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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.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation PERRY FOUNDATION INCORPORATED		A Employer identification number 54-6036446						
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 8260	Room/suite	B Telephone number 434-977-5679						
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTESVILLE, VA 22906		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 30,654,888.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		66,895.	66,895.		STATEMENT 1
4 Dividends and interest from securities		429,486.	429,486.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		779,441.			
b Gross sales price for all assets on line 6a 7,335,443.					
7 Capital gain net income (from Part IV, line 2)			779,441.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,275,822.	1,275,822.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		6,425.	0.		6,425.
c Other professional fees STMT 4		100,310.	100,310.		0.
17 Interest					
18 Taxes STMT 5		17,583.	9,049.		0.
19 Depreciation and depletion					
20 Occupancy		1,415.	0.		1,415.
21 Travel, conferences, and meetings		337.	0.		337.
22 Printing and publications					
23 Other expenses STMT 6		22,087.	0.		22,098.
24 Total operating and administrative expenses. Add lines 13 through 23		148,157.	109,359.		30,275.
25 Contributions, gifts, grants paid		1,601,217.			1,601,217.
26 Total expenses and disbursements. Add lines 24 and 25		1,749,374.	109,359.		1,631,492.
27 Subtract line 26 from line 12.		-473,552.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1,166,463.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,042,839.	1,508,938.	1,508,938.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 7	18,109,391.	17,291,883.	27,193,618.
	c	Investments - corporate bonds	STMT 8	2,081,105.	1,958,962.	1,952,332.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		21,233,335.	20,759,783.	30,654,888.	
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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		10,517,745.	10,517,745.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		10,715,590.	10,242,038.	
30	Total net assets or fund balances		21,233,335.	20,759,783.		
31	Total liabilities and net assets/fund balances		21,233,335.	20,759,783.		

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	21,233,335.
2	Enter amount from Part I, line 27a	2	-473,552.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	20,759,783.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,759,783.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		P		
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 7,335,443.		6,556,002.	779,441.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			779,441.	
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		2 779,441.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,657,979.	30,852,191.	.053739
2014	1,602,603.	30,067,757.	.053300
2013	1,379,059.	26,977,463.	.051119
2012	1,172,772.	23,573,841.	.049749
2011	1,145,406.	22,763,958.	.050317
2 Total of line 1, column (d)			2 .258224
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 .051645
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 29,639,609.
5 Multiply line 4 by line 3			5 1,530,738.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,665.
7 Add lines 5 and 6			7 1,542,403.
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 1,631,492.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	11,665.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	11,665.
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	11,665.
6 Credits/Payments.			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	20,400.	
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	20,400.	
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	8,735.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 8,735. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>VA</u>		
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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► STEPHANIE LEECH Telephone no. ► 434-296-2156 Located at ► PO BOX 8260, CHARLOTTESVILLE, VA ZIP+4 ► 22906		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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(i)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► , , , <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.) N/A	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

0

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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	27,898,031.
b	Average of monthly cash balances	1b	2,192,943.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	30,090,974.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	30,090,974.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	451,365.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,639,609.
6	Minimum investment return. Enter 5% of line 5	6	1,481,980.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,481,980.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	11,665.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,665.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,470,315.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,470,315.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,470,315.

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	1,631,492.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,631,492.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	11,665.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,619,827.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,470,315.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	21,418.			
b From 2012	15,557.			
c From 2013	72,415.			
d From 2014	159,271.			
e From 2015	155,637.			
f Total of lines 3a through e	424,298.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,631,492.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				1,470,315.
e Remaining amount distributed out of corpus	161,177.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	585,475.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	21,418.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	564,057.			
10 Analysis of line 9:				
a Excess from 2012	15,557.			
b Excess from 2013	72,415.			
c Excess from 2014	159,271.			
d Excess from 2015	155,637.			
e Excess from 2016	161,177.			

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				
ALBEMARLE HOUSING IMPROVEMENT PROGRAM 2127 BERKMAR DRIVE CHARLOTTESVILLE, VA 22901	NONE	PC	PURPOSE OF DONEE	25,000.
ALL GOD'S CHILDREN CHILD DEVELOPMENT CENTER PO BOX 148 SCOTTSVILLE, VA 24590	NONE	PC	PURPOSE OF DONEE	20,000.
BACKPACK BUDDIES 1615 KENWOOD LANE CHARLOTTESVILLE, VA 22901	NONE	PC	PURPOSE OF DONEE	2,000.
BARRETT EARLY LEARNING CENTER 410 RIDGE STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	49,000.
BLUE RIDGE AREA FOOD BANK 1207 HARRIS STREET CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	20,000.
Total	SEE CONTINUATION SHEET(S)			1,601,217.
b Approved for future payment				
NONE				
Total				0.

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

- | | | | |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | 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
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 _____

Title

• PRESIDENT

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

HELENE H. DOWNS

Firm's name ► HANTZMON WIEBEL LLP, CPA'S

Firm's EIN ▶ 54-0618213

Firm's address ► 818 E. JEFFERSON ST., P.O. BOX 1408
CHARLOTTESVILLE, VA 22902

Phone no. (434) 296-2156

Form **990-PF** (2016)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BLUE RIDGE YOUTH GOLF FOUNDATION (DBA FIRST TEE OF THE VIRGINIA BLUE RIDGE) PO BOX 6786 CHARLOTTESVILLE, VA 22906	NONE	PC	PURPOSE OF DONEE	36,000.
BOYS SCOUTS OF AMERICA 801 HOPEMAN PKWY WAYNESBORO, VA 22980	NONE	PC	PURPOSE OF DONEE	10,000.
CHARLOTTESVILLE ALBEMARLE RESCUE SQUAD 828 MCINTIRE ROAD CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	25,000.
CHARLOTTESVILLE ALBEMARLE SPCA 3355 BERKMAR DR. CHARLOTTESVILLE, VA 22901	NONE	PC	PURPOSE OF DONEE	73,500.
CHARLOTTESVILLE DAY SCHOOL 320 10TH STREET NE CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	83,000.
CHARLOTTESVILLE FREE CLINIC 1138 ROSE HILL DR CHARLOTTESVILLE, VA 22903	NONE	PC	MATCHING GRANT	10,000.
CHARLOTTESVILLE POLICE 606 E. MARKET STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	5,000.
COMPUTERS4KIDS 945 SOUTHEAST 2ND STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	30,000.
HOSPICE OF THE PIEDMONT 675 PETER JEFFERSON PARKWAY, ST 300 CHARLOTTESVILLE, VA 22911	NONE	PC	PURPOSE OF DONEE	200,000.
INTERNATIONAL RESCUE CENTER 609 EAST MARKET ST, SUITE 104 CHARLOTTESVILLE, VA 22902	NONE	PC	MATCHING GRANT	12,500.
Total from continuation sheets				1,485,217.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEFFERSON AREA BOARD FOR THE AGING 674 HILLSDALE DR. CHARLOTTESVILLE, VA 22901	NONE	PC	PURPOSE OF DONEE	200,000.
JEFFERSON AREA CHIP 1469 GREENBRIER PL CHARLOTTESVILLE, VA 22901	NONE	PC	PURPOSE OF DONEE	11,000.
JEFFERSON SCHOOL AAHC 233 4TH ST NW CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	5,500.
LIGHT HOUSE STUDIO 121 E. WATER STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	250,000.
LOCAL FOOD HUB PO BOX 4647 CHARLOTTESVILLE, VA 22905	NONE	PC	PURPOSE OF DONEE	6,000.
LOUISA COUNTY RESOURCE COUNCIL 147 RESOURCE LANE LOUISA VA, VA 23093	NONE	PC	PURPOSE OF DONEE	30,000.
MEALS ON WHEELS 2270 IVY ROAD CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	25,000.
MUNICIPAL BAND OF CHARLOTTESVILLE 1119 5TH ST SW CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	15,000.
ON OUR OWN CHARLOTTESVILLE 123 4TH STREE NW CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	37,400.
PIEDMONT FAMILY YMCA 674 HILLSDALE DRIVE SUITE 4 CHARLOTTESVILLE, VA 22901	NONE	PC	PURPOSE OF DONEE	135,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
READYKIDS 1000 E. HIGH STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	25,000.
RECTOR & VISITORS - THE UNIVERISTY OF VIRGINIA 210 SPRIGG LANE CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	11,000.
RIVANNA GARDEN CLUB P. O. BOX 6554 CHARLOTTESVILLE, VA 22906	NONE	PC	PURPOSE OF DONEE	5,000.
ROCKFISH VALLEY COMMUNITY CENTER 190 ROCKFISH SCHOOL LANE AFTON, VA 22920	NONE	PC	PURPOSE OF DONEE	21,317.
RONALD MCDONALD HOUSE OF CHARLOTTESVILLE 300 9TH ST SW CHARLOTTESVILLE, VA 22903	NONE	PC	PURPOSE OF DONEE	15,000.
SALVATION ARMY 207 RIDGE STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	25,000.
SANTA FUND (UNITED WAY) 806 EAST HIGH STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	15,000.
SECOND STREET GALLERY 115 2ND STREET SE CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	10,000.
SEXUAL ASSAULT RESOURCE AGENCY 1013 LITTLE HIGH ST. CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	10,000.
THE HAVEN 112 MARKET STREET CHARLOTTESVILLE, VA 22902	NONE	PC	PURPOSE OF DONEE	8,000.
Total from continuation sheets				

54-6036446

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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DAVENPORT & CO.	66,895.	66,895.	
TOTAL TO PART I, LINE 3	66,895.	66,895.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DAVENPORT & CO.	429,486.	0.	429,486.	429,486.	
TO PART I, LINE 4	429,486.	0.	429,486.	429,486.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PREPARATION OF FORM 990-PF	6,425.	0.		6,425.
TO FORM 990-PF, PG 1, LN 16B	6,425.	0.		6,425.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEE	100,310.	100,310.		0.
TO FORM 990-PF, PG 1, LN 16C	100,310.	100,310.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	9,049.	9,049.		0.
2016 ESTIMATED TAXES PAID	8,534.	0.		0.
TO FORM 990-PF, PG 1, LN 18	17,583.	9,049.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	2,995.	0.		2,995.
OFFICE SUPPLIES & EXPENSES	1,821.	0.		1,832.
SECRETARIAL SERVICES	16,500.	0.		16,500.
TELEPHONE/INTERNET	771.	0.		771.
TO FORM 990-PF, PG 1, LN 23	22,087.	0.		22,098.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED SECURITIES - ATTACHED STATEMENT	17,291,883.	27,193,618.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,291,883.	27,193,618.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED SECURITIES - ATTACHED STATEMENT	1,958,962.	1,952,332.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,958,962.	1,952,332.

FORM 990-PF

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

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GARY C. MCGEE PO BOX 8260 CHARLOTTESVILLE, VA 22906	PRES/TRUSTEE 5.00	0.	0.	0.
EDWARD D. TAYLOE, II PO BOX 8260 CHARLOTTESVILLE, VA 22906	TREAS/TRUSTEE 3.00	0.	0.	0.
SUSAN CABELL-MAINS PO BOX 8260 CHARLOTTESVILLE, VA 22906	VICE PRES/TRUSTEE 3.00	0.	0.	0.
ROBERTA F. BROWNFIELD PO BOX 8260 CHARLOTTESVILLE, VA 22906	TRUSTEE 2.00	0.	0.	0.
SUZANNE S. BROOKS PO BOX 8260 CHARLOTTESVILLE, VA 22906	SECRETARY/TRUSTEE 2.00	0.	0.	0.
WADE TREMBLAY PO BOX 8260 CHARLOTTESVILLE, VA 22906	TRUSTEE 2.00	0.	0.	0.
PHILIP L. SPARKS PO BOX 8260 CHARLOTTESVILLE, VA 22906	TRUSTEE 2.00	0.	0.	0.
DAN GOODALL	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GARY C. MCGEE
PO BOX 8260
CHARLOTTESVILLE, VA 22906

TELEPHONE NUMBER

434-977-5679

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE BY LETTER. THE APPLICATION MUST INCLUDE A
DESCRIPTION OF THE ORGANIZATION AND STATE THE NATURE OF THE REQUEST.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE ONLY TO PUBLIC CHARITIES; NO GRANTS ARE MADE TO INDIVIDUALS
OR OTHER PRIVATE FOUNDATIONS.

STATEMENT OF INVESTMENTS

Page 1

The Perry Foundation, Inc
As of 12/31/2016

Asset	Fiduciary Acquisition Cost	Fair Market Value	Portfolio Percent
Money Market Accounts			
Davenport 2797	1,337,239.99	1,337,239.99	4.36%
Davenport 0310	26,331.61	26,331.61	0.09%
Davenport 2545	145,366.64	145,366.64	0.47%
	1,508,938.24	1,508,938.24	4.92%
Acct 2797			
Accenture PLC Ireland Class A New	257,689.36	712,736.05	2.33%
Altria Group, Inc.	47,232.96	162,288.00	0.53%
Amazon com, Inc	87,938.24	357,687.99	1.17%
American Tower Corp New	303,777.03	730,248.80	2.38%
Amerisourcebergen Corp	266,237.99	405,415.15	1.32%
Amgen Inc.	185,439.65	293,151.05	0.96%
Anheuser Busch Inbev SA/NV	173,410.17	327,918.40	1.07%
Apple Inc	27,443.71	298,815.60	0.97%
Berkshire Hathaway Inc DE Cl B New	169,666.67	768,450.70	2.51%
Brookfield Asset Management Inc Voting Shs Cl A	448,905.16	820,694.62	2.68%
Capital One Financial Corp	531,531.60	928,669.80	3.03%
Carmax, Inc	353,740.37	754,972.75	2.46%
Celgene Corp	338,654.50	571,805.00	1.87%
Chevron Corp	212,308.65	434,313.00	1.42%
Citigroup Inc New	636,476.43	726,531.75	2.37%
CME Group Inc Class A	291,341.76	451,595.25	1.47%
Danaher Corp	195,596.77	628,168.80	2.05%
Disney Walt Company	130,318.84	400,204.80	1.31%
Dominion Resources Inc VA New	150,363.81	292,956.75	0.96%
Exxon Mobil Corp	29,855.10	398,497.90	1.30%
Facebook Inc Cl A	209,892.70	187,071.30	0.61%
General Electric Company	281,294.93	393,578.00	1.28%
Google Inc Class A	146,025.58	458,036.10	1.49%
Google Inc Class C	145,410.99	446,883.78	1.46%
Ishares Floating Rate Bond ETF	24,642.85	24,604.05	0.08%
Johnson & Johnson	363,380.74	637,687.35	2.08%
JP Morgan Chase & Company	330,917.20	654,078.20	2.13%
Liberty Media Corp Cl A	83,148.45	109,557.85	0.36%
Liberty Media Corp Class C	232,346.56	293,891.36	0.96%
Markel Corp	336,440.65	1,013,040.00	3.30%
Nestle S A Spnsd ADR Repsting Reg Shs	453,741.61	529,799.90	1.73%
Pepsico Inc	216,065.10	398,640.30	1.30%
Phillip Morris Intl Inc	83,732.82	156,905.35	0.51%
Praxair Inc.	197,512.74	410,750.95	1.34%
PVH Corp	405,757.94	359,606.40	1.17%
Schlumberger Ltd	532,345.09	454,169.50	1.48%
Smucker JM Company New	493,722.64	744,028.60	2.43%
Sun Communities Inc	91,556.34	172,372.50	0.56%
Visa Inc Class A	218,963.54	621,039.20	2.03%
W P Carey Inc	188,970.27	268,564.05	0.88%
Liberty Broadband Series C	154,738.76	241,023.78	0.79%

STATEMENT OF INVESTMENTS

Page 2

The Perry Foundation, Inc.

As of 12/31/2016

Asset	Fiduciary Acquisition Cost	Fair Market Value	Portfolio Percent
Ishares 7-10 Yr Treasury Bond	215,746.26	212,784.60	0.69%
Mondelez International Inc	367,484.63	435,985.55	1.42%
Priceline Group Inc.	512,221.98	612,813.08	2.00%
Union Pacific Corp	455,236.12	494,553.60	1.61%
Merck & Company Inc New	492,925.79	489,209.70	1.60%
Discovery Communications Inc New Series C	492,294.55	482,040.00	1.57%
Adobe Systems Inc	395,983.95	445,258.75	1.45%
Marathon Petroleum Corp	315,390.51	416,394.50	1.36%
General Dynamics Corp	310,664.43	399,707.90	1.30%
Southwest Airlines Company	376,702.57	428,873.20	1.40%
IShares US Home Construction	360,307.06	348,034.20	1.14%
Fedex Corp	406,898.25	472,575.60	1.54%
Weyerhaeuser Company	322,678.57	324,520.65	1.06%
Fortive Corp	60,854.63	216,397.05	0.71%
Ecolab Inc	319,314.04	308,874.70	1.01%
Mastercard Inc	319,190.66	322,140.00	1.05%
Johnson Controls Intl PLC	323,254.85	308,719.05	1.01%
	16,075,685.12	25,759,332.81	84.03%
Acct 0310			
American Tower Corp New	54,773.32	75,983.92	0.25%
Brookfield Asset Management	53,480.75	75,262.80	0.25%
Capital One Financial	67,534.36	88,548.60	0.29%
Carmax	52,552.54	87,248.45	0.28%
Church & Dwight Company Inc	34,544.56	51,702.30	0.17%
Colfax Corp	106,165.86	88,387.80	0.29%
Discovery Communications Inc New Series C	71,804.72	62,799.10	0.20%
Fairfax Financial Holding PLC	38,921.41	43,803.00	0.14%
Fidelity National Financial Inc Group	28,857.34	39,054.00	0.13%
HanesBrands Inc	41,498.99	56,836.95	0.19%
Intuit Inc	31,550.16	55,585.85	0.18%
Markel	35,314.81	63,315.00	0.21%
Schein Henry Inc.	20,886.14	34,893.30	0.11%
WABCO Holdings Inc.	66,265.91	70,589.75	0.23%
Watsco Inc A	19,327.90	34,808.20	0.11%
Live Nation Entertainment Inc	66,028.28	72,352.00	0.24%
Liberty Broadband Corp Ser C	31,546.63	45,553.05	0.15%
LKQ Corp	39,453.91	46,741.25	0.15%
Dollar Tree Inc	65,937.67	67,146.60	0.22%
Genesee & Wyoming Inc Cl A	44,939.99	44,075.35	0.14%
Trip Advisor Inc	69,179.81	45,674.45	0.15%
Dish Network Corp Class A	58,605.98	63,143.70	0.21%
Sherwin Williams Co	59,113.79	54,822.96	0.18%
Zoetis Inc CL A	29,481.26	30,512.10	0.10%
Martin Marietta Materials Inc	28,431.95	35,444.80	0.12%
	1,216,198.04	1,434,285.28	4.68%

STATEMENT OF INVESTMENTS

Page 3

The Perry Foundation, Inc

As of 12/31/2016

Asset	Fiduciary Acquisition Cost	Fair Market Value	Portfolio Percent
Corporate Bonds			
Amazon Com Inc	76,518.75	77,732.70	0.25%
American Honda Fin Corp	126,336.25	126,126.00	0.41%
Amgen Inc	128,272.50	125,405.50	0.41%
General Elec Cap Corp Medium Term Note	128,233.75	136,938.50	0.45%
JP Morgan Chase & Co Note	75,050.20	75,161.48	0.25%
Verizon Communications Inc. Note	75,893.25	77,257.20	0.25%
Wells Fargo & Co	75,583.08	75,510.00	0.25%
Goldman Sachs Group Inc Senior Note	128,092.50	126,706.50	0.41%
Becton Dickinson & Co Note 3.25% Due 11/12/20	156,184.00	153,841.35	0.50%
Bank of America Corp 2.65% Due 4/1/19	152,423.50	151,556.40	0.49%
AT&T Inc Gbl Note 2.3% Due 03/11/19	125,528.75	125,417.63	0.41%
ABBVIE INC SR UNSECUR NOTE 2.50% Due 05/14/20	149,995.83	150,058.35	0.49%
Blackrock Inc Note 3.5% Due 03/18/24	77,297.42	77,354.10	0.25%
Automatic Data Processing Inc Sr Note	63,007.95	60,259.26	0.20%
Smucker JM Co Note	65,222.50	62,061.78	0.20%
Sysco Corp Sr Note	62,359.07	60,260.04	0.20%
Royal Bank Canada GLBL Med Sr Note	75,240.17	75,146.40	0.25%
Shell INTL Fin Note 1.195% due 09/12/19	75,199.99	75,013.65	0.24%
Cisco System Sr Note Var Rate Due 09/20/19	75,155.80	75,201.90	0.25%
Apple Inc Note 3.2% due 05/13/25	67,366.64	65,323.44	0.21%
	1,958,961.90	1,952,332.18	6.37%
TOTAL	20,759,783.30	30,654,888.51	100.00%