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Return of Private Foundation

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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

Cargill Foundation

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

PO Box 5626, MS 26

City or town, state or province, country, and ZIP or foreign postal code

Minneapolis, MN 55440-5626

G Check all that apply:

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ 126,916,992

J Accounting method

☐ Cash☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

41-6020221

B Telephone number (see instructions)

952-742-4311

C If exemption application is pending, check here. ☐D 1. Foreign organizations, check here. ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

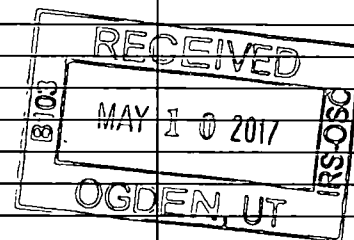
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)	351,084			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	7,625	7,625		
4	Dividends and interest from securities	1,716,786	1,716,786		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	3,105,524			
b	Gross sales price for all assets on line 6a	74,537,933			
7	Capital gain net income (from Part IV, line 2)		3,105,524		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	1,471	1,471		
12	Total. Add lines 1 through 11	5,182,490	4,831,406		
	Compensation of officers, directors, trustees, etc.	17,500	17,500		
	Other employee salaries and wages				
	Pension plans, employee benefits				
a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	40,300	40,300		
c	Other professional fees (attach schedule)	890,359	539,275		
	Interest				
	Taxes (attach schedule) (see instructions)	82,680			
	Depreciation (attach schedule) and depletion				
	Occupancy				
	Travel, conferences, and meetings				
	Printing and publications				
	Other expenses (attach schedule)	13,446	13,446		
	Total operating and administrative expenses. Add lines 13 through 23.	1,044,285	610,521		
25	Contributions, gifts, grants paid	5,788,500			6,778,500
26	Total expenses and disbursements. Add lines 24 and 25	6,832,785	610,521		6,778,500
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-1,650,295			
b	Net investment income (if negative, enter -0-)		4,220,885		
c	Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,403,699	883,444	883,444
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ 11,871				
		Less allowance for doubtful accounts ▶		231,182	11,871	11,871
	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)		108,656,482	106,599,583	126,021,677
	c	Investments - corporate bonds (attach schedule)				
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		110,291,363	107,494,898	126,916,992
	17	Accounts payable and accrued expenses		272,828	116,658	
	18	Grants payable		3,490,000	2,500,000	
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		3,762,828	2,616,658	
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		106,528,535	104,878,240	
	30	Total net assets or fund balances (see instructions)		106,528,535	104,878,240	
	31	Total liabilities and net assets/fund balances (see instructions)		110,291,363	107,494,898	

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	106,528,535
2	Enter amount from Part I, line 27a	2	-1,650,295
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	104,878,240
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	104,878,240

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PZENA INVESTMENT MANAGEMENT		P	VARIOUS	VARIOUS
b BLACKROCK		P	VARIOUS	VARIOUS
c BROOKSIDE		P	VARIOUS	VARIOUS
d EAGLE		P	VARIOUS	VARIOUS
e ALL OTHERS		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 33,343,942		31,402,606	1,941,336
b 14,290,219		14,290,219	
c 4,887,194		3,704,342	1,182,852
d 4,012,488		4,318,689	-306,201
e 18,004,091		17,716,554	287,537

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			1,941,336
b			
c			1,182,852
d			-306,201
e			287,537

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	3,105,524
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	7,384,500	131,981,095	0.0560
2014	8,408,900	136,255,122	0.0617
2013	9,490,630	131,027,285	0.0724
2012	9,480,679	123,611,986	0.0767
2011	9,484,668	127,581,744	0.0743

2 Total of line 1, column (d)	2	0.3411
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.	3	0.0682
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	122,310,059
5 Multiply line 4 by line 3.	5	8,341,546
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	42,209
7 Add lines 5 and 6.	7	8,383,755
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	6,778,500

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)		1	84,418
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	84,418
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	84,418
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 90,000		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	90,000	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,582	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 5,582 Refunded <input type="checkbox"/> 11	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> MINNESOTA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► http://www.cargill.com/corporate-responsibility/community-engagement/charitable-giving/headquarters-	13	X	
14	The books are in care of ► MICHELLE GROGG Telephone no ► 952-742-4311 Located at ► PO BOX 5626, MINNEAPOLIS, MN ZIP+4 ► 55440-5626			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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)? ☐ **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
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STATEMENT ATTACHED		17,500		

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	122,377,335
b	Average of monthly cash balances	1b	1,795,314
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	124,172,649
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	124,172,649
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	1,862,590
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	122,310,059
6	Minimum investment return. Enter 5% of line 5	6	6,115,503

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	6,115,503
2a	Tax on investment income for 2016 from Part VI, line 5 2a		84,418
b	Income tax for 2016 (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	84,418
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,031,085
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	6,031,085
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	6,031,085

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	6,778,500
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	6,778,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,778,500

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				6,031,085
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011 3,226,352				
b From 2012 3,378,373				
c From 2013 3,052,478				
d From 2014 1,756,020				
e From 2015 968,407				
f Total of lines 3a through e	12,381,630			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 6,778,500				
a Applied to 2015, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				6,031,085
e Remaining amount distributed out of corpus. . .	747,415			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,129,045			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	3,226,352			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	9,902,693			
10 Analysis of line 9				
a Excess from 2012 . . . 3,378,373				
b Excess from 2013 . . . 3,052,478				
c Excess from 2014 . . . 1,756,020				
d Excess from 2015 . . . 968,407				
e Excess from 2016 . . . 747,415				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	6,778,500				6,778,500
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	6,778,500				6,778,500
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

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

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

NONE

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

NONE

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

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

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

STATEMENT ATTACHED

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

STATEMENT ATTACHED

c Any submission deadlines:

STATEMENT ATTACHED

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

STATEMENT ATTACHED

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 STATEMENT ATTACHED				6,778,500
Total			▶ 3a	6,778,500
b Approved for future payment STATEMENT ATTACHED				2,500,000
Total			▶ 3b	2,500,000

Enter gross amounts unless otherwise indicated

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

JSA
6E1492 1 000

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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

Signature of officer or trustee

Date _____

▶ Vice President
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2016

▶ 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.

Name of the organization

Cargill Foundation

Employer identification number

41-6020221

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 foundationCheck 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 $\frac{1}{3}$ % 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).

Name of organization

Employer identification number

Cargill Foundation

41-6020221

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	Cargill, Inc. P.O. Box 5626, MS 26 Minneapolis, MN 55440-5626	\$ 351,084	Person <input checked="" 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)
		\$	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

Cargill Foundation

41-6020221

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
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization Cargill Foundation	Employer identification number 41-6020221
---	---

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

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	
----- ----- -----		----- ----- -----	

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

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

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

THE CARGILL FOUNDATION

**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/2016**

<u>PART I, COLUMN (a):</u>	<u>(a) Revenue and Expenses per books</u>	<u>(b) Net Investment Income</u>
<u>LINE 11 - OTHER INCOME:</u>		
Miscellaneous Income	<u>1,471</u>	<u>1,471</u>
<u>LINE 16 (b) - ACCOUNTING FEES:</u>		
Audit Fees	<u>40,300</u>	<u>40,300</u>
<u>LINE 16 (c) - OTHER PROFESSIONAL FEES:</u>		
Consulting Fees	91,220	91,220
Mellon Trust Advisor Fees	87,864	87,864
Eagle Management	126,751	126,751
Professional Services	351,092	8
Pzena Investment	130,350	130,350
Sprucegrove Investment	56,777	56,777
Wellington Trust Co.	36,073	36,073
State Street Management	10,232	10,232
Total	<u>890,359</u>	<u>539,275</u>
<u>LINE 18 - TAXES:</u>		
Federal Excise Tax Accrual	<u>82,680</u>	<u>0</u>
<u>LINE 23 - OTHER EXPENSES:</u>		
Employee Business Expenses	510	510
Miscellaneous Expense	12,936	12,936
Total	<u>13,446</u>	<u>13,446</u>

THE CARGILL FOUNDATION**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/2016**

The Cargill Foundation began accounting for its portfolio investments under the market value method for book purposes in 1988. Prior to 1988, the Foundation valued all investments at cost per books.

Amounts reported on Part I, Column a, and Part II, Column b, represent year-end book amounts restated to the cost basis. A reconciliation of the amounts reported as book income and book balance sheets in Parts I and II to book income per the financial statement follows:

Income per Books (Financial Statement)

Book Income/(Loss)	6,752,406
Less: Grants Paid	(5,788,500)
Add. Contributions Received	<u>0</u>
Income/(Loss) per Financial Statements	963,906

Reverse Unrealized Gain/(Loss) on Investment Portfolio Recorded on Financial Statement	(2,614,201)
--	-------------

Net Income, Form 990-PF, Part I Line 27a, Column (a)	<u>(1,650,295)</u>
---	---------------------------

THE CARGILL FOUNDATIONATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/2016

2016

PART II, LINE 10a, 10b, 10c - Investments

	Book Value	Fair Market Value
ACI MULT STRATEGY MARKET NEUTRAL FUND LTD	877,776 26	1,272,922 00
ALPHABET INC	611,003 00	1,320,559 52
AMAZON COM INC	301,168 10	753,619 35
ANADARKO PETROLEUM CORP	189,974 64	167,352 00
AON PLC	381,493 84	868,149 52
ARISTEIA INTERNATIONAL LIMITED	1,250,000 00	1,264,069 00
AURELIUS CAPITAL MANAGEMENT	800,000 00	1,186,137 00
BAILLIE GIFFORD INTL EQUITY FUND	9,567,452.82	8,755,436 68
BANK OF AMERICA CORP	461,047 43	594,490 00
BERKSHIRE HATHAWAY INC	664,806 19	1,250,871 50
BLUE TREND	1,000,000 00	883,937 00
BREXAN HOWARD FUND LIMITED	904,852 09	1,413,601 00
BRIDGEWATER PURE ALPHA FUND	915,633 88	1,514,728 00
BROOKSIDE CAP PARTNERS FUND II	75,002 26	86,081 00
BROOKSIDE II CAYMAN FUND	970,655 94	456,964 00
CITIGROUP INC	796,605 25	998,424 00
DISH NETWORK CORP	531,795.57	573,507 00
DOUBLE BLACK DIAMOND	1,124,413 00	1,925,669 00
ECOLAB INC	275,597 56	644,710 00
FIDELITY NATIONAL INFORMATION	129,707 10	170,190 00
GENERAL DYNAMICS CORP	140,492 78	162,300 40
GOLDEN TREE HIGH YIELD FUND	794,741 02	1,186,300 00
GOLDMAN SACHS GROUP INC	352,586 09	550,735 00
ILG INC	11,109 11	17,025 29
INDUS ASIA	800,000 00	1,061,570 00
JPMORGAN CHASE & CO	394,217 36	586,772 00
LIBERTY GLOBAL PLC	602,170 47	815,400 71
LUXOR CAPITAL PARTNERS OFFSHORE LTD	1,000,000 00	971,732 00
MARRIOTT INTERNATIONAL INC	438,712 64	563,464 20
MICROSOFT CORP	486,739 64	1,087,450 00
MONDELEZ INTERNATIONAL INC	260,354 54	514,228 00
MORGAN STANLEY	110,335 50	327,437 50
NOBLE ENERGY INC	365,988 60	323,510 00
ORACLE CORP	820,487 42	1,045,840 00
OZ MASTER FUND	932,829 46	1,924,114 00
PALMETTO FUND LTD	750,000 00	854,285 00
PEPSICO INC	326,525 91	523,150 00
PERSHING SQUARE	4,000,000 00	4,954,791 00
PIMCO TOTAL RETURN FUND	32,971,366 92	30,993,736 81
PLATINUM US TAX-EXEMPT FUND	4,000,000 00	4,686,474 00
RUSSELL 1000 EQUITY INDEX FUND	16,290,218 76	16,989,359 63
SAMLYN OFFSHORE FUND LP FFC	850,000 00	1,367,950 00
SANSAR CAPITAL LTD	627 48	2,471 00
SILVER POINT CAP OFFSHORE FUND LTD	503,816 82	1,718,848 00
SPRUCEGROVE DEL TST INTL INV FUND	5,752,139 58	9,299,638 22
SSGA EMERGING MARKETS CTF FUND	4,004,756 30	3,805,894 78
STEADFAST	1,000,000 00	1,544,055 00
TACONIC	1,350,000 00	1,878,676 00
THERMO FISHER SCIENTIFIC INC	158,123 30	395,080 00
TWENTY-FIRST CENTURY FOX INC	725,826 33	637,650 00
UNITEDHEALTH GROUP INC	172,691 75	728,182 00
VICIS CAPITAL FUND (INTL)	341,834 89	2,831 00
VIKING GLOBAL EQUITIES III LTD	1,050,000 00	2,098,362 00
WR BERKLEY CORP	115,542 84	279,342 00
WTC EMERGING COMPANIES	2,896,362 59	6,021,603 90
Total	106,599,583.03	126,021,677.01

THE CARGILL FOUNDATION**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/2016****PART II - BALANCE SHEET, LINE 29, PAID-IN CAPITAL, COLUMN (b):**\$

Balance Sheet Retained Earnings per Financial Statement at December 31,	2016	124,300,333	124,300,333
Less: Write-up/down of investments from Cost to Market at January 1, 2016			(16,807,893)
Common Stock		16,807,893	
Fixed Income Securities		<u>0</u>	
Total write-up/down		16,807,893	
Reverse Financial Statement Net Earnings for	2016		(963,905)
Add Book Income per Part I, Line 27, Column (a)			<u>(1,650,295)</u>
Paid-in Capital or Capital Surplus Part II, Line 29, Column (b)			<u><u>104,878,240</u></u>

THE CARGILL FOUNDATION

**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/2016**

PART VIII, LINE 1 - INFORMATION ABOUT OFFICERS AND DIRECTORS

<u>NAME AND ADDRESS</u>	<u>TITLE & TIME DEVOTED TO POSITION</u>	<u>\$ COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCOUNT, OTHER ALLOWANCES</u>
Chris Roberts Box 5626 Minneapolis, MN 55440	President Time: Less than one hour per week	-0-	-0-	-0-
Laura Witte Box 5626 Minneapolis, MN 55440	Treasurer and Secretary Time: Less than one hour per week	-0-	-0-	-0-
Sheila Riggs Box 5626 Minneapolis, MN 55440	Vice President Time: Less than one hour per week	\$7,500	-0-	-0-
Martha MacMillan Box 5626 Minneapolis, MN 55440	Vice President Time: Less than one hour per week	-0-	-0-	-0-
Ben Aase Box 5626 Minneapolis, MN 55440	Vice President Time: Less than one hour per week	\$10,000	-0-	-0-
Andy Augustine Box 5626 Minneapolis, MN 55440	Vice President Time: Less than one hour per week	-0-	-0-	-0-
Colleen May Box 5626 Minneapolis, MN 55440	Vice President Time: Less than one hour per week	-0-	-0-	-0-
	TOTALS	<u><u>\$17,500</u></u>	<u><u>0</u></u>	<u><u>0</u></u>

THE CARGILL FOUNDATION

**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/2016**

PART XV, SUPPLEMENTARY INFORMATION, LINE 2a :

Information regarding contributions, grants, gifts, loans,
scholarships, etc., should be directed to:

The Cargill Foundation
Box 5650
Minneapolis, MN 55440-5632
Attn: Michelle Grogg, Executive Director
Phone: (952) 742-4311

EIN 41-6020221
List of Grants Paid
For the Calendar Year Ended 12/31/2016

<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>	<u>Status</u>
Academia Cesar Chavez Charter School	1800 Ames Avenue St Paul, MN 55119	\$100,000	Program/Project	NONE	PC
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	\$275,000	Program/Project	NONE	PC
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	\$382,500	Program/Project	NONE	PC
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	\$482,500	Program/Project	NONE	PC
Appetite For Change	1200 West Broadway Avenue #180 Minneapolis, MN 55411	\$100,000	General Operating	NONE	PC
Centro Tyrone Guzman	1915 Chicago Avenue Minneapolis, MN 55404	\$75,000	Program/Project	NONE	PC
Charities Review Council of Minnesota	2334 University Ave W. Suite 150 St Paul, MN 55114	\$15,000	General Operating	NONE	PC
Children's Theatre Company and School	2400 Third Avenue South Minneapolis, MN 55404	\$50,000	General Operating	NONE	PC
College Possible	540 Fairview Ave N Ste 201 Saint Paul, MN 55104	\$150,000	Program/Project	NONE	PC
Comunidades Latinas Unidas En Servicio	797 E. 7th Street St Paul, MN 55106	\$50,000	Program/Project	NONE	PC
Greater Twin Cities United Way	404 South 8th Street Minneapolis, MN 55404	\$50,000	General Operating	NONE	PC
Greater Twin Cities United Way	404 South 8th Street Minneapolis, MN 55404	\$850,000	General Operating	NONE	PC
Guthrie Theater Foundation	818 South Second Street Minneapolis, MN 55415	\$40,000	General Operating	NONE	PC
Harvest Network of Schools Inc	1300 Olson Memorial Highway Minneapolis, MN 55411	\$115,000	Program/Project	NONE	PC
Hiawatha Academies	1611 E. 46th Street Minneapolis, MN 55407	\$150,000	Program/Project	NONE	PC
Hunger Impact Partners	111 Third Avenue South Suite 380 Minneapolis, MN 55401	\$250,000	Program/Project	NONE	PC
Joyce Preschool	3400 Park Ave Minneapolis, MN 55407	\$80,000	Program/Project	NONE	PC
Minneapolis Institute of Arts	2400 Third Avenue South Minneapolis, MN 55404	\$50,000	General Operating	NONE	PC
Minnesota Arboretum Foundation	3675 Arboretum Drive Chaska, MN 55318	\$60,000	Program/Project	NONE	PC
Minnesota Children's Museum	10 W 7th Street St. Paul, MN 55102	\$18,000	General Operating	NONE	PC
Minnesota Children's Museum	10 W. 7th Street St. Paul, MN 55102	\$125,000	Capital	NONE	PC
Minnesota Comeback	710 S. 2nd St. Ste. 400 Minneapolis, MN 55401	\$25,000	Program/Project	NONE	PC
Minnesota Council of Nonprofits	2314 University Avenue W , Suite 20 St. Paul, MN 55114	\$7,500	General Operating	NONE	PC
Minnesota Council on Foundations	800 Washington Ave. N., Suite 703 Minneapolis, MN 55401-1167	\$23,000	General Operating	NONE	PC
Minnesota Historical Society	345 Kellogg Blvd. W St. Paul, MN 55102	\$20,000	General Operating	NONE	PC
Minnesota Orchestral Association	1111 Nicollet Mall Minneapolis, MN 55403	\$25,000	General Operating	NONE	PC
Minnesota Public Radio	480 Cedar Street Saint Paul, MN 55101	\$55,000	General Operating	NONE	PC
Minnesota State Horticultural Society	2705 Lincoln Drive Roseville, MN 55113	\$50,000	Program/Project	NONE	PC

EIN 41-6020221
List of Grants Paid
For the Calendar Year Ended 12/31/2016

<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>	<u>Status</u>
Minnesota Zoo Foundation	13000 Zoo Boulevard Apple Valley, MN 55124	\$40,000	General Operating	NONE	PC
Northside Achievement Zone	2123 West Broadway Ave , Suite 100 Minneapolis, MN 55411	\$35,000	Program/Project	NONE	PC
Parent Aware for School Readiness	2021 E. Hennepin Ave, #250 Minneapolis, MN 55413	\$100,000	Program/Project	NONE	PC
Penumbra Theatre Company, Inc.	270 North Kent Street Saint Paul, MN 55012	\$15,000	General Operating	NONE	PC
Perspectives, Inc.	3381 Gorham Ave St. Louis Park, MN 55318	\$100,000	Program/Project	NONE	PC
Pillsbury United Communities	125 West Broadway Ave, Suite 130 Minneapolis, MN 55411	\$100,000	Program/Project	NONE	PC
Pillsbury United Communities	125 West Broadway Ave, Suite 130 Minneapolis, MN 55411	\$250,000	Capital	NONE	PC
Providers Choice, Inc.	10901 Red Circle Drive Suite 100 Minnetonka, MN 55343	\$100,000	Program/Project	NONE	PC
Science Museum of Minnesota	120 W. Kellogg Blvd. St Paul, MN 55102	\$35,000	General Operating	NONE	PC
Science Museum of Minnesota	120 W. Kellogg Blvd. St Paul, MN 55102	\$500,000	Program/Project	NONE	PC
Second Harvest Heartland	1140 Gervais Ave. St Paul, MN 55109	\$250,000	Program/Project	NONE	PC
Second Harvest Heartland	1140 Gervais Ave. St Paul, MN 55109	\$250,000	Capital	NONE	PC
St. David's Center for Child and Family Development	3395 Plymouth Road Minnetonka, MN 55305	\$100,000	Program/Project	NONE	PC
St David's Center for Child and Family Development	3395 Plymouth Road Minnetonka, MN 55305	\$125,000	Capital	NONE	PC
St. Louis Park Schools Dist 283	6425 W 33rd Street St Louis Park, MN 55426	\$50,000	Program/Project	NONE	PC
St Paul Chamber Orchestra Society	408 Saint Peter Street Third Floor Saint Paul, MN 55102	\$10,000	General Operating	NONE	PC
Teach For America Twin Cities	401 2nd Ave N, #200 Minneapolis, MN 55401	\$100,000	Program/Project	NONE	PC
The Minnesota Opera Company	620 North First Street Minneapolis, MN 55401	\$10,000	General Operating	NONE	PC
Think Small	10 Yorkton Court Saint Paul, MN 55117	\$100,000	Program/Project	NONE	PC
Twin Cities Public Television	172 East Fourth Street Saint Paul, MN 55101	\$50,000	Program/Project	NONE	PC
Twin Cities Public Television	172 East Fourth Street Saint Paul, MN 55101	\$75,000	General Operating	NONE	PC
Twin Cities Public Television	172 East Fourth Street Saint Paul, MN 55101	\$100,000	Program/Project	NONE	PC
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE, Ste. 500 Minneapolis, MN 55455	\$150,000	Program/Project	NONE	PC
Urban Ventures Leadership Foundation	2924 Fourth Avenue Sout Minneapolis, MN 55408	\$100,000	Program/Project	NONE	PC
Walker Art Center	1750 Hennepin Avenue Minneapolis, MN 55403	\$35,000	General Operating	NONE	PC
Way to Grow	125 West Broadway #110 Minneapolis, MN 55411	\$75,000	Program/Project	NONE	PC
YMCA of the Greater Twin Cities	2125 East Hennepin Avenue Minneapolis, MN 55413	\$100,000	Program/Project	NONE	PC
YWCA of Minneapolis	1130 Nicollet Mall Minneapolis, MN 55403	\$150,000	Program/Project	NONE	PC
	Total 2016 Grants Paid	\$6,778,500			

EIN 41-6020221
Open Commitment Report
For the Year Ended 12/31/2016

ORGANIZATION	DATE APPROVED	APPROVED AMOUNT	PAID TO-DATE	PAYMENT AMOUNT	PAYMENT NUMBER	PAYMENT DATE
FOCUS AREA FUNDING						
College Possible	6/18/2016	\$300,000	150,000	\$150,000	2	6/1/2017
Greater Twin Cities United Way	6/17/2016	\$750,000	0	\$750,000	1	1/1/2017
Hiawatha Academies	12/18/2015	\$500,000	\$350,000	\$150,000	3	12/1/2017
Parent Aware for School Readiness	12/20/2016	\$150,000	100,000	\$50,000	2	12/1/2017
Science Museum of Minnesota	6/15/2015	\$1,500,000	\$1,200,000	\$300,000	3	6/1/2017
University of Minnesota Foundation - Dept. of Food & Nutrition	10/26/2015	\$150,000	\$75,000	\$75,000	2	6/1/2017
YWCA of Minneapolis	10/6/2016	\$300,000	\$150,000	\$150,000	2	10/1/2017
ARTS/CULTURE/CIVIC - Capital						
Minnesota Children's Museum	4/28/2016	\$250,000	\$125,000	\$125,000	2	4/1/2017
Second Harvest Heartland	12/20/2016	\$1,000,000	250,000	\$250,000	2	12/1/2017
				\$250,000	3	12/1/2018
				\$250,000	4	12/1/2019
TOTAL - OPEN COMMITMENTS		\$4,900,000	\$2,400,000	\$2,500,000		
SUMMARY - PROGRAM						
	2017	\$1,625,000	2017	\$375,000		\$2,000,000
	2018		2018	\$250,000		\$250,000
	2019		2019	\$250,000		\$250,000
	TOTAL	\$1,625,000	TOTAL	\$875,000	TOTAL	\$2,500,000
SUMMARY - ARTS/CAPITAL						
	2017	\$1,625,000	2017	\$375,000		\$2,000,000
	2018		2018	\$250,000		\$250,000
	2019		2019	\$250,000		\$250,000
	TOTAL	\$1,625,000	TOTAL	\$875,000	TOTAL	\$2,500,000