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EXTENDED TO NOVEMBER 15, 2017

## Return of Private Foundation

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

OMB No 1545-0052

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceDo 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](http://www.irs.gov/form990pf).

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation <b>HERBERT SIMON FAMILY FOUNDATION</b>		A Employer identification number <b>38-3905454</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>600 E. 96TH STREET</b>	Room/suite <b>510</b>	B Telephone number <b>317-636-1600</b>
City or town, state or province, country, and ZIP or foreign postal code <b>INDIANAPOLIS, IN 46240</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 31,455,604.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	4,947,542.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	510,576.	510,576.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,634,535.			
	b Gross sales price for all assets on line 6a	14,101,486.			
	7 Capital gain net income (from Part IV, line 2)		1,634,535.		
	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)					
11 Other income	<15,038.>	<15,038.>		STATEMENT 2	
12 Total. Add lines 1 through 11	7,077,615.	2,130,073.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	88,962.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	11,066.		0.	
	b Accounting fees STMT 4	85,650.		0.	
	c Other professional fees STMT 5	50,000.		50,000.	
	17 Interest				
	18 Taxes STMT 6	54,961.	14,961.	0.	
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	383,994.	330,349.	53,520.	
	24 Total operating and administrative expenses. Add lines 13 through 23	674,633.	345,310.	103,520.	
	25 Contributions, gifts, grants paid	7,392,047.		7,392,047.	
26 Total expenses and disbursements. Add lines 24 and 25	8,066,680.	345,310.	7,495,567.		
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<989,065.>				
b Net investment income (if negative, enter -0-)		1,784,763.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,523,951.	3,940,827.	3,940,827.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 9	16,102,583.	14,268,022.	15,478,327.
	c Investments - corporate bonds STMT 10	8,951,473.	7,572,203.	7,766,551.
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11		4,315,336.	4,344,530.	4,269,899.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		31,893,343.	30,125,582.	31,455,604.
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				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	31,893,343.	30,125,582.	
30 Total net assets or fund balances	31,893,343.	30,125,582.		
31 Total liabilities and net assets/fund balances	31,893,343.	30,125,582.		

## 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	31,893,343.
2 Enter amount from Part I, line 27a	2	<989,065.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	30,904,278.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	778,696.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,125,582.

Form 990-PF (2016)

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b <b>SEE ATTACHED STATEMENTS</b>			
c			
d			
e			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>14,101,486.</b>		<b>12,466,951.</b>	<b>1,634,535.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<b>1,634,535.</b>

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** **1,634,535.**

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).  
If (loss), enter -0- in Part I, line 8 { } **3** **N/A**

**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.

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	5,012,755.	32,982,434.	.151983
2014	4,883,515.	28,662,317.	.170381
2013	4,323,227.	16,866,023.	.256328
2012	2,730,499.	9,420,721.	.289840
2011	4,253,034.	11,341,802.	.374988

2 Total of line 1, column (d)	2	1.243520
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	.248704
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	29,682,993.
5 Multiply line 4 by line 3	5	7,382,279.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	17,848.
7 Add lines 5 and 6	7	7,400,127.
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	7,495,567.

## HERBERT SIMON FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV

38-3905454

PAGE 1 OF 2

**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.)
1a	FROM K-1: SPROTT PRIVET FUND	P	VARIOUS	VARIOUS
b	FROM K-1: SPROTT PRIVET FUND	P	VARIOUS	VARIOUS
c	FROM K-1: THE OVERLOOK PARTNERS FUND	P	VARIOUS	VARIOUS
d	FROM K-1: THE OVERLOOK PARTNERS FUND	P	VARIOUS	VARIOUS
e	FROM K-1: OVERLOOK 3G INVESTMENTS	P	VARIOUS	VARIOUS
f	FROM K-1: OAKTREE CAPITAL GROUP	P	VARIOUS	VARIOUS
g	FROM K-1: OAKTREE CAPITAL GROUP	P	VARIOUS	VARIOUS
h	FROM K-1: ICAHN ENTERPRISES	P	VARIOUS	VARIOUS
i	FROM K-1: ICAHN ENTERPRISES	P	VARIOUS	VARIOUS
j	STIFEL 0747 - SEE ATTACHED	P	VARIOUS	VARIOUS
k	STIFEL 0747 - SEE ATTACHED	P	VARIOUS	VARIOUS
l	STIFEL 9484 - SEE ATTACHED	D	VARIOUS	VARIOUS
m	GARDNER RUSSO N4Q-524008 - SEE ATTACHED	P	VARIOUS	VARIOUS
n	STIFEL 6630 - SEE ATTACHED	D	VARIOUS	VARIOUS
o	STIFEL 6630 - SEE ATTACHED	P	VARIOUS	VARIOUS

(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	2,427.		2,427.
b	25,148.		25,148.
c		4,768.	<4,768.>
d	3,044.		3,044.
e	58.		58.
f	59.		59.
g		63.	<63.>
h		54.	<54.>
i	162.		162.
j	210,996.	205,345.	5,651.
k	672,983.	665,350.	7,633.
l	300,000.	237,998.	62,002.
m	73,448.	58,274.	15,174.
n	1,996,968.	1,749,704.	247,264.
o	1,294,432.	1,294,382.	50.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,427.
b			25,148.
c			<4,768.>
d			3,044.
e			58.
f			59.
g			<63.>
h			<54.>
i			162.
j			5,651.
k			7,633.
l			62,002.
m			15,174.
n			247,264.
o			50.

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

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).  
If (loss), enter "-0-" in Part I, line 8

3

## HERBERT SIMON FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV  
38-3905454 PAGE 2 OF 2**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.)
1a	STIFEL 9163 - SEE ATTACHED	D	VARIOUS	VARIOUS
b	STIFEL 9163 - SEE ATTACHED	D	VARIOUS	VARIOUS
c	STIFEL 2546 - SEE ATTACHED	P	VARIOUS	VARIOUS
d	STIFEL 2546 - SEE ATTACHED	P	VARIOUS	VARIOUS
e	STIFEL 8009 - SEE ATTACHED	P	VARIOUS	VARIOUS
f	STIFEL 8009 - SEE ATTACHED	P	VARIOUS	VARIOUS
g	STIFEL 2892 - SEE ATTACHED	D	VARIOUS	VARIOUS
h	STIFEL 2788 - SEE ATTACHED	P	VARIOUS	VARIOUS
i	STIFEL 2788 - SEE ATTACHED	P	VARIOUS	VARIOUS
j	SALE OF CALUMET SPECIALTY PRODUCTS PARTNERS	P	VARIOUS	VARIOUS
k	STIFEL 4218 - SEE ATTACHED	P	VARIOUS	VARIOUS
l	STIFEL 8021 - SEE ATTACHED	P	VARIOUS	VARIOUS
m	SPDR GOULD TRUST GOLD	P	12/05/16	12/05/16
n	CAPITAL GAINS DIVIDENDS			
o				

(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	1,138,176.	984,118.	154,058.
b	4,883,525.	4,029,427.	854,098.
c	1,611.	1,822.	<211.>
d	203,474.	170,682.	32,792.
e	9,246.	5,003.	4,243.
f	115,664.	70,605.	45,059.
g	700,000.	660,143.	39,857.
h	497,583.	482,199.	15,384.
i	281,567.	254,586.	26,981.
j	9,248.		9,248.
k	650,000.	760,184.	<110,184.>
l	900,000.	832,240.	67,760.
m	4.	4.	0.
n	131,663.		131,663.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			154,058.
b			854,098.
c			<211.>
d			32,792.
e			4,243.
f			45,059.
g			39,857.
h			15,384.
i			26,981.
j			9,248.
k			<110,184.>
l			67,760.
m			0.
n			131,663.
o			

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	1,634,535.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	17,848.
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	17,848.
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	17,848.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	12,218.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	40,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	52,218.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	105.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	34,265.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2016)

**Part VII-A** Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► HERBERT SIMON Telephone no. ► 317-636-1600 Located at ► 600 EAST 96TH STREET, SUITE 510, INDIANAPOLIS, IN ZIP+4 ► 46260		
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 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, 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 ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 ► 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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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. ►		
3a 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.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2016)



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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

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

N/A

**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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

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

0

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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
STIFEL, NICOLAUS & COMPANY INC - 600 E. 96TH STREET, SUITE 575, INDIANAPOLIS, IN 46240	INVESTMENT ADVISORY	124,000.
KATZ SAPPER & MILLER, LLC - 800 E. 96TH STREET, SUITE 500, INDIANAPOLIS, IN 46240	ACCOUNTING	85,650.

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3

0.

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	23,848,106.
b	Average of monthly cash balances	1b	2,017,013.
c	Fair market value of all other assets	1c	4,269,899.
d	Total (add lines 1a, b, and c)	1d	30,135,018.
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	30,135,018.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	452,025.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,682,993.
6	Minimum investment return. Enter 5% of line 5	6	1,484,150.

**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	1,484,150.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	17,848.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	17,848.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,466,302.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,466,302.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,466,302.

**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	7,495,567.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	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	7,495,567.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	17,848.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,477,719.

**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.

Form 990-PF (2016)

**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				1,466,302.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	4,254,066.			
b From 2012	2,295,565.			
c From 2013	3,325,935.			
d From 2014	3,536,582.			
e From 2015	3,394,178.			
f Total of lines 3a through e	16,806,326.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	7,495,567.			
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				1,466,302.
e Remaining amount distributed out of corpus	6,029,265.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	22,835,591.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 instr.			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	4,254,066.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	18,581,525.			
10 Analysis of line 9:				
a Excess from 2012	2,295,565.			
b Excess from 2013	3,325,935.			
c Excess from 2014	3,536,582.			
d Excess from 2015	3,394,178.			
e Excess from 2016	6,029,265.			



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AAPLE FOUNDATION PO BOX 30636 SANTA BARBARA, CA 93130	N/A	PC	OPERATIONS	20,000.
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK, NY 10022	N/A	PC	RESTORATION PROJECT: SYNAGOGUE IN THESSALONIKI	100,000.
ANIMAL RESCUE FUND, INC. 1209 W RIGGIN ROAD MUNCIE, IN 47303	N/A	PC	OPERATIONS	10,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	N/A	PC	OPERATIONS	10,000.
ANTI-DEFAMATION LEAGUE OF AUSTIN 3305 NORTHLAND DRIVE, STE 310 AUSTIN, TX 78731	N/A	PC	OPERATIONS	7,500.
Total	SEE CONTINUATION SHEET(S)			7,392,047.
b Approved for future payment				
NONE				
Total				0.

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BARUCH COLLEGE FUND 1 BERNARD BARUCH WAY NEW YORK, NY 10010	N/A	SO I	SIMON FAMILY FOUNDATION SCHOLARSHIP	125,000.
BETH-EL ZEDECK FOUNDATION, INC 600 W. 70TH ST INDIANAPOLIS, IN 46260-4137	N/A	SO I	WRITING OURSELVES INTO TORAH PLEDGE #2	20,000.
BIG CAR MEDIA, INC 615 N ALABAMA ST #119 INDIANAPOLIS, IN 46204	N/A	PC	TUBE FACTORY COMMISSIONED EXHIBITS	40,000.
BIRTHRIGHT ISRAEL FOUNDATION PO BOX 5892 HICKSVILLE, NY 11801	N/A	PC	OPERATIONS	5,000.
BOYS & GIRLS CLUB OF INDIANAPOLIS 3530 S KEYSTONE AVE STE 200 INDIANAPOLIS, IN 46277	N/A	PC	CAMPAIGN FOR FAR EASTSIDE B&G CLUB #2	50,000.
CANDLES HOLOCAUST MUSEUM A/K/A CANDLES, INC. 1532 S 3RD ST TERRE HAUTE, IN 47802	N/A	PC	ILLUMINATE INDIANA CAMPAIGN	75,000.
CENTER FOR OPEN RECOVERY 1170 MARKET ST, FL 6 SAN FRANCISCO, CA 94102	N/A	PC	OPERATIONS	10,000.
CENTRAL INDIANA COMMUNITY FOUNDATION INC 615 NORTH ALABAMA STREET, SUITE 119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	170,000.
CHANGING FOOTPRINTS 310 N JULIAN ST RUSHVILLE, IN 46173	N/A	PC	OPERATIONS	3,000.
CHILDREN'S MUSEUM OF INDIANAPOLIS, INC. PO BOX 3000 INDIANAPOLIS, IN 46206	N/A	PC	SPORTS LEGENDS EXPERIENCE #1	500,000.
Total from continuation sheets				7,244,547.

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
CHRISTEL HOUSE INTERNATIONAL 10 WEST MARKET STREET, SUITE 1990 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	10,000.
CHRISTIAN THEOLOGICAL SEMINARY 1000 W 42ND ST INDIANAPOLIS, IN 46208	N/A	PC	DESMOND TUTU CENTER #2	97,500.
CONGREGATION B'NAI B'RITH SANTA BARBARA 1000 SAN ANTONIO CREEK RD SANTA BARBARA, CA 93111	N/A	PC	OPERATIONS	25,000.
CONSCIOUS ALLIANCE 2525 ARAPAHOE AVE. E4182 BOULDER, CO 80302	N/A	PC	OPERATIONS	15,900.
COUNCIL ON ALCOHOLISM & DRUG ABUSE A/K/A CADA 232 E CANON PERDIDO SANTA BARBARA, CA 93101	N/A	PC	TO SUPPORT "SUMMIT FOR DANNY"	30,000.
DEPAUL UNIVERSITY 1 E JACKSON BLVD CHICAGO, IL 60604	N/A	PC	HOLOCAUST REMEMBRANCE DAY - WHITE ROSE EVENT	2,000.
DONORSCHOOSE.ORG 134 W 37TH ST FL 11 NEW YORK, NY 10018	N/A	PC	#BESTSCHOOLDAY CAMPAIGN	415,000.
DOS PUEBLOS HIGH SCHOOL FOUNDATION 7266 ALAMEDA AVE GOLETA, CA 93117	N/A	SO I	RIVIERA ROBOTICS	3,000.
EARTH CHARTER INDIANA 1100 W 42ND ST STE 220 D INDIANAPOLIS, IN 46208	N/A	PC	YOUTH POWER INDIANA	35,000.
ED SNIDER YOUTH HOCKEY FOUNDATION WELLS FARGO CENTER 3601 S BROAD STREET PHILADELPHIA, PA 19148	N/A	PC	OPERATIONS	20,000.
Total from continuation sheets				



## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ESKENAZI HEALTH FOUNDATION, INC. 720 ESKENAZI AVE, 5TH 3RD BANK BLDG INDIANAPOLIS, IN 46202	N/A	PC	PROGRAM FOR CENTRAL INDIANA DEPRESSED CHILDREN AND ADULTS	400,000.
FOUNDATION AGAINST COMPANION ANIMAL EUTHANASIA 1505 MASSACHUSETTS AVE INDIANAPOLIS, IN 46201	N/A	PC	IMAGINE CAMPAIGN #1	100,000.
FOUNDATION FIGHTING BLINDNESS 7168 COLUMBIA GATEWAY DRIVE #100 COLUMBIA, MD 21046	N/A	PC	GORDON GUND CHALLENGE	50,000.
GENNESARET FREE CLINIC, INC. 615 N ALABAMA ST STE B INDIANAPOLIS, IN 46204	N/A	PC	A PLACE OF HEALING PLEDGE PAYMENT #2	60,000.
GLEANERS FOOD BANK OF INDIANA 3737 WALDEMERE AVE. INDIANAPOLIS, IN 46241	N/A	PC	CAMPAIGN FOR GLEANERS	40,000.
GLOBAL GREEN USA 2218 MAIN ST., 2ND FLOOR SANTA MONICA, CA 90405	N/A	PC	OPERATIONS	180,000.
HABITAT FOR HUMANITY OF GREATER INDIANAPOLIS 3135 N. MERIDIAN ST INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	1,000.
HAWTHORNE SOCIAL SERVICE ASSOCIATION, INC. 2440 W OHIO ST INDIANAPOLIS, IN 46222	N/A	PC	YOUTH CENTER RENOVATION	110,000.
HOOSIER ENVIRONMENTAL COUNCIL, INC. 3951 N MERIDIAN ST, STE 100 INDIANAPOLIS, IN 46208	N/A	PC	FACTORY FARMING - TOXIC WASTE EDUCATION ON SOUTHSIDE	35,000.
INDIANA STATE MUSEUM AND HISTORIC SITES FOUNDATION 650 W WASHINGTON ST INDIANAPOLIS, IN 46204	N/A	PC	TRIBUTE HONORING INDIANA'S LIVING GOVERNORS	5,000.
Total from continuation sheets				

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
INDIANA BALLET CONSERVATORY 849 W CARMEL DRIVE CARMEL, IN 46032	N/A	PC	OPERATIONS	3,000.
INDIANA BLACK EXPO, INC. 3145 N MERIDIAN ST INDIANAPOLIS, IN 46208	N/A	PC	OPPORTUNITY ZONE	5,000.
INDIANA COALITION TO END SEXUAL ASSAULT 26 N ARSENAL AVE INDIANAPOLIS, IN 46201	N/A	PC	STOPPING SEXUAL ASSAULT CAMPAIGN	50,000.
INDIANA COMMUNITY ACTION PROGRAM 1845 W 18TH ST INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	100,000.
INDIANA HISTORICAL SOCIETY 450 WEST OHIO STREET INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	2,500.
INDIANAPOLIS OPERA SOCIETY INC A/K/A INDIANAPOLIS OPERA 4011 N. PENNSYLVANIA STREET INDIANAPOLIS, IN 46205	N/A	PC	THE RENEWED INDIANAPOLIS OPERA CAMPAIGN	50,000.
INDIANA PLAN FOR EQUAL EMPLOYMENT 3530 S RURAL ST INDIANAPOLIS, IN 46237	N/A	PC	OPERATIONS	1,000.
INDIANA STATE UNIVERSITY FOUNDATION INC 30 N 5TH STREET TERRE HAUTE, IN 47807	N/A	PC	BAYH LEGACY WALL #4	62,500.
INDIANA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON, IN 47402	N/A	PC	25,000 TO CENTER FOR CIVIC LITERACY; 75,000 TO SCHOOL OF INFORMATICS/SCHNABEL	100,000.
INDIANA UNIVERSITY HILLEL FOUNDATION, INC. 730 E 3RD ST BLOOMINGTON, IN 47401	N/A	PC	2016 CAMPUS SUPERSTAR	5,000.
Total from continuation sheets				

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
INDIANAPOLIS CULTURAL TRAIL, INC. 132 W WALNUT ST INDIANAPOLIS, IN 46204-1248	N/A	PC	BIKE SHARE PROGRAM	100,000.
INDIANAPOLIS PUBLIC LIBRARY FOUNDATION PO BOX 6134 INDIANAPOLIS, IN 46206	N/A	PC	EARLY LITERACY SPECIAL ENDOWMENT FUND	200,000.
INDIANAPOLIS ZOOLOGICAL SOCIETY INC 1200 WEST WASHINGTON ST INDIANAPOLIS, IN 46222	N/A	PC	2016 INDIANAPOLIS PRIZE GALA	10,000.
JDRF INTERNATIONAL A/K/A JDRF 26 BROADWAY 15TH FLOOR NEW YORK, NY 10004	N/A	PC	AMAZING GRACE CONTRIBUTION	5,000.
JEWISH COMMUNITY HIGH SCHOOL OF THE BAY 1835 ELLIS STREET SAN FRANCISCO, CA 94115	N/A	PC	OPERATIONS	1,800.
JEWISH COMMUNITY CENTER ASSOCIATION OF INDIANAPOLIS, INC. 6701 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	18TH ANNUAL ANN KATZ FESTIVAL OF BOOKS AND ARTS	10,000.
JEWISH FEDERATION OF GREATER INDIANAPOLIS INC A/K/A JFGI 6705 HOOVER RD INDIANAPOLIS, IN 46260-4120	N/A	PC	OPERATIONS	400,000.
JEWISH FEDERATION OF GREATER SANTA BARBARA 524 CHAPALA ST SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	20,000.
JULIAN CENTER, INC. 2011 NORTH MERIDIAN STREET INDIANAPOLIS, IN 46202	N/A	PC	SURVIVORS TO THRIVERS CAMPAIGN #1	75,000.
KING BAUDOUIN FOUNDATION U.S. 10 ROCKEFELLER PLAZA FL 16 NEW YORK, NY 10020	N/A	PC	THE BRAZZAVILLE FOUNDATION FOR PEACE AND CONSERVATION	50,000.
Total from continuation sheets				

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
KIRKUS PRIZE WINNER - SUSAN PALUDI 13 LONGFELLOW AVE BRUNSWICK, ME 04011	N/A	I	KIRKUS PRIZE WINNER	50,000.
KIRKUS PRIZE WINNER - CATHERINE E. MORGAN 401 BLANEY ROAD BETHLEHEM, NH 03574	N/A	I	KIRKUS PRIZE WINNER	50,000.
KIRKUS PRIZE WINNER - JASON REYNOLDS 1610 ISHERWOOD ST NE #3 WASHINGTON, DC 20002	N/A	I	KIRKUS PRIZE WINNER	50,000.
KENNEDY KING MEMORIAL INITIATIVE 850 FORT WAYNE AVE INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	50,000.
KURT VONNEGUT MEMORIAL LIBRARY, INC. 340 N SENATE AVE INDIANAPOLIS, IN 46204	N/A	PC	PERMANENT HOME FOR THE KURT VONNEGUT MUSEUM CAMPAIGN	60,000.
LOS ANGELES OPERA COMPANY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	PC	30TH ANNIVERSARY ANGEL PLEDGE #2	125,000.
LOS ANGELES POLICE MEMORIAL FOUNDATION 1880 ACADEMY DR LOS ANGELES, CA 90012	N/A	PC	OPERATIONS	25,000.
MARIAN UNIVERSITY 3200 COLD SPRING RD INDIANAPOLIS, IN 46222	N/A	PC	\$25,000 CLAYTON FAMILY CIRCLE OF HONOR; \$100,000 21ST CENTURY SCHOLARS	125,000.
MARIN HORIZON SCHOOL 305 MONTFORD AVE MILL VALLEY, CA 94941	N/A	PC	HORIZON SCHOOL FUND	8,000.
METROPOLITAN INDIANAPOLIS PUBLIC BROADCASTING 1630 NORTH MERIDIAN ST INDIANAPOLIS, IN 46202	N/A	PC	THINK LOCAL EDUCATION REPORTING CAMPAIGN	125,000.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
MIDWEST ACADEMY INC 1420 CHASE CT CARMEL, IN 46032	N/A	PC	CONTRIBUTION TO BUILDING FUND - MATCHING PORTION	100,000.
MILKEN INSTITUTE 1250 4TH ST FL 2 SANTA MONICA, CA 90401	N/A	PC	OPERATIONS	25,000.
MIRACLE PLACE, INC. 940 N TEMPLE AVE INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	45,000.
MORNING DOVE THERAPEUTIC RIDING, INC. PO BOX 721 ZIONSVILLE, IN 46077	N/A	PC	SUPPORT FOR CAPACITY GROWTH AND OPERATIONS	25,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY, INDIANA STATE CHAPTER 3500 DEPAUW BLVD, SUITE 1040 INDIANAPOLIS, IN 46268	N/A	PC	37TH ANNUAL DINNER OF CHAMPIONS - B. TOBIN	5,000.
NEW YORK UNIVERSITY 105 EAST 17TH ST, 4TH FLOOR NEW YORK, NY 10003	N/A	PC	OPERATIONS	50,000.
PARTNERS IN HOUSING DEVELOPMENT CORP 2811 E 10TH ST STE F INDIANAPOLIS, IN 46201	N/A	PC	SUPPORT SERVICES PROGRAM	35,000.
PEACE LEARNING CENTER 6040 DELONG RD INDIANAPOLIS, IN 46254	N/A	PC	ONE INDY CAMPAIGN #1	60,000.
PELOTONIA 351 W NATIONWIDE BLVD COLUMBUS, OH 43215	N/A	PC	CANCER RESEARCH	5,000.
PHALEN LEADERSHIP ACADEMIES 1001 MARINA DR APT 410 QUINCY, MA 02171	N/A	PC	OPERATIONS	10,000.
Total from continuation sheets				

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	N/A	PC	CHANGING THE FUTURE: CHANGING LIVES	10,000.
RILEY CHILDREN'S FOUNDATION A/K/A JAMES WHITCOMB RILEY MEMORIAL ASSOC. 30 S MERIDIAN ST STE 200 INDIANAPOLIS, IN 46204	N/A	PC	SIMON FAMILY TOWER PLEDGE PAYMENT #9	500,000.
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY STE 190 SANTA BARBARA, CA 93109	N/A	PC	YOUTH EDUCATION PROGRAMS	5,000.
SF-MARIN FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	N/A	PC	OPERATIONS	4,300.
SIMON YOUTH FOUNDATION INC A/K/A SYF 225 WEST WASHINGTON STREET INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	100,000.
ST. MARY'S CHILD CENTER 901 DR. MARTIN LUTHER KING JR ST INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	5,000.
ST. VINCENT HOSPITAL FOUNDATION INC 10330 N MERIDIAN STREET, NO. 430 N INDIANAPOLIS, IN 46290	N/A	SO I	PRIMARY CARE CENTER	100,000.
STANFORD UNIVERSITY 3145 PORTER DRIVE PALO ALTO, CA 94304	N/A	PC	GLAUCOMA RESEARCH	10,000.
TECHPOINT FOUNDATION FOR YOUTH 5255 WINTHROP AVE STE 150 INDIANAPOLIS, IN 46220	N/A	PC	STATEWIDE VEX ROBOTICS INITIATIVE	100,000.
TEXAS BOOK FESTIVAL 610 BRAZOS STREET AUSTIN, TX 78701	N/A	PC	20TH ANNIVERSARY	20,000.
Total from continuation sheets				

## HERBERT SIMON FAMILY FOUNDATION

38-3905454

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE CHEESECAKE FACTORY - OSCAR AND EVELYN OVERTON CHARITABLE FOUNDATION 26901 MALIBU HILLS RD CALABASAS HILLS, CA 91301	N/A	PC	OPERATIONS	15,000.
CITY COLLEGE OF NEW YORK 160 CONVENT AVE, SHEPARD HALL 166 NEW YORK, NY 10031	N/A	PC	CCNY ATHLETICS	20,000.
THE JOSEPH BANKS SOCIETY 1000 N. WEST STREET, SUITE 1200 WILMINGTON, DE 19801	N/A	SO I	INTERNATIONAL CAPACITY BUILDING AND TRAINING PROGRAM PAYMENT #3	219,547.
THE KITCHEN COMMUNITY 1980 8TH STREET BOULDER, CO 80302	N/A	PC	LEARNING GARDEN INITIATIVE	235,000.
THE OLIVIA AND HOWARD GELLER FOUNDATION PO BOX 11967 SAINT PAUL, MN 55111	N/A	PC	PATIENT SAFETY	5,000.
UNITED STATES FUND FOR UNICEF 500 N. MICHIGAN AVE., SUITE 1000 CHICAGO, IL 60611	N/A	PC	OPERATIONS AND KID POWER - INDIANAPOLIS	373,000.
US HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PL SW WASHINGTON, DC 20024	N/A	PC	OPERATIONS	5,000.
UNITED WAY OF CENTRAL INDIANA PO BOX 88409 INDIANAPOLIS, IN 46208	N/A	PC	INDIANA PRESCHOOL SCHOLARSHIP PROGRAM	250,000.
UNITY SHOPPE INC 110 WEST SOLA STREET SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	50,000.
UNIVERSITY OF INDIANAPOLIS 1400 E HANNA AVE INDIANAPOLIS, IN 46227	N/A	PC	INDIANA ADVANCED ENERGY PLAN	7,500.
Total from continuation sheets				

38-3905454

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**







**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2016**

Name of the organization

Employer identification number

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization	Employer identification number
HERBERT SIMON FAMILY FOUNDATION	38-3905454

**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	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 2,018,081.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 2,929,461.	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

Employer identification number

HERBERT SIMON FAMILY FOUNDATION

38-3905454

**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	VARIOUS INVESTMENTS AND SECURITIES	\$ 2,018,081.	10/28/16
2	VARIOUS INVESTMENTS AND SECURITIES	\$ 2,929,461.	12/16/16
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
HERBERT SIMON FAMILY FOUNDATION	38-3905454

**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 info once) ▶ \$

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

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
1099 MISC	0.	0.	0.	0.	
CALUMET SPECIALTY PRODUCTS	0.	0.	0.	0.	
ICAHN ENTERPRISES	373.	0.	373.	373.	
OAKTREE CAPITAL	356.	0.	356.	356.	
OVERLOOK 3G	4,083.	0.	4,083.	4,083.	
SPROTT PRIVET FUND	10,931.	0.	10,931.	10,931.	
STIFEL ACCOUNTS	614,991.	131,663.	483,328.	483,328.	
STIFEL ACCOUNTS - ACCRUED INTEREST	65.	0.	65.	65.	
THE OVERLOOK PARTNERS	11,440.	0.	11,440.	11,440.	
TO PART I, LINE 4	642,239.	131,663.	510,576.	510,576.	

## FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CALUMET SPECIALTY PRODUCTS -INCOME	<912.>	<912.>	
ICAHN ENTERPRISES - INCOME	<325.>	<325.>	
OAKTREE CAPITAL - INCOME	<2.>	<2.>	
SPROTT PRIVET FUND - INCOME	<8,132.>	<8,132.>	
LITIGATION SETTLEMENT	41.	41.	
THE OVERLOOK PARTNERS - EXPENSES	<4,559.>	<4,559.>	
OVERLOOK 3G	<1,449.>	<1,449.>	
STIFEL STATEMENT - OTHER INCOME	300.	300.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<15,038.>	<15,038.>	

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FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	11,066.	0.		0.
TO FM 990-PF, PG 1, LN 16A	11,066.	0.		0.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	85,650.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	85,650.	0.		0.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	50,000.	0.		50,000.
TO FORM 990-PF, PG 1, LN 16C	50,000.	0.		50,000.

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FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	14,961.	14,961.		0.
TAX PAYMENTS	40,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	54,961.	14,961.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	123,999.	123,999.		0.
OTHER INVESTMENT EXPENSES	2,970.	2,970.		0.
WIRE TRANSFER FEES	80.	80.		0.
KIRKUS REVIEW SUBSCRIPTIONS	53,520.	0.		53,520.
MISCELLANEOUS EXPENSES	125.	0.		0.
BOND AMORTIZATION	203,300.	203,300.		0.
TO FORM 990-PF, PG 1, LN 23	383,994.	330,349.		53,520.

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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON CONTRIBUTED STOCK	778,696.
TOTAL TO FORM 990-PF, PART III, LINE 5	778,696.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FPA CRESCENT INSTL CL	1,935,338.	1,969,670.
STIFEL NICOLAUS 5322-9163	2,822,668.	2,998,426.
STIFEL NICOLAUS 5047-2546	546,714.	911,534.
GARDNER RUSSO 524008	1,618,667.	1,903,847.
STIFEL NICOLAUS 3372-0747	1,736,693.	2,006,128.
STIFEL NICOLAUS 7651-9484	885,181.	1,009,977.
STIFEL NICOLAUS 3625-6504	970,348.	886,599.
STIFEL NICOLAUS 1490-4218	959,698.	871,980.
STIFEL NICOLAUS 6482-8021	1,832,370.	1,854,519.
STIFEL NICOLAUS 5389-2788	960,345.	1,065,647.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,268,022.	15,478,327.

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FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 1608-6630	7,221,634.	7,256,216.
STIFEL NICOLAUS 4953-8009	350,569.	510,335.
STIFEL NICOLAUS 3372-0747	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7,572,203.	7,766,551.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE OVERLOOK PARTNERS FUND, L.P.	COST	724,674.	696,006.
OVERLOOK 3G INVESTMENTS, L.P.	COST	138,265.	144,611.
OAKTREE CAPITAL GROUP, LLC	COST	11,819.	8,325.
ICAHN ENTERPRISES, LP	COST	7,110.	19,055.
TIFF INVESTMENT MULTI ASSET	COST	2,510,920.	2,242,665.
CALUMET SPECIALTY PRODUCTS	COST	0.	0.
SPROTT PRIVET FUND, L.P.	COST	451,742.	509,942.
HAWKEYE CAPITAL SER TRUST OFFSHORE CL A	COST	500,000.	649,295.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,344,530.	4,269,899.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HERBERT SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	PRESIDENT / DIRECTOR 0.50	0.	0.	0.
STEPHEN H. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	SECRETARY / DIRECTOR 0.10	0.	0.	0.
JENNIFER K. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
SARAH M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
RACHEL M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
ASHER M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.