



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2016

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

HARLOW FOUNDATION, INC.
C/O CAROLYN SANDERS
1078 LOVE COURT
BOULDER, CO 80303

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **\$ 400,565.** J Accounting method: Cash Accrual
 Other (specify) **(Part I, column (d) must be on cash basis.)**

A	Employer identification number 36-4316097
B	Telephone number (see instructions) (303) 499-3581
C	If exemption application is pending, check here. ► <input type="checkbox"/>
D	1 Foreign organizations, check here ► <input type="checkbox"/>
	2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
F	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

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).	29,010.			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments . . .	85.	85.	85.	
4	Dividends and interest from securities . . .	5,491.	5,491.	5,491.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 . . .	2,760.			
b	Gross sales price for all assets on line 6a	325,684.			
7	Capital gain net income (from Part IV, line 2)		2,760.		
8	Net short-term capital gain			0.	
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	37,346.	8,336.	5,576.	
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) SEE STM 1	700.			
c	Other professional fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) SEE STM 2	119.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) SEE STATEMENT 3	2,814.			
24	Total operating and administrative expenses. Add lines 13 through 23	3,633.			
25	Contributions, gifts, grants paid STM 4	38,000.			38,000.
26	Total expenses and disbursements. Add lines 24 and 25	41,633.	0.	0.	38,000.
27	Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-4,287.			
	b Net investment income (if negative, enter -0-)		8,336.		
	c Adjusted net income (if negative, enter -0-)				5,576.

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	
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	111,695.	100,281.	100,281.
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
LIABILITIES	11 Investments – land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	291,799.	299,068.	300,284.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)	142.		
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	403,636.	399,349.	400,565.
NET ASSETS	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
NET ASSETS	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	363,506.	392,517.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	40,130.	6,832.	
	30 Total net assets or fund balances (see instructions)	403,636.	399,349.	
	31 Total liabilities and net assets/fund balances (see instructions)	403,636.	399,349.	

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	403,636.
2 Enter amount from Part I, line 27a	2	-4,287.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	399,349.
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	399,349.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1 a WELL'S FARGO # 7434		P	1/01/16	11/01/16
b WELL'S FARGO # 7434		P	1/01/15	11/20/16
c FIRST EAGLE FUNDS		P	10/18/11	1/21/16
d FIRST EAGLE GLOBAL FUNDS		P	12/14/11	11/29/16
e WELL'S FARGO # 8126		P	12/05/16	12/08/16
(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 87,288.		92,238.	-4,950.	
b 178,596.		175,081.	3,515.	
c 40,000.		38,703.	1,297.	
d 15,586.		12,649.	2,937.	
e 4,214.		4,253.	-39.	
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			-4,950.	
b			3,515.	
c			1,297.	
d			2,937.	
e			-39.	
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	2,760.
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	-4,989.

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.)

N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015			2
2014			3
2013			4
2012			5
2011			6
2 Total of line 1, column (d)			7
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			8
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5..			
5 Multiply line 4 by line 3			
6 Enter 1% of net investment income (1% of Part I, line 27b)			
7 Add lines 5 and 6			
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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instructions)	
1 b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1 167.
1 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2 0.
3 Add lines 1 and 2	3 167.
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-	5 167.
6 Credits/Payments:	
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a
b Exempt foreign organizations – tax withheld at source	6 b
c Tax paid with application for extension of time to file (Form 8868)	6 c
d Backup withholding erroneously withheld	6 d
7 Total credits and payments. Add lines 6a through 6d	7 0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	9 167.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax	11 Refunded

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1 a	X	
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes	No
1 b	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		
1 c Did the foundation file Form 1120-POL for this year?	Yes	No
1 c	X	
1 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1) On the foundation .. ► \$ 0. (2) On foundation managers .. ► \$ 0.		
1 e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers .. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	Yes	No
2	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	Yes	No
3	X	
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
4 a	X	
4 b If 'Yes,' has it filed a tax return on Form 990-T for this year?	Yes	No
4 b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
5	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?		
6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col. (c), and Part XV	Yes	No
7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
8 a IL CO		
8 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	Yes	No
8 b	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	Yes	No
9	X	
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	Yes	No
10	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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► CAROLYN SANDERS Located at ► 1078 LOVE COURT BOULDER CO	Telephone no ► (303) 499-3581	ZIP + 4 ► 80303
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	<input type="checkbox"/> 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 ►	<input type="checkbox"/> 16	<input checked="" type="checkbox"/> 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.

1 a	During the year did the foundation (either directly or indirectly):	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> 1 b	<input checked="" type="checkbox"/> N/A
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?	<input type="checkbox"/> 1 c	<input checked="" type="checkbox"/> 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)):	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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 ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/> 2 a	<input checked="" type="checkbox"/> N/A
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.)	<input type="checkbox"/> 2 b	<input checked="" type="checkbox"/> N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/> 2 c	<input checked="" type="checkbox"/> N/A
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> 3 b	<input checked="" type="checkbox"/> N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4 a	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> 4 b	<input checked="" type="checkbox"/> X

Part VIIB Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here.

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?

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?

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?

b If 'Yes', did the foundation receive any proceeds or have any net income attributable to the transaction?

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees

Part VII 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
CAROLYN SANDERS 1078 LOVE COURT BOULDER, CO 80303	DIRECTOR 0	0.	0.	0.
DAVID H. SANDERS 1801 WEST PRINCETON COURT LAKE FOREST, IL 60045	DIRECTOR 0	0.	0.	0.
MIRIAM C. SANDERS 1801 WEST PRINCETON COURT LAKE FOREST, IL 60045	DIRECTOR 0	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
<u>NONE</u>				

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

TEEA03061 12/16/16

Form 990-PF (2016)

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		

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	<u>N/A</u>	
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	-----	
	<u>N/A</u>	
2	-----	

All other program-related investments See instructions.

Table 1. Address 1 through 3.

Total. Add lines 1 through 3

BAA Form 990-PF (2016)

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	296,034.
b Average of monthly cash balances	1b	105,988.
c Fair market value of all other assets (see instructions)	1c	71.
d Total (add lines 1a, b, and c)	1d	402,093.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	402,093.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	6,031.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	396,062.
6 Minimum investment return. Enter 5% of line 5	6	19,803.

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	19,803.
2a Tax on investment income for 2016 from Part VI, line 5	2a	167.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	167.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	19,636.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4.	5	19,636.
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	19,636.

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	38,000.
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	38,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	38,000.

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				19,636.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only.			0.	
b Total for prior years: 20 ____, 20 ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	15,321.			
b From 2012	14,152.			
c From 2013	11,510.			
d From 2014	21,161.			
e From 2015	19,153.			
f Total of lines 3a through e	81,297.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 38,000.				
a Applied to 2015, but not more than line 2a .			0.	
b Applied to undistributed income of prior years (Election required – see instructions) . . .		0.		
c Treated as distributions out of corpus (Election required – see instructions) . . .	0.			
d Applied to 2016 distributable amount . . .	18,364.			19,636.
e Remaining amount distributed out of corpus.	0.			0.
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 . . .	99,661.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				0.
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	15,321.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a.	84,340.			
10 Analysis of line 9:				
a Excess from 2012	14,152.			
b Excess from 2013	11,510.			
c Excess from 2014	21,161.			
d Excess from 2015	19,153.			
e Excess from 2016	18,364.			

BAA

Form 990-PF (2016)

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
<i>a Paid during the year</i>				
Total				► 3a
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclu- sion 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					85.
4 Dividends and interest from securities					5,491.
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					2,760.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					5,576.
13 Total. Add line 12, columns (b), (d), and (e)					13 8,336.
(See worksheet in line 13 instructions to verify calculations.)					

Part XV-B: Relationship of Activities to the Accomplishment of Exempt Purposes

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 (other than section 501(c)(3) organizations) or in section 527 relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined the correct, and complete Declaration of preparer (other than tax preparer).

14/27/17

► DIRECTOR

May the IRS discuss this return with the preparer shown below (see instructions)?

Signature of officer or trustee		Date	Title		X Yes	No
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	COLLEEN WEAVERLING, CPA		<i>Colleen Weaverling</i>	4-17-17	P00358166	
	Firm's name ► MIDDLEMIST CROUCH & CO CPAS PC		Firm's EIN ► 84-1470305			
	Firm's address ► 2960 CENTER GREEN CT BOULDER, CO 80301-5406		Phone no 303-449-4025			

BAA

Form 990-PF (2016)

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

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

Schedule of Contributors

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

2016

Name of the organization	HARLOW FOUNDATION, INC. C/O CAROLYN SANDERS	Employer identification number	36-4316097
--------------------------	--	--------------------------------	------------

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

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

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

Name of organization

HARLOW FOUNDATION, INC.

Employer identification number

36-4316097

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVID H. AND MIRIAM SANDERS 1801 N. PRINCETON COURT LAKE FOREST, IL 60045	\$ 29,010.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions.)

Name of organization

HARLOW FOUNDATION, INC.

Employer identification number

36-4316097

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

BAA

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

Name of organization .

HARLOW FOUNDATION, INC.

Employer identification number

36-4316097

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
	N/A							
	(e) Transfer of gift Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee					
	(a) No. from Part I		(b) Purpose of gift		(c) Use of gift		(d) Description of how gift is held	
					(e) Transfer of gift Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
	(a) No. from Part I		(b) Purpose of gift		(c) Use of gift		(d) Description of how gift is held	
					(e) Transfer of gift Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
	(a) No. from Part I		(b) Purpose of gift		(c) Use of gift		(d) Description of how gift is held	
					(e) Transfer of gift Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
	(a) No. from Part I		(b) Purpose of gift		(c) Use of gift		(d) Description of how gift is held	
					(e) Transfer of gift Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

2016

FEDERAL STATEMENTS

HARLOW FOUNDATION, INC.
C/O CAROLYN SANDERS

PAGE 1

36-4316097

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP	\$ 700.			
TOTAL	<u>\$ 700.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	\$ 81.			
FOREIGN TAX	38.			
TOTAL	<u>\$ 119.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISOR FEES	\$ 2,776.			
BANK FEES	38.			
TOTAL	<u>\$ 2,814.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTSCASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	HMONG YOUTH EDUCATION PROJECT
DONEE'S ADDRESS:	1245 CARROLL AVE
RELATIONSHIP OF DONEE:	ST. PAUL MN 55104
ORGANIZATIONAL STATUS OF DONEE:	N/A
AMOUNT GIVEN:	\$ 3,000.

CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	HEIFER INTERNATIONAL
DONEE'S ADDRESS:	P.O. BOX 6021
ORGANIZATIONAL STATUS OF DONEE:	ALBERT LEA MN 56007
AMOUNT GIVEN:	501C(3) \$ 3,000.

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	ACADEMIE LAFAYETTE
DONEE'S ADDRESS:	6903 OAK STREET
	KANSAS CITY MO 64113
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	\$ 3,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	TRUST FOR PUBLIC LAND
DONEE'S ADDRESS:	101 MONTGOMERY STREET, #900
	SAN FRANCISCO CA 94104
RELATIONSHIP OF DONEE:	N/A
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	8,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	ENVIRONMENTAL DEFENSE FUND
DONEE'S ADDRESS:	1875 CONNECTICUT AVE NW
	WASHINGTON DC 20009
RELATIONSHIP OF DONEE:	N/A
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	4,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	SIERRA FOOTHILL CONSERVANCY
DONEE'S ADDRESS:	PO BOX 529
	PRATHER CA 93651
RELATIONSHIP OF DONEE:	N/A
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	3,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	DOCTORS WITHOUT BORDERS
DONEE'S ADDRESS:	333 SEVENTH AVE 2ND FLOOR
	NEW YORK NY 10001
RELATIONSHIP OF DONEE:	N/A
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	3,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	RESET FOUNDATION
DONEE'S ADDRESS:	1500 MISSION ST
	SAN FRANCISCO CA 94103
RELATIONSHIP OF DONEE:	N/A
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	3,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	EQUAL JUSTICE INITIATIVE
DONEE'S ADDRESS:	122 COMMERCE STREET
	MONTGOMERY AL 36104
RELATIONSHIP OF DONEE:	N/A
ORGANIZATIONAL STATUS OF DONEE:	501C(3)
AMOUNT GIVEN:	3,000.
CLASS OF ACTIVITY:	OTHER PUBLIC CHARITY
DONEE'S NAME:	LAWNDALE CHRISTIAN HEALTH CENTER

2016

FEDERAL STATEMENTS

**HARLOW FOUNDATION, INC.
C/O CAROLYN SANDERS**

PAGE 3

36-4316097

**STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS**

DONEE'S ADDRESS:

3750 WEST OGDEN AVE
CHICAGO IL 60623

RELATIONSHIP OF DONEE:

N/A

ORGANIZATIONAL STATUS OF DONEE:

501C(3)

AMOUNT GIVEN:

\$ 2,500.

CLASS OF ACTIVITY:

OTHER PUBLIC CHARITY

DONEE'S NAME:

WILDLIFE CONSERVATION NETWORK

DONEE'S ADDRESS:

209 MISSISSIPPI STREET

RELATIONSHIP OF DONEE:

N/A

ORGANIZATIONAL STATUS OF DONEE:

501C(3)

AMOUNT GIVEN:

2,500.

TOTAL \$ 38,000.



Stocks, options & ETFs

Stocks and ETFs continued

W T 115 F A R 60 Acct # 7434

SCHEDULE I COST

COST CALCULATION

12/05	Cash	PURCHASE ACCRUED INT	2,000 00000	US TREASURY INFLATION INDEX BONDS CPN 1,000% DUE 02/15/46 DTD 02/15/16 FC 08/15/16 CUSIP 912810RR1 WE ACTED AS AGENT FOR YOUR ACCOUNT	101.7968	-2,074.97 - 101.7968
12/05	Cash	PURCHASE ACCRUED INT	3,000 00000	US TREASURY WI BONDS CPN 3,000% DUE 05/15/45 DTD 05/15/15 FC 11/15/15 CUSIP 912810RM2	98.8125	-2,964.38 - 98.8125



MASTERS/WESTERN ASSET MANAGEMENT COMPACORE PLUS SMA

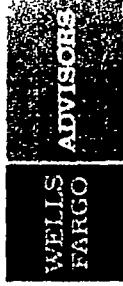
072 BCOL BC11

Acct 8126 Wells Fargo Inv
Wells Fargo Cash
TOTAL WF# 8126

157,768.63
3464.23
161,172.86

SCHEDULE II

WELLS FARGO ACCT # 8126
COST



HARLOW FOUNDATION INC

NOVEMBER 15, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER 7558-8126

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/05	Cash	PURCHASE ACCRUED INT	5,000 00000	WE ACTED AS AGENT FOR YOUR ACCOUNT US TREASURY NOTES CPN 2.125% DUE 09/30/21 DTD 09/30/14 FC 03/31/15 CUSIP 912828F21	101 0937	-5,054.69 —	5,054.69
12/05	Cash	PURCHASE ACCRUED INT	4,000 00000	WE ACTED AS AGENT FOR YOUR ACCOUNT US TREASURY BONDS CPN 3.375% DUE 05/15/44 DTD 05/15/14 FC 11/15/14 CUSIP 912810RG5	106.3284	4,253.43	4,253.43
12/05	Cash	PURCHASE ACCRUED INT	6,000 00000	WE ACTED AS AGENT FOR YOUR ACCOUNT FEDERAL NATL MTG ASSN NOTES CPN 1.875% DUE 09/18/18 DTD 08/23/13 FC 09/18/13 CUSIP 3135GQYMG	101 3332	-6,079.99 —	6,079.99
12/05	Cash	PURCHASE ACCRUED INT	1,000 00000	WE ACTED AS AGENT FOR YOUR ACCOUNT US TREASURY INFLATION INDEX BONDS CPN 2.125% DUE 02/15/41 DTD 02/15/11 FC 08/15/11 CUSIP 912810QP6	125 8593	-1,387.87 —	1,387.87
12/05	Cash	PURCHASE ACCRUED INT	4,000 00000	WE ACTED AS AGENT FOR YOUR ACCOUNT FEDERAL HOME LN MTG CORP MEDIUM TERM NOTE CPN 3.750% DUE 03/27/19 DTD 03/27/09 FC 09/27/09 CUSIP 31337EACAS	105 6431	-4,225.72 —	4,225.72
12/05	Cash	PURCHASE ACCRUED INT	1,000 00000	WE ACTED AS AGENT FOR YOUR ACCOUNT FEDERAL NATL MTG ASSN BONDS CPN 6.625% DUE 11/15/30 DTD 11/03/00 FC 05/15/01 CUSIP 31359MGK3	140 6404	-1,406.40 —	1,406.40

HARLOW FOUNDATION INC

NOVEMBER 15, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER 7558-8126

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/05	Cash	ADVISORY FEE		WE ACTED AS AGENT FOR YOUR ACCOUNT MASTERS FEE INITIAL FEE			██████████
12/06	Cash	PURCHASE	3,232 02900	LEGG MASON PARTNERS INSTL TR WESTERN ASSET SMASH SER M FD AS OF 12/05/16 WELLS FARGO ADVISORS ACTED AS PRINCIPAL FOR YOUR ACCOUNT	10 8900	-35,196.80	██████████
12/06	Cash	PURCHASE	1,248 69400	LEGG MASON PARTNERS INSTL TR WESTERN ASSET SMASH SER C FD AS OF 12/05/16 WELLS FARGO ADVISORS ACTED AS PRINCIPAL FOR YOUR ACCOUNT	9 5700	-11,950.00	██████████
12/06	Cash	PURCHASE	3,406.27300	LEGG MASON PARTNERS INSTL TR WESTERN ASSET SMASH SER EC FD AS OF 12/05/16 WELLS FARGO ADVISORS ACTED AS PRINCIPAL FOR YOUR ACCOUNT	9 1500	-31,167.40	██████████
12/07	Cash	PURCHASE ACCRUED INT	2,000 00000	BANK OF AMERICA CORP SR UNSECURED CPN 4.125% DUE 01/22/24 DTD 01/21/14 FC 07/22/14 CUSIP 06051GFB0 WE ACTED AS AGENT FOR YOUR ACCOUNT	104 7160	-2,094.32	██████████
12/07	Cash	PURCHASE ACCRUED INT	4,000 00000	AMERICAN EXPRESS CREDIT MEDIUM TERM NOTE CALLABLE CPN 2.250% DUE 05/05/21 DTD 05/05/16 FC 11/05/16 CALL 04/04/21 @ 100.000 CUSIP 0258M0EB1 WE ACTED AS AGENT FOR YOUR ACCOUNT	99 2280	-3,969.12	██████████





HARLOW FOUNDATION INC

NOVEMBER 15, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER 7558-8126

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/07	Cash	PURCHASE ACCRUED INT	2,000 00000	COMCAST CORP COMPANY GTD CPN 6.400% DUE 03/01/40 DTD 03/01/10 FC 09/01/10 CUSIP 20030NBB6 WE ACTED AS AGENT FOR YOUR ACCOUNT	129 5060	-2,590.12	-2,590.12
12/07	Cash	PURCHASE ACCRUED INT	6,000 00000	FNMA PASS THRU POOL AL8960 DTD 08/01/16 CPN 4.500% DUE 05/01/46 DTD 08/01/16 FC 09/25/16 CUSIP 3138ET5W2 WE ACTED AS AGENT FOR YOUR ACCOUNT	109 0312	-5,634.19	-5,634.19
12/07	Cash	PURCHASE ACCRUED INT	10,000 00000	FHLMC GOLD PASS THRU POOL G60440 DTD 02/01/16 CPN 3.500% DUE 03/01/46 DTD 02/01/16 FC 03/15/16 CUSIP 31335APZ5 WE ACTED AS AGENT FOR YOUR ACCOUNT	104 0781	-9,639.63	-9,639.63
12/07	Cash	PURCHASE ACCRUED INT	10,000 00000	FHLMC GOLD PASS THRU POOL G08669 DTD 09/01/15 CPN 4.000% DUE 09/01/45 DTD 09/01/15 FC 10/15/15 CUSIP 3128MJW71 WE ACTED AS AGENT FOR YOUR ACCOUNT	106 2343	-7,881.87	-7,881.87
12/07	Cash	PURCHASE ACCRUED INT	1,000 00000	ENTERPRISE PRODUCTS OPER COMPANY GTD CPN 5.700% DUE 02/01/42 DTD 08/24/11 FC 02/15/12 CUSIP 29379JAV5 WE ACTED AS AGENT FOR YOUR ACCOUNT	108 2810	-1,082.81	-1,082.81
12/07	Cash	PURCHASE ACCRUED INT	3,000 00000	GILEAD SCIENCES INC SR UNSECURED CPN 4.750% DUE 03/01/46 DTD 09/14/15 FC 03/01/16 CUSIP 375558BD4 WE ACTED AS AGENT FOR YOUR ACCOUNT	103 6400	-3,109.20	-3,109.20



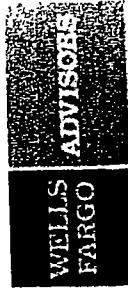
HARLOW FOUNDATION INC

NOVEMBER 15, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 7558-8126

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	CASH AND SWEEP BALANCES	
					PRICE	AMOUNT
12/07	Cash	PURCHASE ACCRUED INT	2,000 00000	GENERAL ELEC CAP CORP SENIOR NOTES CPN 5.875% DUE 01/14/38 DTD 01/14/08 FC 07/14/08 CUSIP 36962G3P7 WE ACTED AS AGENT FOR YOUR ACCOUNT	125 8600	-2,517 20 -1000
12/07	Cash	PURCHASE ACCRUED INT	2,000 00000	GOLDMAN SACHS GRP INC SR UNSECURED CPN 4.000% DUE 03/03/24 DTD 03/03/14 FC 09/03/14 CUSIP 38141GVM3 WE ACTED AS AGENT FOR YOUR ACCOUNT	104 0450	-2,080 90 -500
12/07	Cash	PURCHASE ACCRUED INT	3,000 00000	UNITED MEXICAN STATES SR UNSECURED CPN 3.500% DUE 01/21/21 DTD 01/21/14 FC 07/21/14 CUSIP 91086QBD9 WE ACTED AS AGENT FOR YOUR ACCOUNT	102 4800	-3,074 40 -80
12/07	Cash	PURCHASE ACCRUED INT	3,000 00000	JPMORGAN CHASE & CO SR UNSECURED CPN 4.400% DUE 07/22/20 DTD 07/22/10 FC 01/22/11 CUSIP 46625HHS2 WE ACTED AS AGENT FOR YOUR ACCOUNT	106 6520	-3,199 56 -54
12/07	Cash	PURCHASE ACCRUED INT	3,000 00000	VERIZON COMMUNICATIONS SR UNSECURED CPN 5.150% DUE 09/15/23 DTD 09/18/13 FC 03/15/14 CUSIP 92343VBR4 WE ACTED AS AGENT FOR YOUR ACCOUNT	111 1010	-3,333 03 -370
12/07	Cash	PURCHASE ACCRUED INT	2,000 00000	WELLS FARGO & COMPANY SENIOR NOTES CPN 3.500% DUE 03/08/22 DTD 03/08/12 FC 09/08/12 CUSIP 94974BFC9 WE ACTED AS AGENT FOR YOUR ACCOUNT	103 6680	-2,073 36 -100





HARLOW FOUNDATION INC

NOVEMBER 15, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 7558-8126

Activity detail continued

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	CASH AND SWEEP BALANCES	
					AMOUNT	PRICE
12/08	Cash	SALE AGREED-INT	-4,000 00000	US TREASURY BONDS CPN 3.375% DUE 05/15/44 DTD 05/15/14 FC 1174544 CUSIP 912810RG5 WE ACTED AS AGENT FOR YOUR ACCOUNT	405 3593	8,301.04
12/08	Cash	PURCHASE ACCRUED INT	4,000.00000	FHLMC GOLD PASS THRU POOL G08737 DTD 11/01/16 CPN 3.000% DUE 12/01/46 DTD 11/01/16 FC 12/15/16 CUSIP 3128MJZB9 WE ACTED AS AGENT FOR YOUR ACCOUNT	99 7656	-3,980.70
						2016 01