Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation W.R. WINSLOW RESIDUARY TRUST
C/O WELLS FARGO BANK, IFS FIDUCIARY TAX SVCS

A Employer identification number 52-6144289

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1525 W WT HARRIS BLVD MAC D1114-044

B Telephone number (see instructions) (   ) -

City or town, state or province, country, and ZIP or foreign postal code
CHARLOTTE, NC 28262

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 20,177,013.

J Accounting method ☒ Cash ☐ Accrual ☐ 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 ▶ ☐

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)	84.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	352.	352.		ATCH 1
	4 Dividends and interest from securities	412,297.	412,297.		ATCH 2
	5a Gross rents	135,200.	135,200.		
	b Net rental income or (loss) 113,081.				
	6a Net gain or (loss) from sale of assets not on line 10	-230,268.			
	b Gross sales price for all assets on line 6a 5,732,098.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	317,665.	547,849.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	169,665.	152,699.		16,966.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	8,282.			8,282.
	b Accounting fees (attach schedule) ATCH 4	17,920.			17,920.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)[5]	15,311.	7,311.		
	19 Depreciation (attach schedule) and depletion	449.	449.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	21,665.	21,647.		18.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	233,292.	182,106.		43,186.
	25 Contributions, gifts, grants paid	1,000,000.			1,000,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,233,292.	182,106.	0.	1,043,186.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-915,627.			
	b **Net investment income** (if negative, enter -0-)		365,743.		
	c **Adjusted net income** (if negative, enter -0-)			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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	586,943.	316,637.	316,637.
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) ATCH 7	3,175,089.	3,596,896.	5,839,884.
c Investments - corporate bonds (attach schedule) ATCH 8	460.	417.	417.
11 Investments - land, buildings, and equipment basis ▶ 126,863. Less accumulated depreciation (attach schedule) ▶ 9,510.	117,802.	117,353.	ATCH 9 2,640,000.
12 Investments - mortgage loans			
13 Investments - other (attach schedule) ATCH 10	11,678,584.	10,568,790.	11,323,809.
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 11)	18,729.	56,266.	56,266.
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	15,577,607.	14,656,359.	20,177,013.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	16,854,190.	16,848,569.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	-1,276,583.	-2,192,210.	
30 **Total net assets or fund balances** (see instructions)	15,577,607.	14,656,359.	
31 **Total liabilities and net assets/fund balances** (see instructions)	15,577,607.	14,656,359.	

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	15,577,607.
2	Enter amount from Part I, line 27a	2	-915,627.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,661,980.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12	5	5,621.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,656,359.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

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	-230,268.
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	0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,055,273.	19,950,771.	0.052894
2014	704,443.	20,700,568.	0.034030
2013	708,972.	18,689,557.	0.037934
2012	776,835.	17,705,585.	0.043875
2011	776,943.	17,642,464.	0.044038

2	**Total** of line 1, column (d)	2	0.212771
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	0.042554
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	19,890,338.
5	Multiply line 4 by line 3	5	846,413.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,657.
7	Add lines 5 and 6	7	850,070.
8	Enter qualifying distributions from Part XII, line 4	8	1,043,186.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	3,657.
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	3,657.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,657.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . 6a 20,103.		
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	20,103.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	16,446.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 16,446. **Refunded** ▶	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?	1a		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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD,			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK, NA Telephone no ▶ 703-760-6924

Located at ▶ 1525 W WT HARRIS BLVD MAC D1114-044 CHARLOTTE, NC ZIP+4 ▶ 28262

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	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? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	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? ☐ Yes ☒ 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)*

			Yes	No
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	X	
	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? ATCH 13 ☒ 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
ATCH 14		169,665.	0.	0.

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

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

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		0.
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 N/A	
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	16,935,203.
b	Average of monthly cash balances	1b	561,768.
c	Fair market value of all other assets (see instructions)	1c	2,696,266.
d	**Total** (add lines 1a, b, and c)	1d	20,193,237.
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	20,193,237.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	302,899.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,890,338.
6	**Minimum investment return.** Enter 5% of line 5	6	994,517.

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	994,517.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,657.		
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,657.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	990,860.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	990,860.
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	990,860.

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	1,043,186.
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	1,043,186.
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	3,657.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,039,529.

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				990,860.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			614,336.	
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 1,043,186.				
a Applied to 2015, but not more than line 2a			614,336.	
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				428,850.
e Remaining amount distributed out of corpus				
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				
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				562,010.
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)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

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

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a 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					
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					
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).)

N/A

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

N/A

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

Check here ▶ [X] 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 15				
Total . . . . ▶ **3a**				1,000,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	352.	
4 Dividends and interest from securities			14	412,297.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	135,200.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-230,268.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				317,581.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 317,581.

(See worksheet in line 13 instructions to verify calculations)

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

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)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(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.

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined 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: 11/13/17 | WELLS FARGO BANK, N.A. BY STACEY ASHTON ASST VICE PRES & TRUST OFFICER

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 ☐ if self-employed	PTIN
W. CRAIG THOMPSON		10/23/17		P00295094
Firm's name ▶ RUSSELL, EVANS & THOMPSON, PLLC			Firm's EIN ▶ 54-1341318	
Firm's address ▶ 299 HERNDON PARKWAY, SUITE 206 HERNDON, VA 20170-4467			Phone no 703-478-0320	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					55,321.	
		LOSS-PUBLICLY TRADED SECURITIES					VARIOUS	VARIOUS
5,676,777.		5,962,366.					-285,589.	
TOTAL GAIN(LOSS)							-230,268.	

ATTACHMENT 1

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT A/C		352.	352.
	TOTAL	352.	352.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT A/C	412,297.	412,297.
TOTAL	412,297.	412,297.

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	8,282.			8,282.
TOTALS	8,282.			8,282.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RUSSELL EVANS & THOMPSON	17,920.			17,920.
TOTALS	17,920.			17,920.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	7,311.	7,311.
FEDERAL EXCISE TAX	8,000.	
TOTALS	15,311.	7,311.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	21,620.		
OTHER ADMIN EXPENSES	45.	27.	18.
RENT EXPENSES		21,620.	
TOTALS	21,665.	21,647.	18.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED ASSET DETAIL SCHEDULE	3,596,893.	5,839,884.
ADJ FOR FMV OF DONATED ASSETS	3.	
TOTALS	3,596,896.	5,839,884.

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Equities Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Equities			
CONSUMER DISCRETIONARY			
COMCAST CORP CLASS A SYMBOL· CMCSA CUSIP. 20030N101	3,340 000	$230,627 00	$82,937 54
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	740 000	99,219 20	18,744 20
LAS VEGAS SANDS CORP COM SYMBOL: LVS CUSIP 517834107	2,070 000	110,558 70	95,630 72
MCDONALDS CORP SYMBOL: MCD CUSIP. 580135101	745 000	90,681 40	46,923 72
TARGET CORP SYMBOL: TGT CUSIP 87612E106	1,275 000	92,093 25	69,710 89
WALT DISNEY CO SYMBOL DIS CUSIP· 254687106	1,180 000	122,979 60	59,159 77
Total Consumer Discretionary		**$746,159.15**	**$373,106.84**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Equities Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Equities *(continued)*			
CONSUMER STAPLES			
CVS HEALTH CORPORATION SYMBOL: CVS CUSIP: 126650100	560 000	$44,189 60	$25,916.74
HAIN CELESTIAL GROUP INC SYMBOL. HAIN CUSIP: 405217100	1,925 000	75,132 75	71,617 70
PROCTER & GAMBLE CO SYMBOL: PG CUSIP: 742718109	1,207 000	101,484 56	51,087 92
Total Consumer Staples		**$220,806.91**	**$148,622.36**
ENERGY			
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102	1,070 000	$96,578 20	$43,555 69
Total Energy		**$96,578.20**	**$43,555.69**
FINANCIALS			
AFFILIATED MANAGERS GROUP, INC COM SYMBOL: AMG CUSIP: 008252108	955 000	$138,761 50	$116,262 77
AMERIPRISE FINL INC SYMBOL. AMP CUSIP: 03076C106	1,250 000	138,675 00	125,748 95
BERKSHIRE HATHAWAY INC SYMBOL. BRK.B CUSIP. 084670702	585 000	95,343 30	49,446 83
BLACKROCK INC SYMBOL: BLK CUSIP: 09247X101	260 000	98,940 40	86,014 22
CITIGROUP INC SYMBOL· C CUSIP: 172967424	3,840 000	228,211 20	177,444 32
CME GROUP INCE SYMBOL: CME CUSIP: 12572Q105	1,000 000	115,350 00	54,410 20
JPMORGAN CHASE & CO SYMBOL· JPM CUSIP· 46625H100	2,560 000	220,902 40	137,001 59
PNC FINANCIAL SERVICES GROUP SYMBOL: PNC CUSIP: 693475105	750 000	87,720 00	69,862 50
Total Financials		**$1,123,903.80**	**$816,191.38**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Equities Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Equities *(continued)*			
HEALTH CARE			
GILEAD SCIENCES INC SYMBOL· GILD CUSIP 375558103	1,000 000	$71,610 00	$20,402 30
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP. 478160104	1,345 000	154,957 45	32,972 67
MCKESSON CORP SYMBOL: MCK CUSIP: 58155Q103	698 000	98,034 10	43,803 76
MERCK & CO INC NEW SYMBOL: MRK CUSIP· 58933Y105	0 000	0 00	0 00
THERMO FISHER SCIENTIFIC INC SYMBOL TMO CUSIP: 883556102	1,000 000	141,100 00	74,740 90
UNITEDHEALTH GROUP INC SYMBOL. UNH CUSIP· 91324P102	1,641 000	262,625 64	61,324 17
Total Health Care		**$728,327.19**	**$233,243.80**
INDUSTRIALS			
BOEING CO SYMBOL. BA CUSIP· 097023105	910 000	$141,668 80	$122,250 64
CUMMINS INC SYMBOL: CMI CUSIP. 231021106	350 000	47,834 50	35,960 24
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	2,500 000	79,000 00	39,399 75
SPIRIT AEROSYSTEMS HODL-CL A SYMBOL. SPR CUSIP· 848574109	575 000	33,551 25	28,022 97
UNION PACIFIC CORP SYMBOL. UNP CUSIP: 907818108	1,900 000	196,992 00	111,877 42
UNITED TECHNOLOGIES CORP SYMBOL· UTX CUSIP 913017109	750 000	82,215 00	21,262 50
3M CO COM SYMBOL: MMM CUSIP· 88579Y101	600 000	107,142 00	53,699 94
Total Industrials		**$688,403.55**	**$412,473.46**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Equities Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Equities *(continued)*			
INFORMATION TECHNOLOGY			
ALPHABET INC CL A SYMBOL: GOOGL CUSIP. 02079K305	70 000	$55,471 50	$24,095 04
ALPHABET INC CL C SYMBOL GOOG CUSIP: 02079K107	194 000	149,733 08	111,684 95
APPLE INC SYMBOL: AAPL CUSIP 037833100	3,024 000	350,239 68	189,357 79
CISCO SYSTEMS INC SYMBOL· CSCO CUSIP· 17275R102	6,495 000	196,278 90	174,169 56
COGNIZANT TECH SOLUTIONS CRP COM SYMBOL CTSH CUSIP 192446102	2,480 000	138,954 40	125,642 50
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	5,075 000	315,360 50	131,672 54
Total Information Technology		**$1,206,038.06**	**$756,622.38**
MATERIALS			
CELANESE CORP SYMBOL: CE CUSIP. 150870103	1,630 000	$128,346 20	$104,782 25
ECOLAB INC SYMBOL. ECL CUSIP· 278865100	1,345 000	157,660 90	75,789 40
Total Materials		**$286,007.10**	**$180,571.65**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Equities Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Equities *(continued)*			
INTERNATIONAL EQUITIES			
BAYER AG - ADR SPONSORED ADR CUSIP 072730302	290 000	$30,241 20	$29,884 50
EATON CORP PLC CUSIP· G29183103	1,235 000	82,856 15	65,816 41
MANULIFE FINANCIAL CORP CUSIP. 56501R106	8,825 000	157,261 50	122,354 84
SCHLUMBERGER LTD CUSIP: 806857108	1,600 000	134,320 00	118,833 60
SUNCOR ENERGY INC NEW F CUSIP· 867224107	5,955 000	194,668 95	158,762 12
TE CONNECTIVITY LTD CUSIP: H84989104	630 000	43,646 40	44,424 32
TOTAL S A - ADR SPONSORED ADR CUSIP. 89151E109	1,975 000	100,665 75	92,429 90
Total International Equities		**$743,659.95**	**$632,505.69**
Total Equities		**$5,839,883.91**	**$3,596,893.25**

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
200,000 GNMA POOL #332494 7.5% 01/15/2023	417.	417.
TOTALS	417.	417.

INVESTMENTS - LAND, BUILDINGS, EQUIPMENT

ATTACHMENT 9

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
ORIGINAL COST	L	109,342			109,342.				
CAPITAL IMPROV.	M39	5,841			5,841.	3,044.	150.		3,194.
CAPITAL IMPROV.	M39	11,680.			11,680.	6,017.	299.		6,316.
TOTALS		126,863.			126,863.	9,061.			9,510.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUND INVESTMENTS - SEE ATTACHED ASSET DETAIL SCHEDULE	10,568,213.	11,323,809.
ADJ FOR FMV OF DONATED ASSETS	577.	
TOTALS	10,568,790.	11,323,809.

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Mutual Funds Detail
Year Ended December 31, 2016

ASSET DESCRIPTION	QUANTITY	MARKET VALUE AS OF 12/31/16	COST BASIS
Fixed Income			
DOMESTIC MUTUAL FUNDS			
JPMORGAN HIGH YIELD FUND SELECT SHARES #3580 SYMBOL: OHYFX CUSIP: 4812C0803	83,235 743	$611,782 71	$607,620 93
LOOMIS SAYLES BOND FUND INSTITUTIONAL SHARES #1162 SYMBOL LSBDX CUSIP. 543495840	14,775 458	200,355 21	224,625 59
T ROWE PRICE INSTITUTIONAL FLOAT RATE FUND #170 SYMBOL: RPIFX CUSIP: 77958B402	26,541 054	267,533 82	265,965 33
VANGUARD SHORT TERM BOND ETF SYMBOL: BSV CUSIP· 921937827	11,237 000	892,779 65	871,015 69
WESTERN ASSET CORE BOND FUND INSTITUTIONAL SHARES #227 SYMBOL: WATFX CUSIP: 957663305	43,774 676	539,304 01	535,000 00
Total Domestic Mutual Funds		**$2,511,755.40**	**$2,504,227.54**
INTERNATIONAL MUTUAL FUNDS			
FIDELITY ADVISORS EMERGING MARKETS INCOME FUND CLASS I SYMBOL: FMKIX CUSIP· 315920702	14,584 228	$196,887 08	$202,488 61
PIMCO EMERGING MARKETS BOND FUND- INSTL #137 SYMBOL· PEBIX CUSIP· 693391559	40,626 039	410,729 25	343,436 44
PIMCO FOREIGN BOND FUND USD HEDGED INSTL #103 SYMBOL: PFORX CUSIP· 693390882	29,483 388	308,396 24	299,127 26
Total International Mutual Funds		**$916,012.57**	**$845,052.31**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Mutual Funds Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Fixed Income *(continued)*			
SPECIALTY FIXED INCOME			
GAI AGILITY INCOME FUND	638 171	$642,622 88	$650,000 00
Total Specialty Fixed Income		**$642,622.88**	**$650,000.00**
Total Fixed Income Mutual Funds		$4,070,803.22	**$3,999,692.28**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Mutual Funds Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
DOMESTIC MUTUAL FUNDS			
ARTISAN SMALL CAP FUND CLASS INS SYMBOL APHSX CUSIP· 04314H758	10,821 590	$305,709 92	$280,000 00
ISHARES RUSSELL MID-CAP GROWTH SYMBOL IWP CUSIP· 464287481	6,923 000	674,230 97	351,488 42
ISHARES RUSSELL MID-CAP VALUE SYMBOL· IWS CUSIP 464287473	9,070 000	729,500 10	360,305 61
ISHARES RUSSELL 2000 ETF SYMBOL IWM CUSIP 464287655	4,381 000	590,777 85	401,431 03
Total Domestic Mutual Funds		**$2,300,218.84**	**$1,393,225 06**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Mutual Funds Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Equities *(continued)*			
INTERNATIONAL MUTUAL FUNDS			
ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND #5840 SYMBOL. ABEMX CUSIP: 003021714	43,950 413	$552,017 19	$673,137 08
ARTISAN INTERNATIONAL FUND INSTITUTIONAL CLASS INS #662 SYMBOL· APHIX CUSIP· 04314H402	171 510	4,416 38	3,725 22
DODGE & COX INTERNATIONAL STOCK FUND #1048 SYMBOL· DODFX CUSIP· 256206103	123 507	4,705 62	4,342 74
MONDRIAN INTERNATIONAL EQUITY FUND SYMBOL DPIEX CUSIP· 36381Y108	56,003 869	747,651 65	792,813 86
OAKMARK FUNDS- THE OAKMARK INTERNATIONAL FUND #109 SYMBOL OAKIX CUSIP 413838202	30,959 752	702,786 37	800,000 00
OPPENHEIMER DEVELOPING MARKETS FUND CLASS I #799 SYMBOL ODVIX CUSIP· 683974604	18,024 726	576,070 24	638,052 65
TEMPLETON EMERGING MARKETS SMALL CAP FUND CLASS ADV #626 SYMBOL TEMZX CUSIP: 88019R690	24,685 233	286,595 56	315,000 00
Total International Mutual Funds		**$2,874,243.01**	**$3,227,071.55**
Total Equities Mutual Funds		**$11,014,345.76**	**$8,220,005.66**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Mutual Funds Detail
Year Ended December 31, 2016

Asset Description	Quantity	Market Value as of 12/31/16	Cost Basis
Alternative Investments			
HEDGE INVESTMENTS			
GAI CORBIN MULTI STRATEGY FUND	1,970 851	$202,739 47	$200,000 00
Total Hedge Investments		**$202,739.47**	**$200,000.00**
OTHER			
AQR MANAGED FUTURES STRATEGY FUND CLASS I #15213 SYMBOL AQMIX CUSIP 00203H859	8,917 992	$83,115 69	$101,116 08
ASG GLOBAL ALTERNATIVES FUND CLASS Y #1993 SYMBOL: GAFYX CUSIP 63872T885	9,622 834	98,056 68	102,062 72
BOSTON PARTNERS LONG/SHORT RESEARCH FUND CLASS INS #83 SYMBOL. BPIRX CUSIP. 74925K581	13,869 626	214,285 72	200,000 00
DRIEHAUS ACTIVE INCOME FUND SYMBOL· LCMAX CUSIP 262028855	16,290 333	165,835 59	176,098 50
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND CLASS I #0088 SYMBOL· EIGMX CUSIP 277923728	10,017 249	90,555 93	91,036 63
Total Other		**$651,849.61**	**$670,313.93**
Total Alternative Investments Mutual Funds		**$854,589.08**	**$870,313.93**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
Mutual Funds Detail
Year Ended December 31, 2016

ASSET DESCRIPTION	QUANTITY	MARKET VALUE AS OF 12/31/16	COST BASIS
Real Assets			
REAL ASSET FUNDS			
CREDIT SUISSE COMMODITY RETURN STRATEGY FUND CLASS-I #2156 SYMBOL· CRSOX CUSIP: 22544R305	36,853 320	$186,846 33	$179,475 67
INVESCO BALANCED-RISK COMMODITY STRATEGY FUND CLASS Y #8611 SYMBOL: BRCYX CUSIP. 00888Y508	25,773 196	174,742 27	175,000 00
VOYA INTERNATIONAL REAL ESTATE FUND CLASS I #2664 SYMBOL: IIRIX CUSIP. 92914A810	37,126 290	285,501 17	317,213 83
VOYA REAL ESTATE FUND CLASS I #2190 SYMBOL: CRARX CUSIP: 92913K595	29,573 618	577,277 02	406,633 02
Total Real Asset Mutual Funds		**$1,224,366.79**	**$1,078,322.52**
Total Mutual Funds		**$11,323,808.57**	**$10,568,212.91**

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM BROKER, DIV INT	56,266.	56,266.
TOTALS	56,266.	56,266.

ATTACHMENT 12

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
BOOK TAX DIFFERENCE FOR CONTRIBUTED ASSETS SOLD DURING YEAR		5,621.
	TOTAL	5,621.

THE W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289

Attachment to Form 990-PF
Part VII-B, Question 5c, page 6

Expenditure Responsibility Statement
for the Year 2016

Pursuant to IRC Regulation § 53.4945-5(d)(2), the W.R. Winslow Residuary Trust provides the following information:

(i) Grantee:	Elizabeth City Health and Rehabilitation 1075 US Highway 178 Elizabeth City, NC 27909-7628
(ii) Amount of Grant:	December 30, 2016 $180,000
(iii) Purpose of Grant:	Support for needy residents of the W.R. Winslow Memorial Home, Inc. as operated by Elizabeth City Health and Rehabilitation, LLC in accordance with court order dated December 23, 2016 (see copy attached).
(iv) and (vi) Reports:	The grantee agreed to provide reports. The Trust has not yet received the first report regarding the activities for 2016.
(v) Diversions:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vi) Verification:	The grantor has no reason to doubt the grantee's use of the funds; therefore, until the report is received, no independent verification is intended. If the report provides information requiring further review, a review will be conducted.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WELLS FARGO BANK, NA IFS FIDUCIARY TAX SERVICES 1525 W WT HARRIS BLVD MAC D1114-044 CHARLOTTE, NC 28288	TRUSTEE (SEE NOTE RE AVG HRS)	169,665.	0.	0.

THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED SOLELY ON AN HOURLY BASIS. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENT REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.

		COMPENSATION	CONTRIBUTIONS	EXPENSE
	GRAND TOTALS	169,665.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGETOWN UNIVERSITY SCHOOL OF MEDICINE 2115 WISCONSIN AVE, NW, STE 500 ATTN. STEPHEN P. LINK WASHINGTON, DC 20007	NONE PC	MEDICAL SCHOLARSHIPS	51,250.
JOHNS HOPKINS AT KESWICK CAROLINA JELAVICH SAN MARTIN CENTER 3400 N. CHARLES STREET, 2ND FLOOR BALTIMORE, MD 21218	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	51,250.
NORTH CAROLINA STATE UNIVERSITY ATTN CHERYL A SMITH CPA CAMPUS BOX 7501 RALEIGH, NC 27695	NONE PC	AGRICULTURAL & VETERINARIAN SCHOLARSHIPS	68,333.
VIRGINIA TECH FOUNDATION, INC 902 PRICES FORK ROAD, STE 145 ATTN: KAREN BLANK BLACKSBURG, VA 24061	NONE PC	AGRICULTURAL & VETERINARIAN SCHOLARSHIPS	68,333.
UNIVERSITY SYSTEM OF MARYLAND OFF FBO UNIVERSITY OF MARYLAND 3300 METZEROTT ROAD ADELPHIA, MD 20783	NONE PC	AGRICULTURAL & VETERINARIAN SCHOLARSHIPS	119,583.
CHILDREN HOSPITAL ATTN RITA S CORWIN 111 MICHIGAN AVE NW WASHINGTON, DC 20010	NONE PC	GENERAL PURPOSES	136,667.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LITTLE SISTERS OF THE POOR SR MARY MICHAEL NICKLES 4200 HAREWOOD RD NE WASHINGTON, DC 20017	NONE PC	CARE OF SICK & POOR PEOPLE IN WASH, DC.	68,333.
LITTLE SISTERS OF THE POOR ATTN SR ROSEMARY RESE 601 MAIDEN CHOICE LN BALTIMORE, MD 21228	NONE PC	GENERAL PURPOSES	68,333.
SALVATION ARMY 2626 PENNSYLVANIA AVE., NW ATTN: LEGAL DEPARTMENT WASHINGTON, DC 20037	NONE PC	GENERAL PURPOSES IN DC AND MD.	45,556.
METHODIST HOME OF THE DISTRICT OF COLUMBIA ATTN SANDY DOUGLAS 4901 CONNECTICUT AVE NW WASHINGTON, DC 20008	NONE PC	GENERAL PURPOSES	45,556
FLORENCE CRITTENTON SERVICES OF GREATER WASH. 815 SILVER SPRING AVENUE SILVER SPRING, MD 20910	NONE PC	GENERAL PURPOSES	45,556.
GEORGE WASHINGTON UNIVERSITY OFFICE OF PLANNED GIVING 2033 K ST, NW, SUITE 300 WASHINGTON, DC 20052	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	51,250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ELIZABETH CITY HEALTH AND REHAB. 1075 US HIGHWAY 17S ELIZABETH CITY, NC 27909-7628	NONE PC	GENERAL PURPOSES	180,000.
		TOTAL CONTRIBUTIONS PAID	1,000,000.