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Return of Private Foundation

2016

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation
THE ADDIE FOUNDATION UAD 1/28/011

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 630858

City or town, state or province, country, and ZIP or foreign postal code
CINCINNATI, OH 45263-0858

A Employer identification number
27-5078167

B Telephone number (see instructions)
513-534-5310

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

G Check all that apply: Initial return Amended return
 Final return Name change
 Address 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) ▶ \$ **4,673,822.**

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)
1	Contributions, gifts, grants, etc., received (attach schedule)	3,393,770.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	8,022.	8,022.		STMT 1
4	Dividends and interest from securities	93,639.	91,328.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	132,175.			
b	Gross sales price for all assets on line 6a	5,876,087.			
7	Capital gain net income (from Part IV, line 2)		132,175.		
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)				
12	Total. Add lines 1 through 11	3,627,606.	231,525.		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	1,000.	500.	NONE	500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	3,268.	1,110.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 5	46,036.	46,036.		
24	Total operating and administrative expenses. Add lines 13 through 23	50,304.	47,646.	NONE	500.
25	Contributions, gifts, grants paid	100,000.			100,000.
26	Total expenses and disbursements. Add lines 24 and 25	150,304.	47,646.	NONE	100,500.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	3,477,302.			
b	Net investment income (if negative, enter -0-)		183,879.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	2.	-5,897.	-5,897.	
	2	Savings and temporary cash investments	25,186.	41,338.	41,338.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations(attach schedule).				
	b	Investments - corporate stock (attach schedule)	755,374.	3,705,211.	3,965,533.	
	c	Investments - corporate bonds (attach schedule)	163,836.	679,398.	672,848.	
	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)	944,398.	4,420,050.	4,673,822.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons.				
	21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)		NONE			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	944,398.	4,420,050.		
	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)	944,398.	4,420,050.			
31	Total liabilities and net assets/fund balances (see instructions)	944,398.	4,420,050.			

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	944,398.
2	Enter amount from Part I, line 27a	2	3,477,302.
3	Other increases not included in line 2 (itemize) ▶ <u>ROUNDING</u>	3	19.
4	Add lines 1, 2, and 3	4	4,421,719.
5	Decreases not included in line 2 (itemize) ▶ <u>RETURN OF CAPITAL ADJUSTMENT</u>	5	1,669.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,420,050.

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 PUBLICLY TRADED SECURITIES					
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 5,876,087.		5,743,912.	132,175.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			132,175.		
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	132,175.	
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	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3		

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	59,189.	1,183,590.	0.050008
2014	53,056.	1,212,077.	0.043773
2013	46,864.	1,117,066.	0.041953
2012	45,753.	1,004,604.	0.045543
2011	850.	955,480.	0.000890
2 Total of line 1, column (d)			2 0.182167
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 0.036433
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 4,533,237.
5 Multiply line 4 by line 3.			5 165,159.
6 Enter 1% of net investment income (1% of Part I, line 27b):			6 1,839.
7 Add lines 5 and 6.			7 166,998.
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.			8 100,500.

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

Table with 11 rows for excise tax calculations. Includes sub-sections for domestic foundations, tax payments, and credits. Total tax due is 2,442.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax on political expenditures, and reporting requirements. Includes handwritten entry 'IN' for line 8a.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of FIFTH THIRD BANK Telephone no. (812) 456-3215 Located at P.O. BOX 719, EVANSVILLE, IN ZIP+4 47705-0719
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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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
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?
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
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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
FIFTH THIRD BANK P.O. BOX 719, EVANSVILLE, IN 47705-0719	TRUSTEE 1	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
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	4,495,027.
b	Average of monthly cash balances	1b	107,244.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,602,271.
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	NONE
3	Subtract line 2 from line 1d	3	4,602,271.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	69,034.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,533,237.
6	Minimum investment return. Enter 5% of line 5	6	226,662.

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	226,662.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,678.
2b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
2c	Add lines 2a and 2b	2c	3,678.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	222,984.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	222,984.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	222,984.

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	100,500.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	100,500.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	100,500.

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				222,984.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			57,485.	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				NONE
b From 2012				NONE
c From 2013				NONE
d From 2014				NONE
e From 2015				NONE
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4. ▶ \$ <u>100,500.</u>				
a Applied to 2015, but not more than line 2a			57,485.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				43,015.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
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.				179,969.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2012				NONE
b Excess from 2013				NONE
c Excess from 2014				NONE
d Excess from 2015				NONE
e Excess from 2016				NONE

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: Tax year (a) 2016, (b) 2015, (c) 2014, (d) 2013, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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).)

N/A

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

N/A

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
SEE STATEMENT 7

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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				
THE PET MATCHMAKER RESCUE P.O. BOX 21406 BAKERSFIELD CA 93390	NONE	PC	PROGRAM SERVICE	5,000.
HUMANE SOCIETY OF MISSOURI 1201 MACCLIND AVE ST. LOUIS MO 63110	NONE	PC	PROGRAM SERVICES	10,000.
NATIONAL MILL DOG RESCUE 5335 J D JOHNSON RD PEYTON CO 80831	NONE	PC	PROGRAM SERVICES	37,500.
TUNICA HUMANE SOCIETY 4500 FOX ISLAND RD TUNICA MS 38676	NONE	PC	PROGRAM SERVICE	5,000.
ELMBROOK HUMANE SOCIETY 20950 ENTERPRISE AVENUE BROOKFIELD WI 53045	NONE	PC	PROGRAM SERVICES	37,500.
ANIMAL RESCUE CORPS INC 1380 ,PMRPE STREET NW 326 WASHINGTON DC 2001	NONE	PC	PROGRAM SERVICE	5,000.
Total				100,000.
b Approved for future payment				
Total				3b

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash... (2) Other assets... b Other transactions: (1) Sales of assets... (2) Purchases of assets... (3) Rental of facilities... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services... c Sharing of facilities... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here

Signature of officer or trustee

Date 05/12/2017

Title Trustee

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

Paid Preparer Use Only section containing fields for Preparer's name, signature, date, firm's name, address, EIN, and phone number.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

OMB No 1545-0047

2016

Name of the organization

Employer identification number

THE ADDIE FOUNDATION UAD 1/28/011

27-5078167

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

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

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

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

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

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 THE ADDIE FOUNDATION UAD 1/28/011
 Employer identification number 27-5078167

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SHANNON MCCLURE ESTATE 38 FOUNTAIN SQUARE PLAZA, MD 1090FA CINCINNATI, OH 45263	\$ 3,393,770.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE ADDIE FOUNDATION UAD 1/28/011	Employer identification number 27-5078167
--	---

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	SEE SCHEDULE ATTACHED _____ _____ _____	\$ 3,334,468.	01/05/2016
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MONEY MARKET INTEREST	8,022.	8,022.
TOTAL	8,022.	8,022.

Contribution Schedule for Addie Foundation

<u>Assets</u>	<u>FMV</u>	<u>CB</u>
Accenture PLC Class A	\$ 20,472.00	\$ 21,239.48
Allegion Pub LTD CO	\$ 25,784.00	\$ 25,038.42
Allergan PLC SHS	\$ 30,873.00	\$ 31,277.75
Alphabet Inc	\$ 15,230.60	\$ 15,364.10
American INTL Group Inc	\$ 18,192.00	\$ 18,478.97
Anheuser Busch Inbev SA/NV	\$ 6,127.50	\$ 6,325.50
Apple Inc	\$ 25,677.50	\$ 28,492.79
AT&T	\$ 8,301.60	\$ 8,386.49
Bank Amer Corp	\$ 41,075.00	\$ 43,604.50
Big Lots Inc	\$ 19,160.00	\$ 22,742.69
Biogen Inc	\$ 22,252.50	\$ 22,488.99
Blount City Tenn Pub BLDG Auth	\$ 140,987.50	\$ 138,573.47
Boeing Co	\$ 28,214.00	\$ 28,635.50
Bristol Myers Squibb Co	\$ 34,175.00	\$ 33,481.13
Cash	\$ 463,754.22	\$ 463,754.22
Celgene Corp	\$ 23,592.00	\$ 22,856.99
Cerner Corp	\$ 17,424.00	\$ 18,675.96
Chevron Corp	\$ 35,844.00	\$ 48,148.00
Cisco System Inc	\$ 19,717.50	\$ 20,581.97
CitiGroup Inc	\$ 43,231.00	\$ 45,745.15
ConocoPhillips	\$ 55,614.00	\$ 57,526.10
CVS Health Corp	\$ 48,370.00	\$ 27,512.50
Danaher Corp	\$ 27,555.00	\$ 27,847.20
Deere John Cap Corp Medium	\$ 74,769.00	\$ 74,416.50
Discover Financial Services	\$ 21,036.00	\$ 22,071.60
Dodge & Cox Intl Stock Fund	\$ 58,547.17	\$ 65,820.92
E Trade Financial Corp	\$ 21,435.00	\$ 20,972.46
Ecolab Inc	\$ 5,645.00	\$ 5,757.00
Evercore Partners Inc-CI-A	\$ 13,147.50	\$ 13,859.50
Exelon Corp	\$ 14,080.00	\$ 14,884.60
Exxon Mobil Corp	\$ 31,248.00	\$ 35,502.00
Fedex Corp	\$ 14,465.00	\$ 14,842.99
General Electric Co	\$ 46,110.00	\$ 45,448.70
Gilead Sciences Inc	\$ 49,630.00	\$ 52,185.85
Harbor International	\$ 132,010.16	\$ 149,999.05
Home Depot Inc	\$ 13,043.00	\$ 11,502.99
Honeywell Intl Inc	\$ 15,511.50	\$ 15,391.00
Hotchkis & Wiley High Yield I	\$ 22,666.27	\$ 24,964.83
Intel Corp	\$ 13,532.00	\$ 13,556.25
Ishares S&P PFD STK INDX FN	\$ 19,535.00	\$ 19,540.00
Ishares S&P SM CAP 600 Growth	\$ 34,888.00	\$ 36,193.74
JPMorgan Chase & Co	\$ 12,746.00	\$ 13,046.14
JpMorgan TR Income Opp Sel	\$ 69,593.49	\$ 75,000.03
Lauder Estee Cos Inc	\$ 30,803.50	\$ 29,177.24

<u>Assets</u>	<u>FMV</u>	<u>CB</u>
Lazard LTD	\$ 21,745.00	\$ 22,505.57
Litman Gregory Masters Alt	\$ 58,422.71	\$ 62,499.97
Magna INTL Inc	\$ 19,415.00	\$ 23,446.88
Marathon Petroleum Corp	\$ 12,650.00	\$ 13,413.30
Mastercard Inc	\$ 33,246.50	\$ 33,395.38
Mckesson Corp	\$ 39,100.00	\$ 38,127.49
Medtronic PLC	\$ 26,596.50	\$ 26,243.22
Memphis Tenn San Sew Sys Rev	\$ 54,034.00	\$ 53,933.35
Microsoft Corp	\$ 55,050.00	\$ 51,360.93
Monster Beverage Corp New	\$ 10,955.25	\$ 10,215.75
Moodys Corp	\$ 24,642.50	\$ 25,618.40
Nextera Energy Inc	\$ 10,458.00	\$ 10,006.50
Nuance Mid Cap Value Fund	\$ 22,075.76	\$ 25,000.02
Oppenheimer Steelpath MLP	\$ 42,447.03	\$ 58,906.72
Oracle Corp	\$ 17,820.00	\$ 19,616.75
Penske Auto Group Inc	\$ 15,760.00	\$ 19,405.00
Pfizer Inc	\$ 56,372.50	\$ 57,070.00
Praxair Inc	\$ 10,132.00	\$ 11,039.99
Principal Midcap Blend Fund	\$ 8,707.96	\$ 10,000.03
Reynolds American Inc	\$ 23,105.00	\$ 22,847.94
SBA Communications Corp	\$ 26,689.50	\$ 26,094.35
Sherwin Williams	\$ 25,578.00	\$ 25,947.53
Shire Plc Adr	\$ 32,130.05	\$ 35,182.92
Signet Jewelers	\$ 25,116.00	\$ 26,111.63
Starbucks Corp	\$ 11,730.00	\$ 11,102.00
SVB Finl Group	\$ 28,307.50	\$ 32,206.65
Tennessee HSG DEV AGY	\$ 23,065.42	\$ 22,915.95
Time Warner Inc	\$ 26,208.00	\$ 28,471.09
Touchstone Flexible Income FD	\$ 74,514.56	\$ 75,000.91
Touchstone Ultra Shor Dur Fix In	\$ 123,592.52	\$ 125,000.73
Vanguard Mid-Cap Value Index	\$ 12,787.50	\$ 12,904.99
Vanguard REIT ETF	\$ 140,507.50	\$ 120,588.77
Verizon Communications	\$ 9,300.00	\$ 9,044.98
Walgreens Boots Alliance Inc	\$ 40,435.00	\$ 22,872.50
Wells Fargo & Co MTN	\$ 54,571.00	\$ 54,975.00
Wells Fargo & Company	\$ 42,312.00	\$ 43,861.73
William Blair FDS Alloc I	\$ 55,123.89	\$ 62,499.97
Williamson CNTY Tenn	\$ 133,698.75	\$ 133,423.38
Total	\$ 3,334,468.41	\$ 3,393,769.53

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	3,640.	3,640.
FOREIGN DIVIDENDS	8,441.	8,441.
NONDIVIDEND DISTRIBUTIONS	5,491.	
DOMESTIC DIVIDENDS	40,345.	40,345.
EXEMPT INTEREST NOT SUBJECT TO AMT - STA	3,546.	
NONDISTRIBUTIVE DIVIDENDS	-6,726.	
NONQUALIFIED FOREIGN DIVIDENDS	14,009.	14,009.
NONQUALIFIED DOMESTIC DIVIDENDS	24,893.	24,893.
	-----	-----
TOTAL	93,639.	91,328.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
 =====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	25.	25.
PRIOR YEAR EXCISE TAX PAID	922.	
EXCISE TAX ESTIMATE	1,236.	
FOREIGN TAXES ON QUALIFIED FOR	932.	932.
FOREIGN TAXES ON NONQUALIFIED	153.	153.
	-----	-----
TOTALS	3,268.	1,110.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BANK SERVICE FEES	14,868.	14,868.
BANK SERVICE FEES	14,776.	14,776.
BANK SERVICE FEES	8,196.	8,196.
BANK SERVICES FEES	8,196.	8,196.
TOTALS	----- 46,036. =====	----- 46,036. =====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

=====

NAME AND ADDRESS

SHANNON MCCLURE ESTATE
38 FOUNTAIN SQUARE PLAZA, MD 1090FA
CINCINNATI, OH 45263

RECIPIENT NAME:
FIFTH THIRD BANK
ADDRESS:
P.O. BOX 719
EVANSVILLE, IN 47705-0719
FORM, INFORMATION AND MATERIALS:
LETTER
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

12/01/2016 - 12/31/2016

ADDIE FOUNDATION

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
(5,896.8500)		CASH	\$1.000	\$(5,896.85)	(0.1)%	\$(5,896.85)			
41,338.0000		FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907	\$1.000	\$41,338.00	0.9%	\$41,338.00		\$132.69	0.3%
Cash & Equivalents - Total						\$35,441.15	0.8%	\$132.69	0.4%
Fixed Income									
6,354.0680	DFLEX	DOUBLELINE FLEXIBLE INCOME FD I CUSIP - 258620798	\$9.750	\$61,952.16	1.3%	\$60,744.89	\$1,207.27	\$2,370.07	3.8%
4,075.2080	HWHDX	HOTCHKIS & WILEY HIGH YIELD I CUSIP - 44134R735	\$12.010	\$48,943.25	1.0%	\$47,180.08	\$1,763.17	\$3,093.08	6.3%
4,684.0000	GVI	ISHARES BARCLAYS INTERMEDIATE GOVERNMENT/CREDIT BD FD CUSIP - 464288612	\$109.850	\$514,537.40	11.0%	\$526,341.08	\$(11,803.68)	\$9,082.28	1.8%
5,853.6690	TGEIX	TCW EMERGING MARKETS INCOME CL I CUSIP - 87234N765	\$8.100	\$47,414.72	1.0%	\$45,131.79	\$2,282.93	\$2,318.05	4.9%
Fixed Income - Total						\$672,847.53	14.4%	\$16,863.48	2.5%
Equities									
21,057.2180	SIGIX	SEAFARER OVERSEAS GR AND INCOME INSTITUTIONAL SHARES CUSIP - 317609295	\$11.140	\$234,577.41	5.0%	\$231,250.01	\$3,327.40	\$4,190.39	1.8%
37,134.6980	HLMNX	HARDING LOEVNER INTL EQUITY INV CUSIP - 412295503	\$17.820	\$661,740.32	14.2%	\$629,196.38	\$32,543.94	\$4,381.89	0.7%
7,821.0000	IWB	ISHARES RUSSELL 1000 CUSIP - 464287622	\$124.460	\$973,401.66	20.8%	\$895,040.28	\$78,361.38	\$18,379.35	1.9%
17,216.6790	TMCPX	TOUCHSTONE FDS GROUP TR MID CAP CUSIP - 89155H793	\$27.340	\$470,704.00	10.1%	\$435,393.32	\$35,310.68	\$2,737.45	0.6%



ADDIE FOUNDATION

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
47,423.4870	DLCIX	DANA LARGE CAP EQUITY INSTITUTIONAL CUSIP - 92046L619	\$18.740	\$888,716.15	19.0%	\$842,003.97	\$46,712.18	\$14,179.62	1.6%
Equities - Total				\$3,229,139.54	69.1%	\$3,032,883.96	\$196,255.58	\$43,868.70	1.4%

Alternative Strategies

3,707.8140	QMINX	AQR EQUITY MARKET NEUTRAL I CUSIP - 00191K799	\$11.970	\$44,382.53	0.9%	\$42,886.50	\$1,496.03	\$663.70	1.5%
581.3780	QMHIX	AQR MANAGED FUTURES STRATEGY HV I CUSIP - 00203H461	\$9.300	\$5,406.82	0.1%	\$6,400.97	\$(994.15)	\$0.58	
6,548.8540	GSAWX	GOLDMAN SACHS L/S CREDITSTRATEGY CUSIP - 38145L257	\$9.410	\$61,624.72	1.3%	\$62,017.65	\$(392.93)	\$2,239.71	3.6%
607.7070	ASFYX	ASG MANAGED FUTURES STRAG FD CUSIP - 63872T729	\$9.830	\$5,973.76	0.1%	\$6,782.01	\$(808.25)	\$78.39	1.3%
3,850.5640	BEQIX	BALTER L/S SMALL CAP EQUITY FUND INSTITUTIONAL CLASS CUSIP - 66538F645	\$10.780	\$41,509.08	0.9%	\$37,889.55	\$3,619.53		
1,018.8800	BGMIX	NORTHERN LTS FD TR II BALTER CUSIP - 66538F660	\$9.880	\$10,066.53	0.2%	\$10,097.10	\$(30.57)	\$68.26	0.7%
2,704.5490	BPIRX	BOSTON PARTNERS LONG/SHORT RESEARCH INSTL CUSIP - 74925K581	\$15.450	\$41,785.28	0.9%	\$39,973.23	\$1,812.05		
710.0000	CWB	SPDR BLOOMBERG BARCLAYS CONVERTIBLE SECURITIES ETF CUSIP - 78464A359	\$45.650	\$32,411.50	0.7%	\$32,377.21	\$34.29	\$1,491.71	4.6%
979.3360	WMCIX	WILLIAM BLAIR FDS ALLOC I CUSIP - 969251784	\$11.380	\$11,144.84	0.2%	\$12,447.36	\$(1,302.52)	\$251.69	2.3%
Alternative Strategies - Total				\$254,305.06	5.4%	\$250,871.58	\$3,433.48	\$4,794.04	1.9%



ADDIE FOUNDATION

PORTFOLIO POSITIONS (continued)										
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield	
Real Estate Investments										
5,047.0000	MLPI	UBS E-TRACS ALERIAN MLP INFRASTR ETN ETF CUSIP - 902641646	\$28.410	\$143,385.27	3.1%	\$116,576.11	\$26,809.16	\$9,463.13	6.6%	
4,104.0000	VNQ	VANGUARD REIT ETF CUSIP - 922908553	\$82.530	\$338,703.12	7.2%	\$304,879.74	\$33,823.38	\$16,317.50	4.8%	
Real Estate Investments - Total										
				\$4,673,821.67	100.0%	\$4,420,050.38	\$253,771.29	\$91,439.54	2.0%	
Total Portfolio Positions										