALMOLIVE COMPANY	335,449.	523,520.
CONOCOPHILLIPS	385,944.	376,050.
COSTCO WHOLESALE CORPORATION	530,455.	560,385.
CUMMINS INC	589,978.	683,350.
CVS CAREMARK CORP	411,456.	552,370.
DOMINION RESOURCES INC	451,789.	651,015.
DU PONT DE NEMOURS	365,323.	550,500.
DUKE ENERGY CO	576,039.	620,960.
EAST WEST BANCORP, INC	349,951.	508,300.
EMERSON ELECTRIC CO	272,808.	278,750.
EXXON MOBIL CORP	777,118.	902,600.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FASTENAL COMPANY	507,820.	587,250.
FIRST REP BK SAN FRANCISCO CAL	249,500.	229,900.
FLAHERTY&CRUMRINE CLAYMORE P	1,024,802.	1,130,400.
GENERAL ELECTRIC CO	482,643.	774,200.
GOLDMAN SACHS GROUP PFD SER J	260,000.	253,600.
HOME DEPOT INC	389,703.	670,400.
HONEYWELL INTL	577,554.	579,250.
INT'L FLAVORS & FRAGRANCES INC	564,052.	589,150.
ISHARE SP SMALL CAP 600 INDEX	527,750.	618,840.
JOHNSON & JOHNSON	500,858.	806,470.
JOHNSON CONTROLS INTERNATIONAL	534,527.	481,882.
JP MORGAN CHASE	576,799.	1,035,480.
LOCKHEED MARTIN CORP	643,571.	749,820.
MERCK & CO INC	366,748.	588,700.
MICROSOFT CORP	410,939.	860,266.
MONDELEZ INTERNATIONAL INC	509,442.	620,620.
MORGAN STANLEY PFD SER F - 6.8	202,894.	202,800.
NEXTERA ENERGY, INC	309,956.	657,030.
NIKE INC-CL B	330,322.	660,790.
NOVO NORDISK A S	506,789.	537,900.
PAYCHEX	466,664.	669,680.
PAYPAL HOLDINGS, INC	421,657.	404,568.
PEPSICO INC	409,151.	627,780.
PIMCO INCOME FUND	2,853,646.	2,773,336.
PNC FINANCIAL SERVICES PFD SER	201,232.	204,675.
POWERSHARES II PFD	1,125,214.	1,138,400.
PROCTER GAMBLE CO	501,724.	630,600.
PUBLIC STORAGE INC	609,720.	614,625.
ROCHE HOLDING LTD ADR	382,653.	470,745.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SCHLUMBERGER LTD	459,231.	503,700.
STRYKER CORPORATION	261,309.	599,050.
TAIWAN SEMICONDUCTOR MFG CO LT	414,255.	675,625.
TARGET CORPORATION	490,505.	613,955.
TIME WARNER INC	603,577.	820,505.
UNILEVER PLC AMER	567,839.	569,800.
UNION PACIFIC	282,611.	518,400.
UNITED PARCEL SERVICE	472,430.	687,840.
UNITEDHEALTH GROUP INC	603,678.	800,200.
V F CORP	380,201.	613,525.
VANGUARD FTSE EMERGING MARKETS	303,153.	304,130.
VANGUARD INFORMATION TECHNOLOG	3,232,738.	3,948,749.
VANGUARD MSCI EUROPEAN ETF	527,195.	503,370.
VANGUARD SF REIT ETF	656,811.	660,240.
VERIZON COMMUNICATIONS	562,293.	747,320.
VISA INC	586,068.	663,170.
VSM	26,707.	56,140.
WALT DISNEY HOLDINGS CO	339,904.	677,430.
WELLS FARGO PF CL A	248,250.	228,900.
TOTALS	<u>39,870,797.</u>	<u>52,151,386.</u>

FORM 990PF, PART II - CORPORATE BONDSATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACTAVIS FUNDING BD - 3.450% -	1,715,759.	1,725,516.
AMAZON COM - 3.300% - 12/05/20	1,580,250.	1,554,375.
AMERICAN EXPRESS CO - 5.200% -	142,950.	147,750.
AMGEN INC - 3.450% - 10/01/202	1,562,750.	1,554,225.
AMGEN INC BOND - 2.125% - 05/1	698,747.	702,282.
BANK OF AMERICA CORP JR SUBORD	259,375.	261,250.
BANK OF AMERICA SR NTS - 6.000	1,618,875.	1,543,470.
BANK OF MONTREAL - 0.879% - 04	1,500,725.	1,505,775.
CAPITAL ONE BND - 2.250% - 02/	1,475,314.	1,481,593.
CHEVRON CORP NOTE - 0.026% - 0	1,505,085.	1,478,835.
CITIGROUP INC - 4.450% - 01/10	329,278.	305,130.
CITIGROUP INC - 5.950% - 12/31	253,750.	253,438.
CITIGROUP INC BOND - 6.250% -	255,625.	257,250.
CVS CAREMARK CORP - 3.500% - 0	1,046,920.	1,027,490.
CVS HEALTH CORP NOTE - 0.040%	1,677,675.	1,580,475.
FORD MOTOR CREDIT - 1.500% - 0	501,325.	500,040.
FORD MOTOR CREDIT CO - 3.000%	1,821,379.	1,760,184.
GOLDMAN SACHS GROUP - 2.625% -	1,521,720.	1,516,125.
INTEL CORP - 3.100% - 07/29/20	458,350.	442,182.
JPMORGAN CHASE & CO - 1.800% -	14,988.	15,017.
JPMORGAN CHASE & CO - 3.200% -	1,523,970.	1,516,695.
JPMORGAN CHASE & CO - 5.150% -	252,500.	238,125.
JPMORGAN CHASE & CO SR NT - 6.	166,395.	156,470.
KINDER MORGAN ENER PARTNERS -	1,426,867.	1,278,863.
MICROSOFT CORP - 1.625% - 12/0	496,047.	502,800.
MORGAN STANLEY - 5.450% - 01/0	1,558,938.	1,500,735.
MORGAN STANLEY - 6.000% - 01/2	593,559.	605,250.
OCCIDENTAL PETE CORP - 1.500%	849,303.	850,774.
PNC FIN - 6.750% - 12/31/2049	166,188.	161,438.

FORM 990PF, PART II - CORPORATE BONDSATTACHMENT 9 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROGRESS ENERGY INC - 4.875% -	1,806,393.	1,718,208.
SCHWAB CHARLES CORP - 0.000% -	265,000.	284,375.
SCHWAB CHARLES CORP PERPETUAL	100,000.	94,000.
STARWOOD HOTELS & RESORTS - 6.	877,200.	799,515.
TIME WARNER INC - 4.750% - 03/	1,646,030.	1,606,950.
TORONTO-DOMINION BANK - 1.450%	1,501,365.	1,492,710.
UNITED PARCEL SERVICE - 5.125%	518,189.	482,863.
VERIZON - 3.450% - 03/15/2021	1,559,850.	1,548,600.
WELLS FARGO & CO NEW DEPOSITAR	266,875.	262,475.
WELLS FARGO - 2.100% - 05/08/2	498,630.	501,415.
TOTALS	<u>36,014,139.</u>	<u>35,214,663.</u>

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
42801320.		PUBLICLY-TRADED SECURITIES 43043758.					-242,438.	
TOTAL GAIN(LOSS)							<u>-242,438.</u>	

ATTACHMENT 10FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: UK ELECTRONICS SKILLS FOUNDATION
GRANTEE'S ADDRESS: STE 47, GEDDES HOUSE, KIRKTON N.
CITY, STATE & ZIP: LIVINGSTON
FOREIGN PROVINCE: W LOTHIAN
FOREIGN COUNTRY: UNITED KINGDOM EH546GU
GRANT DATE: 01/22/2014
GRANT AMOUNT: 7,500.
GRANT PURPOSE: TO SUPPORT UK ELECTRONICS SKILLS FOUNDATION SUMMER
SCHOOL PROJECT
AMOUNT EXPENDED: 7,500.
ANY DIVERSION? NO
DATES OF REPORTS: 2/23/15, 2/7/17
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: UK ELECTRONICS SKILLS FOUNDATION
GRANTEE'S ADDRESS: STE 47, GEDDES HOUSE, KIRKTON N.
CITY, STATE & ZIP: LIVINGSTON W
FOREIGN PROVINCE: LOTHIAN
FOREIGN COUNTRY: UNITED KINGDOM EH546GU
GRANT DATE: 04/30/2015
GRANT AMOUNT: 15,000.
GRANT PURPOSE: TO SUPPORT UK ELECTRONICS SKILLS FOUNDATION SUMMER
SCHOOL PROJECT
AMOUNT EXPENDED: 15,000.
ANY DIVERSION? NO
DATES OF REPORTS: 2/7/17
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: WESTED
GRANTEE'S ADDRESS: 730 HARRISON STREET
CITY, STATE & ZIP: SAN FRANCISCO, CA 94107
GRANT DATE: 04/30/2015
GRANT AMOUNT: 10,000.
GRANT PURPOSE: TO SUPPORT OC STEM ECOSYSTEM INITIATIVE, A PROJECT OF
VOLUNTEER CENTER OF GREATER ORANGE COUNTY
AMOUNT EXPENDED: 10,000.
ANY DIVERSION? NO
DATES OF REPORTS: 7/8/16
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: CAMBRIDGE UNIVERSITY-COMPUTER LABORATORY
GRANTEE'S ADDRESS: W GATES BLDG 15 JJ THOMSON AVE
CITY, STATE & ZIP: CAMBRIDGE
FOREIGN COUNTRY: UNITED KINGDOM CB3 0FD

CONT'D ON NEXT PAGE

ATTACHMENT 10 (CONT'D)FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANT DATE: 11/10/2014
GRANT AMOUNT: 25,000.
GRANT PURPOSE: TO SUPPORT THE RASPBERRY PI COMPUTER PROJECT
AMOUNT EXPENDED: 25,000.
ANY DIVERSION? NO
DATES OF REPORTS: 2/25/16
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: NATIONAL INST OF TECH - TIRUCHIRAPPALLI
GRANTEE'S ADDRESS: TANJORE MAIN RD, NATIONAL HWY 67
CITY, STATE & ZIP: TIRUCHIRAPPALLI
FOREIGN PROVINCE: TAMIL NADU
FOREIGN COUNTRY: INDIA
GRANT DATE: 10/21/2014
GRANT AMOUNT: 5,000.
GRANT PURPOSE: TO SUPPORT SCIENTIFIC RESEARCH
AMOUNT EXPENDED: 5,000.
ANY DIVERSION? NO
DATES OF REPORTS: 11/2/15, 7/20/16 AND 7/21/17
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: UNIVERSITA DEGLI STUDI DI PAVIA
GRANTEE'S ADDRESS: CORSO STRADA NUOVA 65
CITY, STATE & ZIP: PAVIA
FOREIGN COUNTRY: ITALY
GRANT DATE: 11/20/2012
GRANT AMOUNT: 25,000.
GRANT PURPOSE: TO SUPPORT SCIENTIFIC RESEARCH
AMOUNT EXPENDED: 25,000.
ANY DIVERSION? NO
DATES OF REPORTS: 1/10/14, 9/12/14, 5/15/15, 9/15/16, 5/12/17
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

Part VII-B, Line 5c (990-PF) – Expenditure Responsibility

Pursuant to IRC Regulation 53.4945-5(d)(2), Broadcom Foundation (the "Foundation") provides the following information for one grant

(i)	Grantee	Technion Research and Development Foundation (the "Grantee") Technion City Haifa, Israel 32000
(ii)	Date of Grant	12/23/2013
	Amount of Grant	\$25,000
(iii)	Purpose of Grant	To support the Wii Kinect Enhanced Active Vision Project
(iv) – (vi)	Reports of Amounts Expended & Diversions	The Grantee has not submitted any annual reports regarding the December 2013. The Foundation has made numerous good faith attempts on multiple dates to contact the Grantee and request the annual report with respect to the grant funds, which attempts have been documented by the Foundation, but has not been able to obtain such report. Per Section 53.4945-5(e)(2) of the Treasury Regulations, the failure of Grantee to submit the annual report will not result in a taxable expenditure for the Foundation because the Foundation (i) made the grant in accordance with paragraph (b) of said section of the Regulations, (ii) has complied with the reporting requirements contained in paragraph (d) of said section of the Regulations, (iii) made a reasonable effort to obtain the required report, and (iv) will withhold all future payments on any grant to this Grantee until such report is furnished. Accordingly, the Foundation will not include an expenditure responsibility report for this grant on its future Forms 990-PF. To the knowledge of the Foundation, no funds have been diverted to any activity other than the activity for which the grant was originally made
(vii)	Verification of Reports	The Foundation has not received any reports from the Grantee; therefore, the foundation has been unable to verify a report.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ERIC K BRANDT* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	DIRECTOR 1.00	0.	0.	0.
ARTHUR CHONG* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	DIRECTOR 1.00	0.	0.	0.
LAURI FISCHER* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	SEC 1.00	0.	0.	0.
PAULA GOLDEN 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660	PRES / EXECUTIVE DIR 40.00	225,961.	17,601.	0.
KAREN H KAHN* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	DIRECTOR 1.00	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SCOTT A MCGREGOR* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	CHAIRMAN / DIRECTOR 1.00	0.	0.	0.
CARL MCKINZIE 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660	DIRECTOR 1.00	0.	0.	0.
GREGG S MORRISON* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	CHIEF FINANCIAL OFFICER 1.00	0.	0.	0.
NANCY PHILLIPS* 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM FOUNDATION IN 2016.	DIRECTOR 1.00	0.	0.	0.
HENRY SAMUELI 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660	DIRECTOR 1.00	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MARIA WRONSKI 4041 MACARTHUR BLVD, SUITE 510 NEWPORT BEACH, CA 92660 *REMOVED FROM POSITION IN 2016.	CFO / TREAS* / SEC 20.00	90,385.	14,099.	0.
	GRAND TOTALS	316,346.	31,700.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
COVINGTON CAPITAL MANAGEMENT 601 SOUTH FIGUEROA ST, STE 2000 LOS ANGELES, CA 90017-5726	INVESTMENT MGT	423,331.
FOUNDATION SOURCE 55 WALLS DRIVE, 3RD FLOOR FAIRFIELD, CT 06824	ADMINISTRATIVE	96,000.
TOTAL COMPENSATION		<u>519,331.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13

<u>RECIPIENT NAME AND ADDRESS</u>		<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ALEARN 3777 STEVENS CREEK BLVD STE 330 SANTA CLARA, CA 95051	N/A PC		AFTER SCHOOL MATH FOR THE UNDERSERVED PROGRAM	2,500.
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY INC ONE BATTERY PARK PLZ, 25TH FL NEW YORK, NY 10004	N/A PC		BRCM ISRAEL NATIONAL SCIENCE FAIR FUND	28,169.
AMERICAN FRIENDS OF THE TEL AVIV UNIVERSITY INC 39 BROADWAY RM 1510 NEW YORK, NY 10006	N/A PC		TEL AVIV UNIVERSITY SUMMER WORKSHOP FOR GIRLS	10,000.
AMERICAN FRIENDS OF THE TEL AVIV UNIVERSITY INC 39 BROADWAY RM 1510 NEW YORK, NY 10006	N/A PC		TO SUPPORT HOSTING EVENTS ASSOCIATED WITH THE JANUARY 2017 CONVENING OF ISRAEL STEM FUNDERS	20,000
AMERICAN FRIENDS OF THE TEL AVIV UNIVERSITY INC 39 BROADWAY RM 1510 NEW YORK, NY 10006	N/A PC		TO SUPPORT STUDENT RESEARCH, FACULTY SUPPORT AND EVENT PLANNING AND ADMINISTRATION AS 2017 HOST UNIVERSITY OF THE FIRST EMEA UNIVERSITY WORKSHOP	175,000
AMERICAN FRIENDS OF THE TEL AVIV UNIVERSITY INC 39 BROADWAY RM 1510 NEW YORK, NY 10006	N/A PC		CHARITABLE EVENT	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARIZONA SCIENCE CENTER 600 E WASHINGTON ST PHOENIX, AZ 85004	N/A PC	BRM ARIZONA SCIENCE & ENGINEERING FAIR PROGRAM	2,500
AUSTIN SCIENCE EDUCATION FOUNDATION 704 W GIBSON ST AUSTIN, TX 78704	N/A PC	BRM REGIONAL FAIR PROGRAM	2,500
BEIJING TSINGHUA UNIVERSITY NO 1 TSINGHUA YUAN, HAIDIAN DIST BEIJING CHINA	N/A PC	KKT WORKSHOP FUND	12,500
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DR GOLDEN GATE P SAN FRANCISCO, CA 94118	N/A PC	DEVELOPMENT OF ONLINE TEACHING MATERIALS FOR STEM FUND	25,000
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DR GOLDEN GATE P SAN FRANCISCO, CA 94118	N/A PC	STEM ECOSYSTEMS (NORTHERN CALIFORNIA) FUND	20,000.
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DR GOLDEN GATE P SAN FRANCISCO, CA 94118	N/A PC	TEACHER TRAINING FUND	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CIDA FOUNDATION 1107 LAKEVIEW DR FAIRFIELD, IA 52556	N/A PC	RASPBERRY PI WORKSHOPS FUND	3,000
COMPUTER HISTORY MUSEUM 1401 N SHORELINE BLVD MOUNTAIN VIEW, CA 94043	N/A PC	DESIGN_CODE_BUILD PROGRAM	450,000
DISCOVERY SCIENCE CENTER OF ORANGE COUNTY 2500 N MAIN ST SANTA ANA, CA 92705	N/A PC	AFTER SCHOOL CODING PROGRAM	25,000
DISCOVERY SCIENCE CENTER OF ORANGE COUNTY 2500 N MAIN ST SANTA ANA, CA 92705	N/A PC	STEM ECOSYSTEM OUTREACH - DISCOVER CUB SITES PROGRAM	50,000.
ENVISION EXCELLENCE IN STEM EDUCATION 2108 LAMBERTON RD CLEVELAND HEIGHTS, OH 44118	N/A PC	NATIONAL STEM FUNDERS NETWORK ANNUAL FUND	15,000
ENVISION EXCELLENCE IN STEM EDUCATION 2108 LAMBERTON RD CLEVELAND HEIGHTS, OH 44118	N/A PC	NATIONAL STEM FUNDERS NETWORK ANNUAL FUND	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GIRL SCOUTS OF ORANGE COUNTY 9500 TOLEDO WAY IRVINE, CA 92618	N/A PC	GIRL SCOUT BADGE AND CODING PROGRAM	10,000
GIRL SCOUTS OF ORANGE COUNTY 9500 TOLEDO WAY IRVINE, CA 92618	N/A PC	DEVELOPMENT OF THE 2016 STEM BADGE INSTRUCTION MANUAL PROJECT	10,000
GIRLS INCORPORATED OF ORANGE COUNTY 1815 ANAHEIM AVE COSTA MESA, CA 92627	N/A PC	AFTERSCHOOL PROGRAM	5,000
GIVE2ASIA 340 PINE ST, STE 501 SAN FRANCISCO, CA 94104	N/A PC	KKT WORKSHOP AT KEIO UNIVERSITY	5,000
GIVE2ASIA 340 PINE ST, STE 501 SAN FRANCISCO, CA 94104	N/A PC	KKT WORKSHOP AT KEIO UNIVERSITY	20,000
GWINNETT COUNTY PUBLIC SCHOOLS FOUNDATION FUND INC 437 OLD PEACHTREE RD NW SUWANEE, GA 30024	N/A PC	BRCM REGIONAL FAIR PROGRAM	2,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
IMPERIAL COLLEGE FOUNDATION INC 837 STATE ST ATLANTA, GA 30332	N/A PC	FIRST EMEA UNIVERSITY RESEARCH WORKSHOP	75,000
INTERNATIONAL MEDICAL CORPS 12400 WILSHIRE BLVD STE 1500 LOS ANGELES, CA 90025	N/A PC	HURRICANE MATTHEW RELIEF EFFORTS IN HAITI	5,000
IRVINE PUBLIC SCHOOLS FOUNDATION 1 POST STE 250 IRVINE, CA 92618	N/A PC	BRCM FAIR FOR IRVINE SCHOOL DISTRICT PROGRAM	17,000
KAIST U S FOUNDATION INC C/O CKP 3435 WILSHIRE BLVD NO 2240 LOS ANGELES, CA 90010	N/A SO I	KKT WORKSHOP AT KAIST UNIVERSITY	12,500
MASSACHUSETTS STATE SCIENCE & ENGINEERING FAIR INC 955 MASSACHUSETTS AVE #350 CAMBRIDGE, MA 02139	N/A PC	BRCM REGIONAL FAIR	3,000
MINNESOTA ACADEMY OF SCIENCE 970 RAYMOND AVE STE 103 SAINT PAUL, MN 55114	N/A PC	REGIONAL SCIENCE FAIR	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORTH MUSEUM CORPORATION 400 COLLEGE AVE LANCASTER, PA 17603	N/A PC	BRCM REGIONAL FAIR	2,500
ORANGE COUNTY SCIENCE AND ENGINEERING FAIR INC PO BOX 1361 HUNTINGTN BCH, CA 92647	N/A PC	BRCM REGIONAL FAIR (LEAD SPONSOR)	25,000
P E F ISRAEL ENDOWMENT FUNDS INC 630 3RD AVE 15TH FL NEW YORK, NY 10017	N/A PC	RASPBERRY PI WORKSHOPS FUND	10,000
PARTNERSHIP FOR PUBLIC SERVICE INC 1100 NEW YORK AVE NW STE 200E WASHINGTON, DC 20005	N/A PC	NOEMIE LEV'S FELLOWSHIP EXTENSION AT THE OFFICE OF SCIENCE AND TECHNOLOGY POLICY	9,418.
REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES 7400 BOELTER HALL LOS ANGELES, CA 90095	N/A PC	HSSAE FELLOWSHIPS FUND	250,000
RISE AGAINST HUNGER 3733 NATIONAL DR STE 200 RALEIGH, NC 27612	N/A PC	GENERAL & UNRESTRICTED	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SANTA CLARA VALLEY SCIENCE FAIR ASN PO BOX 307 LOS ALTOS, CA 94023	N/A PC	BRCM REGIONAL SCIENCE FAIR	2,500
SCIENCE BUDDIES 560 VALLEY WAY MILPITAS, CA 95035	N/A PC	ONLINE SCIENCE & ENGINEERING PROJECT	10,000
SILICON VALLEY EDUCATION FOUNDATION 1400 PARKMOOR AVE, STE 200 SAN JOSE, CA 95126	N/A PC	ACHIEVE PROGRAM	10,000
SOCIETY FOR SCIENCE & THE PUBLIC 1719 N ST NW WASHINGTON, DC 20036	N/A PC	BROADCOM MASTERS PROGRAM	1,819,959
SOCIETY FOR SCIENCE & THE PUBLIC 1719 N ST NW WASHINGTON, DC 20036	N/A PC	MASTERS INTERNATIONAL SUPPLEMENTAL BUDGET	20,000
SOCIETY FOR SCIENCE & THE PUBLIC 1719 N ST NW WASHINGTON, DC 20036	N/A PC	TEAM LEADERS FUND	18,240

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE JOHN HENRY NEWMAN FOUNDATION PO BOX 648081 VERO BEACH, FL 32964	N/A PC	EMEA UNIVERSITY RESEARCH WORKSHOP	75,000
THINK TOGETHER 2101 E 4TH ST BLDG B200 SANTA ANA, CA 92705	N/A PC	MASTERS JUNIOR VARSITY PROGRAM	5,000.
UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION 100 THEORY, STE 250 IRVINE, CA 92617	N/A PC	FABCAMP PROGRAM	5,000
UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION - THE H 5200 ENGINEERING HALL IRVINE, CA 92697	N/A PC	OAI K-14 FUTURE INNOVATORS INITIATIVE & ASPIRE/INSPIRE PROGRAM	75,000.
UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION - THE H 5200 ENGINEERING HALL IRVINE, CA 92697	N/A PC	TO SUPPORT THE 2017 PI ACADEMY IN ORANGE COUNTY AND COMMUNITY PROGRAMS ASSOCIATED WITH THE ACADEMY, BOTH BEFORE AND AFTER THE EVENT ITSELF	100,000
UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION - THE H 5200 ENGINEERING HALL IRVINE, CA 92697	N/A PC	UCI CALIT2 FELLOWSHIPS PROGRAM	250,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF SAN DIEGO 5998 ALCALA PARK SAN DIEGO, CA 92110	N/A PC	STEM LEARNING ECOSYSTEM INITIATIVE FOR THE VISTA PROGRAM	50,000
VIBHA INC HELP THEM GROW 1030 E EL CAMINO REAL SUNNYVALE, CA 94087	N/A PC	HELP THEM GROW LOTUS PROGRAM	10,000
VOLUNTEER CENTER OF GREATER ORANGE COUNTY - DBA ON 1901 E 4TH ST STE 100 SANTA ANA, CA 92705	N/A PC	OC STEM ECOSYSTEM EDUCATOR DEVELOPMENT PROGRAM AT UCI	5,000.
VOLUNTEER CENTER OF GREATER ORANGE COUNTY - DBA ON 1901 E 4TH ST STE 100 SANTA ANA, CA 92705	N/A PC	STEM FUNDERS NETWORK 2016 ANNUAL FUND	15,000
WIKI EDUCATION FOUNDATION 11 FUNSTON AVE STE A SAN FRANCISCO, CA 94129	N/A PC	GENERAL & UNRESTRICTED	25,000
WINGS OF FREEDOM 613 WATERVIEW DR COPPELL, TX 75019	N/A PC	HYDERABAD (INDIA) VOLUNTEER PROGRAM	3,000

TOTAL CONTRIBUTIONS PAID

3,894,286

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 14

<u>DESCRIPTION</u>	<u>BUSINESS</u>		<u>EXCLUSION</u>		<u>RELATED OR EXEMPT</u>	
	<u>CODE</u>	<u>AMOUNT</u>	<u>CODE</u>	<u>AMOUNT</u>	<u>FUNCTION</u>	<u>INCOME</u>
FEDERAL TAX REFUND			01	7,384.		
TOTALS				<u>7,384.</u>		