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For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation The Holt Family Foundation Ltd		A Employer identification number 39-1714992	
% LYNN ANN HAWKINS			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 88	Room/suite	B Telephone number (see instructions) (262) 751-4771	
City or town, state or province, country, and ZIP or foreign postal code Elm Grove, WI 53122		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) \$ 1,488,368	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis )	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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments . . . . .				
	4 Dividends and interest from securities . . . . .	26,931	26,931		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	42,874			
	b Gross sales price for all assets on line 6a _____ 281,225				
	7 Capital gain net income (from Part IV, line 2) . . . . .		42,874		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	3,000			
	12 Total. Add lines 1 through 11 . . . . .	72,805	69,805		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	110	44	0	66
	b Accounting fees (attach schedule) . . . . .	13,650	5,460	0	8,190
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	499			
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	26,821	14,403		12,418
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	41,080	19,907	0	20,674
	25 Contributions, gifts, grants paid . . . . .	78,500			78,500
	26 Total expenses and disbursements. Add lines 24 and 25	119,580	19,907	0	99,174
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-46,775			
	b Net investment income (if negative, enter -0-)		49,898		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing . . . . .	10,409	25,272	25,272		
	2	Savings and temporary cash investments . . . . .	11,433	4,007	4,007		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable . . . . .					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	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) . . . . .	607,195	623,628	860,812		
	c	Investments—corporate bonds (attach schedule) . . . . .	650,384	580,238	596,470		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans . . . . .					
	13	Investments—other (attach schedule) . . . . .					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	2,306	1,807	1,807			
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,281,727	1,234,952	1,488,368			
Liabilities	17	Accounts payable and accrued expenses . . . . .					
	18	Grants payable. . . . .					
	19	Deferred revenue . . . . .					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule). . . . .					
	22	Other liabilities (describe ▶ _____)					
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	24	Unrestricted . . . . .					
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	27	Capital stock, trust principal, or current funds . . . . .					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	1,281,727	1,234,952			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,281,727	1,234,952			
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	1,281,727	1,234,952			

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	1,281,727
2	Enter amount from Part I, line 27a . . . . .	2	-46,775
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,234,952
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	1,234,952

**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 )
<b>1 a</b> BAIRD - #6707 (SEE ATTACHED)			
<b>b</b> BAIRD - #6707 (SEE ATTACHED)			
<b>c</b> CAPITAL GAIN DIVIDENDS	P		
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 64,002		61,501	2,501
<b>b</b> 195,285		176,850	18,435
<b>c</b>			21,938
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
<b>a</b>			2,501
<b>b</b>			18,435
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	42,874
<b>3</b> 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		<b>3</b>	

**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 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	99,117	1,604,119	0 061789
2014	93,381	1,670,123	0 055913
2013	74,890	1,620,247	0 046221
2012	73,880	1,519,745	0 048613
2011	87,639	1,558,872	0 056219

<b>2</b> Total of line 1, column (d)	<b>2</b>	0 268755
<b>3</b> 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	<b>3</b>	0 053751
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	<b>4</b>	1,491,182
<b>5</b> Multiply line 4 by line 3	<b>5</b>	80,153
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	499
<b>7</b> Add lines 5 and 6	<b>7</b>	80,652
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	99,174

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)**

<b>1a</b>	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>b</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 . . . . .	<b>1</b>	499
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	499
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	499
<b>6</b>	Credits/Payments		
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	2,306
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	2,306
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	1,807
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> 1,807 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WI		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>LYNN ANN HAWKINS</u> Telephone no ► <u>(262) 751-4771</u>			

Located at ► 940 SAN JOSE DRIVE Elm Grove WI ZIP+4 ► 53122

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . .	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year . . . . .	► <b>15</b>		
<b>16</b>	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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)?		<b>1b</b>	
	Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>			
<b>c</b>	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?		<b>1c</b>	<b>No</b>
<b>2</b>	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))			
<b>a</b>	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions).		<b>2b</b>	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</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).		<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		<b>4a</b>	<b>No</b>
<b>b</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?		<b>4b</b>	<b>No</b>

<b>5a</b>	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?	<input type="checkbox"/>	<b>5b</b>
<b>c</b>	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?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>
	If "Yes" to 6b, file Form 8870		<b>No</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>	<b>7b</b>

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) 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 Additional Data Table				

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

[illegible]

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

## Part VIII

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

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

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

1		
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
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	1,458,578
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	52,706
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	2,606
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	1,513,890
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	1,513,890
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	22,708
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	1,491,182
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	74,559

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	74,559
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	499
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	499
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	74,060
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	74,060
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	74,060

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	99,174
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	99,174
<b>5</b>	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).	<b>5</b>	499
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	98,675

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				74,060
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			0	
<b>b</b> Total for prior years 2014, 2013, 2012		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . . 10,890				
<b>b</b> From 2012. . . . .				
<b>c</b> From 2013. . . . .				
<b>d</b> From 2014. . . . . 12,015				
<b>e</b> From 2015. . . . . 20,193				
<b>f</b> Total of lines 3a through e. . . . .	43,098			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 99,174				
<b>a</b> Applied to 2015, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2016 distributable amount. . . . .				74,060
<b>e</b> Remaining amount distributed out of corpus	25,114			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	68,212			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				0
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . .	10,890			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	57,322			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .				
<b>b</b> Excess from 2013. . . . .				
<b>c</b> Excess from 2014. . . . . 12,015				
<b>d</b> Excess from 2015. . . . . 20,193				
<b>e</b> Excess from 2016. . . . . 25,114				

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

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

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

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

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

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

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

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

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

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

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
Lynn Ann Hawkins  
PO BOX 88  
ELM GROVE, WI 53122  
(262) 751-4771

**b** The form in which applications should be submitted and information and materials they should include  
WRITTEN REQUEST PROVIDING INFORMATION ON ORGANIZATION AND USE OF FUNDS

**c** Any submission deadlines  
NONE

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
NONE

**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
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	78,500
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations )

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
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Form **990-PF** (2016)

### Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		<b>Yes</b>	<b>No</b>
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<b>1a(1)</b>		<b>No</b>
<b>1a(2)</b>		<b>No</b>

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<b>1b(1)</b>	<b>No</b>
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<b>1b(2)</b>		<b>No</b>
--------------	--	-----------

<b>1b(3)</b>		<b>No</b>
--------------	--	-----------

<b>1b(4)</b>		<b>No</b>
--------------	--	-----------

<b>1b(5)</b>	<b>No</b>
--------------	-----------

<b>1b(6)</b>		<b>No</b>
--------------	--	-----------

<b>1c</b>		<b>No</b>
-----------	--	-----------

[illegible]

☐ Yes ☒ No

☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship


May the IRS discuss this return with the preparer shown below (see instr )? ☒ Yes ☐ No

Print/Type preparer's name  Michael A Deering	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P00871135
Firm's name ▶ Mowery & Schoenfeld LLC				Firm's EIN ▶
Firm's address ▶ 475 Half Day Road Suite 250  Lincolnshire, IL 60069				Phone no (847) 247-8959

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WAYNE G HOLT 7686 CALLE FACIL SARASOTA, FL 34238	PRES,TRES,DIR 1 0	0	0	0
LYNN ANN HAWKINS 940 SAN JOSE DRIVE ELM GROVE, WI 53122	VICE PRES, DIR 1 0	0	0	0
PATRICIA ANN HOLT 504 W PRINCETON CIRCLE GLENWOOD SPRINGS, CO 81601	DIRECTOR 1 0	0	0	0
MARY BETH JANSEN 1330 MANASSAS TRAIL MADISON, WI 53718	DIRECTOR 1 0	0	0	0
SUSAN MARY BELLO 1356 KIRKWOOD LANE SARASOTA, FL 34232	DIRECTOR 1 0	0	0	0
ANN MARGARET BANNISTER W240N3277 COUNTY ROAD J PEWAUKEE, WI 53072	DIRECTOR 1 0	0	0	0
PAUL CHRISTOPHER HOLT 1025 S SPRINGDALE ROAD WAUKESHA, WI 53186	DIRECTOR 1 0	0	0	0

**Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
Neighborhood House PO Box 80415 Milwaukee, WI 53208	none- 501(c)(3)	501C-3	General Purpose	500
Wisconsin Right to Life 5317 N 118th Ct Milwaukee, WI 53225	none- 501(c)(3)	501C-3	General purpose	500
Arms of Love International 2973 Harbor Blvd 535 Costa Mesa, CA 92626	none- 501(c)(3)	501C-3	General Purpose	4,500
The Women's Center 505 East Avenue Wauskesha, WI 53186	none- 501(c)(3)	501C-3	General purpose	500
Catholic Stewardship Appeal 3501 South Lake Drive Milwaukee, WI 53207	none- 501(c)(3)	501C-3	General Purpose	500
<b>Total . . . . .</b> 				78,500



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
All Faiths Food Bank 8171 Blaikie Court Sarasota, FL 34249	none- 501(c)(3)	501C-3	General Purpose	1,000
Church of the Palms 1224 Bee Ridge Road Sarasota, FL 34230	none- 501(c)(3)	501C-3	General Purpose	3,000
Center for Deaf Blind 8306 W Lincoln Ave Milwaukee, WI 53219	none- 501(c)(3)	501C-3	General Purpose	500
St Martha's School 4389 Fruitville Road Sarasota, FL 34232	none- 501(c)(3)	501C-3	General Purpose	2,000
Cardinal Mooney Catholic High School 4174 Fruitville Road Sarasota, FL 34232	none- 501(c)(3)	501C-3	General purpose	2,500
<b>Total . . . . .</b> <b>3a</b>				78,500

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
MacCanon Brown Homeless Sanctuary Inc 3314 W Juneau Ave PO Box 80165 Milwaukee, WI 53208	none- 501(c)(3)	501C-3	General purpose	500
Church of the Incarnation 2929 Bee Ridge Road Sarasota, FL 342397118	none- 501(c)(3)	501C-3	General purpose	1,500
Make a Wish 11020 W Plank Court Suite 200 Wauwatosa, WI 53226	none- 501(c)(3)	501C-3	General Purpose	1,000
Marquette University 1250 West Wisconsin Avenue PO Box 1881 Milwaukee, WI 53201	none- 501(c)(3)	501C-3	General purpose	27,500
Community Meal Program Luke House Inc 310 S Ingersoll Street Madison, WI 53703	none- 501(c)(3)	501C-3	General purpose	2,000
<b>Total . . . . .</b> ► <b>3a</b>				78,500

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
Adult Learning Center 1916 North 4th Street Milwaukee, WI 53212	none- 501(c)(3)	501C-3	General Purpose	2,000
St Dennis School 409 Dempsey Road Madison, WI 53714	none- 501(c)(3)	501C-3	General purpose	2,000
Medical College of Wisconsin 8701 Watertown Plank Road PO Box 26509 Milwaukee, WI 53226	none- 501(c)(3)	501C-3	General Purpose	500
Hebron House of Hospitality 111 E Main Street Waukesha, WI 53186	none- 501(c)(3)	501C-3	General Purpose	1,000
Next Door Foundation 2545 N 29th Street Milwaukee, WI 53210	none- 501(c)(3)	501C-3	General Purpose	500
<b>Total . . . . . ▶</b> <b>3a</b>				78,500

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
Meals on Wheels PO BOX 178 Sarasota, FL 34237	none- 501(c)(3)		General Purpose	500
St Stephens Catholic Parish 1885 Blake Ave Glenwood Springs, CO 81601	none- 501(c)(3)		General purpose	3,000
Seton Catholic Schools 3501 S Lake Drive Milwaukee, WI 53207	none- 501(c)(3)		General Purpose	500
St Josaphat Basillica Foundation 620 W Lincoln Ave Milwaukee, WI 53215	none- 501(c)(3)		General Purpose	500
Dominican Arts Project 585 County Road Z Sinsinawa, WI 53824	none- 501(c)(3)		General Purpose	1,500
<b>Total . . . . .</b> ▶ <b>3a</b>				78,500

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
Dental Trade Alliance Foundation 4350 N Fairfax Ce Arlington, VA 22203	none- 501(c)(3)		General Purpose	2,500
Wisconsin Center for Christian Study 221 N Grandview Blvd Waukesha, WI 53188	none- 501(c)(3)		general purpose	7,500
Shepherd of the Hills N36W24130 Pewaukee Rd Pewaukee, WI 53072	none- 501(c)(3)		General purpose	4,000
School Sisters of Notre Dame 13195 Watertown Pl Rd Elm Grove, WI 53122	none- 501(c)(3)		General purpose	500
Patterson Education Fund 1031 Mendota Heights Road St Paul, MN 55120	none- 501(c)(3)		General purpose	2,500
<b>Total . . . . . ▶</b> <b>3a</b>				78,500

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
Father Bernie 505 36th St W Palmetto, FL 34221	none- 501(c)(3)		General purpose	500
Sister Gilchrist 6289 Verna Rd Myakka City, FL 34251	none- 501(c)(3)		General Purpose	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				78,500

**TY 2016 Accounting Fees Schedule****Name:** The Holt Family Foundation Ltd**EIN:** 39-1714992

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	13,650	5,460		8,190

**Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.**

## **TY 2016 Depreciation Schedule**

**Name:** The Holt Family Foundation Ltd

**EIN:** 39-1714992



## TY 2016 Investments Corporate Bonds Schedule

**Name:** The Holt Family Foundation Ltd

**EIN:** 39-1714992

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS - CORPORATE BONDS	580,238	596,470

## TY 2016 Investments Corporate Stock Schedule

**Name:** The Holt Family Foundation Ltd

**EIN:** 39-1714992

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS - CORPORATE STOCKS	623,628	860,812

**TY 2016 Legal Fees Schedule****Name:** The Holt Family Foundation Ltd**EIN:** 39-1714992

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	110	44		66

## TY 2016 Other Assets Schedule

**Name:** The Holt Family Foundation Ltd

**EIN:** 39-1714992

### Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID FEDERAL EXCISE TAXES	2,306	1,807	1,807

**TY 2016 Other Expenses Schedule****Name:** The Holt Family Foundation Ltd**EIN:** 39-1714992**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECRETARIAL SERVICES	20,250	8,100		12,150
BANK CHARGES	179	179		0
INVESTMENT MANAGEMENT FEE	5,945	5,945		0
OFFICE EXPENSE	447	179		268

# TY 2016 Other Income Schedule

**Name:** The Holt Family Foundation Ltd

**EIN:** 39-1714992

## Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous income	3,000		

**TY 2016 Taxes Schedule****Name:** The Holt Family Foundation Ltd**EIN:** 39-1714992

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECTION 4940(E) TAX	499			

REALIZED GAINS/(LOSSES)

This section presents estimated realized gains or losses for your information only, and should not be used for tax purposes. To calculate gains or losses, the position with the highest purchase price has been liquidated first unless you have instructed us otherwise. We suggest you review this information for accuracy and contact your Baird Financial Advisor with any questions.

Stock Funds

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
AMR CNT EQ INC I	07/23/14 c	04/12/16	777.687	9.2100	8.4600	7,162.50	6,579.23	-583.27 (LT)
AMR CNT EQ INC I	07/23/14 c	07/11/16	613.708	9.2100	9.0000	5,652.25	5,523.37	-128.88 (LT)
FMI LGCP	12/21/15 c	04/12/16	4.663	18.2300	19.2500	85.01	89.78	4.77 (ST)
	12/22/14 c	04/12/16	109.888	21.3400	19.2500	2,345.01	2,115.33	-229.68 (LT)
	12/22/14 c	04/12/16	27.816	21.3400	19.2500	593.59	535.45	-58.14 (LT)
	12/22/14 c	04/12/16	15.742	21.3400	19.2500	335.93	303.03	-32.90 (LT)
			158.109			3,359.54	3,043.59	-315.95
FMI LGCP	12/21/15 c	07/11/16	124.252	18.2300	19.8600	2,265.12	2,467.64	202.52 (ST)
	12/21/15 c	07/11/16	26.342	18.2300	19.8600	480.22	523.15	42.93 (ST)
			150.594			2,745.34	2,990.79	245.45



REALIZED GAINS/(-)LOSSES continued

Stock Funds continued

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
JH CLSC VAL I	12/18/15 c 07/11/16		47 199	24 6700	24 4900	1,164 41	1,155 90	-8 51 (ST)
	04/12/16 c 07/11/16		19 714	24 2400	24 4900	477 87	482 80	4 93 (ST)
			66 913			1,642 28	1,638 70	-3 58
JH CLSC VAL I	04/12/16 c 09/26/16		16 713	24 2400	25 7400	405 11	430 19	25 08 (ST)
	12/17/07 n 09/26/16		23 566	21 9550	25 7400	517 39	606 58	89 19 (LT)
	12/17/07 n 09/26/16		87 871	21 9550	25 7400	1,929 20	2,261 80	332 60 (LT)
	12/22/10 n 09/26/16		1 824	16 6167	25 7400	30 28	46 97	16 69 (LT)
	12/19/12 c 09/26/16		57 841	17 3900	25 7400	1,005 86	1,488 82	482 96 (LT)
			187 815			3,887 84	4,834 36	946 52
HARBOR SMCP VAL I	04/12/16 c 07/11/16		21 536	25 2300	26 7900	543 35	576 96	33 61 (ST)
	12/19/14 c 07/11/16		22 554	26 3900	26 7900	595 19	604 21	9 02 (LT)
	12/19/14 c 07/11/16		1 516	26 3900	26 7900	40 02	40 61	0 59 (LT)
	12/19/14 c 07/11/16		0 862	26 3900	26 7900	22 74	23 09	0 35 (LT)
			46 468			1,201 30	1,244 87	43 57
HARBOR INTL I	12/18/15 c 04/12/16		33 844	58 9900	59 8900	1,996 47	2,026 91	30 44 (ST)
	12/18/15 c 04/12/16		9 134	58 9900	59 8900	538 82	547 04	8 22 (ST)
	11/13/14 c 04/12/16		23 146	67 5400	59 8900	1,563 27	1,386 21	-177 06 (LT)
	12/19/14 c 04/12/16		24 111	65 8100	59 8900	1,586 74	1,444 00	-142 74 (LT)
			90 235			5,685 30	5,404 16	-281 14
HARBOR INTL I	12/18/15 c 09/26/16		11 506	58 9900	62 0500	678 73	713 94	35 21 (ST)
	07/11/16 c 09/26/16		14 844	59 0300	62 0500	876 27	921 06	44 79 (ST)
	01/12/05 n 09/26/16		55 014	41 9100	62 0500	2,305 64	3,413 61	1,107 97 (LT)
			81 364			3,860 64	5,048 61	1,187 97
OAKMARK INTL I	11/13/14 c 04/12/16		60 735	24 7800	20 2200	1,505 01	1,228 06	-276 95 (LT)
	12/19/14 c 04/12/16		6 415	23 5800	20 2200	151 27	129 72	-21 55 (LT)
			67 150			1,656 28	1,357 78	-298 50
OAKMARK INTL I	12/18/15 c 09/26/16		86 168	21 2300	21 6600	1,829 34	1,866 39	37 05 (ST)
	12/18/15 c 09/26/16		73 243	21 2300	21 6600	1,554 94	1,586 44	31 50 (ST)
	07/11/16 c 09/26/16		127 232	19 3400	21 6600	2,460 68	2,755 87	295 19 (ST)
	12/19/14 c 09/26/16		112 208	23 5800	21 6600	2,645 87	2,430 42	-215 45 (LT)
	12/19/14 c 09/26/16		65 279	23 5800	21 6600	1,539 28	1,413 94	-125 34 (LT)
	12/19/14 c 09/26/16		19 207	23 5800	21 6600	452 89	416 02	-36 87 (LT)
			483 337			10,483 00	10,469 08	-13 92
LOOMIS SAYLES GRW Y	12/28/15 c 07/11/16		309 785	11 5700	12 0300	3,584 22	3,726 71	142 49 (ST)
LOOMIS SAYLES GRW Y	12/28/15 c 09/26/16		342 783	11 5700	12 6100	3,966 00	4,322 49	356 49 (ST)
MFS INST INTL EQ	12/16/15 c 04/12/16		55 871	20 4100	20 0400	1,140 32	1,119 65	-20 67 (ST)
	12/16/15 c 04/12/16		2 008	20 4100	20 0400	40 98	40 24	-0 74 (ST)
	05/19/11 n 04/12/16		120 239	19 2100	20 0400	2,309 80	2,409 59	99 79 (LT)
			178 118			3,491 10	3,569 48	78 38
MFS INST INTL EQ	05/19/11 n 09/26/16		207 134	19 2100	20 8700	3,979 05	4,322 89	343 84 (LT)
T ROWE GRW STK	12/15/15 c 07/11/16		32 579	52 9900	51 7800	1,726 36	1,686 95	-39 41 (ST)
T ROWE GRW STK	12/15/15 c 09/26/16		47 011	52 9900	53 6100	2,491 10	2,520 24	29 14 (ST)
	04/12/16 c 09/26/16		17 187	50 7200	53 6100	871 73	921 40	49 67 (ST)
			64 198			3,362 83	3,441 64	78 81
PRIN MDCP I	12/18/15 c 07/11/16		74 525	20 7000	22 2000	1,542 67	1,654 46	111 79 (ST)

HOLT FAMILY FOUNDATION  
C/O WAYNE G HOLT  
ALIGN SPSA3

Statement Period JANUARY 1 - DECEMBER 31, 2016  
Account Number 1514-6707 AA3F

BAIRD

REALIZED GAINS/(LOSSES) continued									
Stock Funds continued	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*	
PRIN MDCP I	04/12/16 c	07/11/16	60.635	20.9500	22.2000	1,270.30	1,346.10	75.80 (ST)	
			135.160			2,812.97	3,000.56	187.59	
	12/18/15 c	09/26/16	47.685	20.7000	22.6800	987.07	1,081.50	94.43 (ST)	
	12/22/15 c	09/26/16	2.692	20.5000	22.6800	55.18	61.05	5.87 (ST)	
	08/22/12 c	09/26/16	7.370	15.2200	22.6800	112.18	167.16	54.98 (LT)	
			57.747			1,154.43	1,309.71	155.28	
STERLING MID VAL I	04/12/16 c	07/11/16	81.010	15.7800	16.1300	1,278.34	1,306.69	28.35 (ST)	
STERLING MID VAL I	12/10/15 c	09/26/16	79.045	15.6300	16.6400	1,235.48	1,315.32	79.84 (ST)	
	12/10/15 c	09/26/16	12.555	15.6300	16.6400	196.24	208.91	12.67 (ST)	
	12/31/15 c	09/26/16	3.322	15.6500	16.6400	51.99	55.27	3.28 (ST)	
	04/12/16 c	09/26/16	36.153	15.7800	16.6400	570.49	601.58	31.09 (ST)	
			131.075			2,054.20	2,181.08	126.88	
STERLING SMCP VAL I	04/12/16 c	07/11/16	22.286	69.3100	74.9900	1,544.66	1,671.25	126.59 (ST)	
TOUCH SANDS CP SEL GRW Y	12/14/15 c	07/11/16	88.921	16.7800	15.6500	1,492.10	1,391.62	-100.48 (ST)	
	12/12/14 c	07/11/16	15.558	18.2500	15.6500	283.93	243.48	-40.45 (LT)	
	12/12/14 c	07/11/16	0.653	18.2500	15.6500	11.91	10.21	-1.70 (LT)	
			105.132			1,787.94	1,645.31	-142.63	
TOUCH SANDS CP SEL GRW Y	12/14/15 c	09/26/16	209.488	16.7800	16.4900	3,515.20	3,454.45	-60.75 (ST)	
	12/14/15 c	09/26/16	3.425	16.7800	16.4900	57.47	56.47	-1.00 (ST)	
	04/12/16 c	09/26/16	76.994	15.3500	16.4900	1,181.86	1,269.64	87.78 (ST)	
			289.907			4,754.53	4,780.56	26.03	
TOUCH SMCP Y	06/30/15 c	07/11/16	76.052	20.8100	17.2100	1,582.65	1,308.85	-273.80 (LT)	
VICTORY MNDR MDCP COR Y	12/30/14 c	07/11/16	44.485	43.2300	38.3300	1,923.09	1,705.10	-217.99 (LT)	
VICTORY MNDR MDCP COR Y	12/30/15 c	12/19/16	105.123	37.5100	40.1300	3,943.16	4,218.58	275.42 (ST)	
	12/30/15 c	12/19/16	4.662	37.5100	40.1300	174.89	187.08	12.19 (ST)	
	04/12/16 c	12/19/16	40.539	37.1400	40.1300	1,505.60	1,626.83	121.23 (ST)	
	12/27/07 n	12/19/16	325.489	30.5200	40.1300	9,933.93	13,061.91	3,127.98 (LT)	
	10/23/08 n	12/19/16	349.266	16.3600	40.1300	5,714.00	14,016.08	8,302.08 (LT)	
	12/30/08 n	12/19/16	2.976	16.2900	40.1300	48.49	119.52	71.03 (LT)	
	01/21/09 n	12/19/16	290.685	16.3200	40.1300	4,744.00	11,665.22	6,921.22 (LT)	
	12/30/09 n	12/19/16	6.997	22.9600	40.1300	160.67	280.82	120.15 (LT)	
	12/30/10 n	12/19/16	0.478	28.6000	40.1300	13.68	19.18	5.50 (LT)	
	12/30/14 c	12/19/16	35.029	43.2300	40.1300	1,514.30	1,405.71	-108.59 (LT)	
	12/30/14 c	12/19/16	4.492	43.2300	40.1300	194.18	180.26	-13.92 (LT)	
	12/30/14 c	12/19/16	0.327	43.2300	40.1300	14.13	13.12	-1.01 (LT)	
			1,166.068			27,961.03	46,794.31	18,833.28	
WF E/MKT EQ I	12/14/12 c	07/11/16	122.990	22.1300	20.0300	2,721.77	2,463.48	-258.29 (LT)	
WF E/MKT EQ I	12/14/12 c	09/26/16	175.964	22.1300	21.3900	3,894.09	3,763.86	-130.23 (LT)	

HOLT FAMILY FOUNDATION  
C/O WAYNE G HOLT  
ALIGN SPSA3

Statement Period JANUARY 1 - DECEMBER 31, 2016  
Account Number 1514-6707 AA3F

BAIRD

REALIZED GAINS/(-)LOSSES continued

Stock Funds continued									
Total Stock Funds									
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HOLT FAMILY FOUNDATION  
C/O WAYNE G HOLT  
ALIGN SPSA3

Statement Period JANUARY 1 - DECEMBER 31, 2016  
Account Number 1514-6707 AA3F

BAIRD

REALIZED GAINS/(-)LOSSES continued

Taxable Bond Funds continued

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
METWEST T/R BD I								
	12/01/15 c	04/12/16	18 265	10 7900	10 8400	197 08	197 99	0 91 (ST)
	12/15/15 c	04/12/16	74 339	10 6300	10 8400	790 22	805 83	15 61 (ST)
	12/15/15 c	04/12/16	57 563	10 6300	10 8400	611 89	623 98	12 09 (ST)
	01/04/16 c	04/12/16	19 920	10 6200	10 8400	211 55	215 93	4 38 (ST)
	02/01/16 c	04/12/16	17 333	10 7300	10 8400	185 98	187 88	1 90 (ST)
	03/01/16 c	04/12/16	15 246	10 7600	10 8400	164 05	165 26	1 21 (ST)
	04/01/16 c	04/12/16	21 173	10 8300	10 8400	229 30	229 51	0 21 (ST)
	01/15/14 c	04/12/16	2 754 442	10 6100	10 8400	29 224 63	29 858 19	633 56 (LT)
			2 978 281			31 614 70	32 284 57	669 87
METWEST T/R BD I								
	05/02/16 c	07/11/16	16 728	10 8600	11 0500	181 67	184 84	3 17 (ST)
	06/01/16 c	07/11/16	16 148	10 8400	11 0500	175 04	178 43	3 39 (ST)
	07/01/16 c	07/11/16	14 822	10 9900	11 0500	162 89	163 78	0 89 (ST)
	01/15/14 c	07/11/16	193 541	10 6100	11 0500	2 053 47	2 138 64	85 17 (LT)
			241 239			2 573 07	2 665 69	92 62
PRIN DVR RL ASSET I	04/12/16 c	07/11/16	348 079	10 5900	11 0000	3 686 16	3 828 87	142 71 (ST)
PRIN DVR RL ASSET I	04/12/16 c	09/26/16	116 283	10 5900	11 1500	1 231 44	1 296 56	65 12 (ST)
<b>Total Taxable Bond Funds</b>						<b>\$117,435.28</b>	<b>\$118,152.23</b>	<b>\$716.95</b>

Total Realized Gains/(-)Losses

	<b>\$238,350.81</b>	<b>\$259,287.69</b>	<b>\$20,936.88</b>
<b>Total Net Short-Term (ST)</b>	<b>\$61,500.83</b>	<b>\$64,002.46</b>	<b>\$2,501.63</b>
<b>Total Net Long-Term (LT)</b>	<b>\$176,849.98</b>	<b>\$195,285.23</b>	<b>\$18,435.25</b>

\* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing  
c Covered Tax Lot - The cost basis, holding period and sale proceeds on this tax lot will be reported by Baird to the IRS for taxable (reportable) accounts  
n Noncovered Tax Lot - The cost basis and holding period on this tax lot will not be reported by Baird to the IRS. The sale proceeds will be reported to the IRS for taxable (reportable) accounts. Cost information is being supplied for informational purposes only

INTERESTED PARTIES AND/OR SUPPORTING REPRESENTATIVE(S)

For the account of

HOLT FAMILY FOUNDATION  
C/O WAYNE G HOLT  
ALIGN SPSA3  
7686 CALLE FACIL  
SARASOTA FL 34238-4554