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2016

# **Return of Private Foundation**

Department of the Treasury Internal Revenue Service

Form 990-PF

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 instructions is at <a href="www.irs.gov/form990pf">www.irs.gov/form990pf</a>.

Open to Public

_						Inspection			
		ndar year 2016, or tax year beginning 01-01-20	)16 , ar	d ending 12-31-					
		undation TSMAN FOUNDATION	74-2521914	A Employer identification number 74-2521914					
		d street (or P O box number if mail is not delivered to street address) TSMAN WAY	<b>B</b> Telephone nu	B Telephone number (see instructions)					
				(801) 584-5700	)				
		n, state or province, country, and ZIP or foreign postal code CITY, UT 84108		C If exemption	application is pendin	g, check here			
<b>G</b> Cl	neck al	Il that apply	former public charity	<b>D 1.</b> Foreign or	ganizations, check h	ere			
		☐ Final return ☐ Amended return ☐ Address change ☐ Name change			Poreign organizations, check here     Poreign organizations meeting the 85% test, check here and attach computation				
<b>H</b> C	neck tv	/pe of organization ✓ Section 501(c)(3) exempt private	foundation		undation status was t				
_		$1.947(a)(1)$ nonexempt charitable trust $\Box$ Other taxable		under section	n 507(b)(1)(A), chec	ck nere			
of	year <i>(f</i>	ket value of all assets at end from Part II, col (c), \$\displays 479,729,219\$  \$\displays 479,729,219\$  \$\displays 0 \text{ Other (specify)} = \displays 0 \text{ Other (specify)} = \di	Cash 🗹 Accru		ation is in a 60-montl n 507(b)(1)(B), chec				
		(Part I, column (d) must	be on cash basis )						
Pa	rt I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)			
	1	Contributions, gifts, grants, etc , received (attach schedule)	131						
	2	Check $\blacktriangleright$ $lacksquare$ if the foundation is <b>not</b> required to attach							
	3	Sch B	24,830	24,830	1				
	4	Dividends and interest from securities	9,200,566	·		<u> </u>			
	5a	Gross rents							
	ь	Net rental income or (loss)							
ne	6a	Net gain or (loss) from sale of assets not on line 10	-35,571						
Revenue	b	Gross sales price for all assets on line 6a 2,393,960							
Re	7	Capital gain net income (from Part IV, line 2)		2,358,389	1				
	8	Net short-term capital gain							
	9	Income modifications							
	10a	Gross sales less returns and allowances							
	b	Less Cost of goods sold	J						
	11	Other income (attach schedule)	10,013,157	-1,346,971		<del> </del>			
	12	Total. Add lines 1 through 11	19,203,113						
	13	Compensation of officers, directors, trustees, etc	521,250		1	521,250			
	14	Other employee salaries and wages							
es	15	Pension plans, employee benefits							
sue	16a	Legal fees (attach schedule)	24,407	C	1	24,407			
and Administrative Expenses	b	Accounting fees (attach schedule)	17,750			17,750			
ve E	С	Other professional fees (attach schedule)	110,000			110,000			
ratı	17	Interest	907,019 <b>95</b> 0,264			264,709			
IS!	18 19	Taxes (attach schedule) (see instructions)  Depreciation (attach schedule) and depletion	950,264	20,417		-			
Ē	20	Occupancy							
Ad	21	Travel, conferences, and meetings							
and	22	Printing and publications							
	23	Other expenses (attach schedule)	56,029	634,389	1	56,029			
Operating	24	Total operating and administrative expenses.							
) De		Add lines 13 through 23	2,586,719	· ·	<u> </u>	994,145			
0	25	Contributions, gifts, grants paid	17,531,055			17,531,055			
	26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	20,117,774	660,806	<u> </u>	18,525,200			
	27	Subtract line 26 from line 12	0.466						
	а	Excess of revenue over expenses and disbursements	-914,661						
	ь	Net investment income (if negative, enter -0-)		9,576,008	3	-			
Fo-	C	Adjusted net income(If negative, enter -0-)		C-4 N- 44300		000 PE (2015)			
101	aper	WOLK WEGACTION WOLLDEN SEE HISTIACHOUS!		Cat No 11289	101	m <b>990-PF</b> (2016)			

121,293,158

338,782,220

69,900,000

69,955,000

268,827,220

268,827,220

338,782,220

55,000

120,282,831

479,729,219

69,900,000

69,922,000

409,807,219

409,807,219

479,729,219

1

2

3

4

5

6

268,827,220

141,894,660

409,807,219

409,807,219 Form **990-PF** (2016)

-914,661

22,000

120.282.831

479,729,219

Loans from officers, directors, trustees, and other disqualified persons

Mortgages and other notes payable (attach schedule). . . . . .

Total liabilities(add lines 17 through 22) . . . . . . . . . . . .

Land, buildings, and equipment basis

instructions Also, see page 1, item I)

Other assets (describe > \_

Other liabilities (describe ▶\_

Unrestricted . . . . .

Permanently restricted .

and complete lines 27 through 31.

of-year figure reported on prior year's return)

Decreases not included in line 2 (itemize) ▶

Other increases not included in line 2 (itemize) -

Enter amount from Part I, line 27a

Temporarily restricted

Less accumulated depreciation (attach schedule)

Total assets (to be completed by all filers—see the

Accounts payable and accrued expenses . . . .

Foundations that follow SFAS 117, check here ▶

and complete lines 24 through 26 and lines 30 and 31.

Foundations that do not follow SFAS 117, check here

Paid-in or capital surplus, or land, bldg, and equipment fund

Capital stock, trust principal, or current funds . . . . . . . . . .

Retained earnings, accumulated income, endowment, or other funds

Total net assets or fund balances (see instructions) . . . . .

Total liabilities and net assets/fund balances (see instructions) .

Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-

Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30

Analysis of Changes in Net Assets or Fund Balances

12

13

14

15

16

17

18

19 20

21

22

23

24

25

28

29

30

31

Part III

2

3

Liabilities

Balances

Fund 26

ō

Assets 27

Net

Page **3** 

	(a) the kınd(s) of property sold (e g , r ehouse, or common stock, 200 shs	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )	
1 a PORTFOLIO GAINS			Р		
<b>b</b> partnership gains		Р			
С					
d					
e					
(e)	(f) Depreciation allowed		(g) other basis		n) r (loss)
Gross sales price	(or allowable)		ense of sale		) minus (g)
a	,	·		, , , , , ,	-35,571
	3,960				2,393,960
c	,				, ,
d					
e					
			10/04/60		
Complete only for assets	s showing gain in column (h) and ov	i			l)
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	Excess	<b>(k)</b> of col(၊) (յ), ıf any	col (k), but not	h) gain minus less than -0-) <b>or</b> om col (h))
	as 01 12/31/09	Over cor	()), ii aily	203303 (114	-35,571
a b					2,393,960
					2,393,900
<u>c</u>					
d					
е		If gain, also enter in P			
	gain or (loss) as defined in sections rt I, line 8, column (c) (see instruct	ions) If (loss), enter -0	· }	3	2,358,389
Part V Qualification	Jnder Section 4940(e) for R	educed Tax on Net	Investment Inc	come	
For optional use by domestic p	rivate foundations subject to the se	ection 4940(a) tax on ne	t investment incom	ie)	
f section 4940(d)(2) applies, le	eave this part blank				
	e section 4942 tax on the distributant of qualify under section 4940(e)		in the base period?	<b>∀</b> Y€	es 🗌 No
	nount in each column for each year,		making any entries	<u> </u>	
(a)			I I I I I I I I I I I I I I I I I I I	(d)	
Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	(c) Net value of noncharitab	le-use assets	Distribution rati (col (b) divided by c	
2015					
2014					
2013					
2012					
2011					
2 Total of line 1, column (	d)		2		
· · ·	o for the 5-year base period—divide	the total on line 2 by 5.	or by the		_
number of years the four	ndation has been in existence if less ncharitable-use assets for 2016 from	than 5 years 🔒 🐍	<u>3</u>		
5 Multiply line 4 by line 3		•	5		-
	ent income (1% of Part I, line 27b)		6		
			<del></del> <del>7</del>		
8 Enter qualifying distribut			8		
	eater than line 7, check the box in P				
				E.	rm 000-DE (2016)

	If "Yes," attach the statement requir	ed b	y Regulations section 53	4945-5(d)						
<b>6</b> a	Did the foundation, during the year,	rece	eive any funds, directly or	indirectly, to pay premiu	ims on					
	a personal benefit contract?				. 🗆					
b	a personal benefit contract?									
	If "Yes" to 6b, file Form 8870					Ī				
7a	At any time during the tax year, was	the	foundation a party to a p	rohibited tax shelter tran	nsaction? Yes					
b	If yes, did the foundation receive an				∟ Yes 💌	No	7b			
	Information About O		· · · · · · · · · · · · · · · · · · ·		nagers, Highly Paid Er	nplov	vees.			
Pa	and Contractors		,,		g, g ,		, ,			
1	List all officers, directors, trustee	s. f	oundation managers an	d their compensation	(see instructions).					
	List all officers, affectors, trastee	<i>5</i> ,			(d)					
	(a) Name and address		Title, and average hours per week	(c) Compensation (If not paid, enter	Contributions to employee			se acc		
	(a) mame and address	(	b) devoted to position	-0-)	benefit plans and deferred	(e)	other	allowa	nces	
	Addıtıonal Data Table		-	-	compensation	1				
see	Additional Data Table									
2	Compensation of five highest-pai	d er	nployees (other than th	ose included on line 1		ne, er	nter "l	NONE.		
	(a)		Title, and average		Contributions to					
Na	ame and address of each employee pa	ıd	hours per week	(c) Compensation	employee benefit plans and deferred			e acco allowar		
	more than \$50,000		(b) devoted to position		(d) compensation	(0)		anomai	1000	
NON	E									
			1							
			1							
			1							
Tota	I number of other employees paid ove	r¢	50,000	1						
OLA	in number of other employees paid over	н фС		· · · · · · · · ·		Г	004	)-PF (	2016	
						For	пээ	,-PF	/U15	

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Part VIII Information About Officers, Directors, Trus and Contractors (continued)	stees, Foundation Managers, Highly Paid I	imployees,
3 Five highest-paid independent contractors for professiona	l services (see instructions). If none, enter "NO	NE".
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PRESCOTT CONSULTING	CONSULTING	60,000
820 SUNRISE CIRCLE CENTERVILLE, UT 84014		
CENTERVILLE, OT 04014		
		_
Total number of others receiving over \$50,000 for professional service	es	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year Incorganizations and other beneficiaries served, conferences convened, research paper		Expenses
1	ers produced, etc	
2		
2		
3		
4		
-		
Part IX-B Summary of Program-Related Investments		Amount
Describe the two largest program-related investments made by the foundation  1	during the tax year on lines 1 and 2	Amount
		1
2		
All other program-related investments See instructions		
3		-
Total. Add lines 1 through 3		
		Form <b>990-PF</b> (2016)

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for

1a

1b

2

За 3b

4

5

18,525,200

18.525.200

18.525.200

Form 990-PF (2016)

Part XII

1

2

3

4

5

Qualifying Distributions (see instructions)

Amounts set aside for specific charitable projects that satisfy the

the section 4940(e) reduction of tax in those years

Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes

Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,

Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

Adjusted qualifying distributions. Subtract line 5 from line 4. . . . . . . . . .

Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . . . . . . . . .

Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

15.414.327

15,414,327

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Part XIII

m	99	0-F	F (	20	016	)	
Pa	rt	ΧI	ш		U	In	di

90-PF (20	016)	
t XIII	Undistributed Income	(see instructions)

- 1 Distributable amount for 2016 from Part XI, line 7 2 Undistributed income, if any, as of the end of 2016

- a Enter amount for 2015 only. . . . . . . **b** Total for prior years
- Excess distributions carryover, if any, to 2016 From 2011. . . . .
- 2014 , 20\_\_\_\_ , 20\_\_\_\_
- **b** From 2012. . . .
- c From 2013. . .
- **d** From 2014. . . . .
- e From 2015. . . . .

(a)

Corpus

(b)

Years prior to 2015

364,296

(چ

364,296

364,296

0

(c)

2015

20,369,961

18,525,200

1,844,761

- f Total of lines 3a through e. . . . . . . 4 Qualifying distributions for 2016 from Part
  - XII, line 4 > \$
- a Applied to 2015, but not more than line 2a
- **b** Applied to undistributed income of prior years
- (Election required—see instructions). . . . . c Treated as distributions out of corpus (Election

same amount must be shown in column (a) )

required—see instructions). . . . . . . . . . d Applied to 2016 distributable amount. . . . . e Remaining amount distributed out of corpus

**5** Excess distributions carryover applied to 2016 (If an amount appears in column (d), the

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

6 Enter the net total of each column as

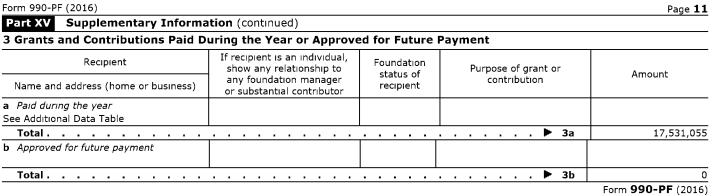
instructions . . . . . . f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must

be distributed in 2017 . . . . . 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . . . . . 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .

9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . .

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. . .

indicated below:



Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section	(e)	
-		(a)	(b)	(c)	(d)	Related or exemptions function income (See instructions
-	service revenue	Business code	Amount	Exclusion code	Amount	(See mad decions
	nd contracts from government agencies					
	ship dues and assessments					
Interes	t on savings and temporary cash			14	24.020	
	nents			14 14	24,830 9,200,566	
	al income or (loss) from real estate			11	3,200,300	
	nanced property					
	bt-financed property					
	Ital Income or (loss) from personal property					
	vestment income					
	(loss) from sales of assets other than			18	-35,571	
Net inco	me or (loss) from special events				·	
	ofit or (loss) from sales of inventory					
Other re	ship income	523000	8,996,006	14	1 246 071	
	Rship income	523000	8,990,000	14	-1,346,971 2,364,122	
					, ,	
·						
d e						
d e			8,996,006		10,206,976	
d e Subtotal <b>Total.</b> A	Add columns (b), (d), and (e)		8,996,006		10,206,976 <b>3</b>	19,202,98
d e Subtotal <b>Total.</b> A		ns )		13	<u> </u>	
d e Subtotal <b>Total.</b> A	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh	Add columns (b), (d), and (e)  dd line 12, columns (b), (d), and (e) eet in line 13 instructions to verify calculatio  Relationship of Activities to th	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	
Subtota Total. A worksh rt XVI	Add columns (b), (d), and (e)	ns ) e Accomplishn income is reported	ment of Exemp	13  ot Purposes  Part XVI-A contribut	Bted importantly to	

Information Regarding Transfers To and Transactions and Relationships With Noncharitable

Part	XVII	Exempt Organia	zations						•			
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 5 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?								501	Yes	No		
a Transfers from the reporting foundation to a noncharitable exempt organization of												
(1) Cash										1a(1)		No
(2)	Other	assets								1a(2)		No
<b>b</b> Othe	er tran	sactions										
(1)	Sales	of assets to a nonchari	ıtable exemp	t orga	ınızatıon.					. 1b(1)		No
(2)	Purch	ases of assets from a n	oncharitable	exem	npt organiz	zation				. 1b(2)		No
(3)	Renta	il of facilities, equipmer	nt, or other a	ssets.						. 1b(3)		No
		oursement arrangemen								1b(4)		No
		or loan guarantees.								1b(5)	-	No
		mance of services or m	•		_					1b(6)		No
	-	facilities, equipment, n								<u>1c</u>		No
		ver to any of the above ds, other assets, or serv										
		saction or sharing arra										
<b>/&gt;</b>	N. I	<b>(1.)</b> A	l (-> N					I) D		4 -1		
(a) Line	INO	(b) Amount involved	(c) Name of	noncna	aritable exe	mpt organization	(0	) Description of	transfers, transactions, an	a snaring arra	ingemen	its
	_											
	+											
2a Is th	ne four	idation directly or indire	ectly affiliated	d with	, or relate	d to, one or mor	e tax-	exempt organı	zations	_	_	
desc	cribed i	in section 501(c) of the	Code (other	than	section 50	01(c)(3)) or in se	ction 5	527?		. ∐Yes	<b>✓</b> N	lo
<b>b</b> If "Y	es," co	omplete the following so						•				
		(a) Name of organization	n		(1	<b>b)</b> Type of organiza	tion		(c) Description of	relationship		
	Unde	er penalties of perjury,	I declare tha	t I ha	ve examın	ed this return, ir	ncludin	ng accompanyi	ng schedules and state	ments, and	to the	best
		y knowledge and belief		orrect	, and com	plete Declaration	n of pr	eparer (other	than taxpayer) is base	d on all info	rmatior	n of
Sign		h preparer has any kno	wieage			1			<del></del>	II IDC I		
Here		*****				2017-11-12		*****		the IRS discu		
	<b>/</b> 9	Signature of officer or ti	rustee			Date		Title	(see	ınstr )? 🗹	res □ N	lo
				1						<u> </u>		
		Print/Type preparer's	name	Prep	arer's Sıgr	nature	Dat	te	Check if self-	N		
									employed ▶ □	P0096	5494	
Paid		JOAN S MCMAHON										
Prepa	arer			<u> </u>								
Use (		Firm's name ► DELC	DITTE TAX LL	_P					Firr	n's EIN ▶86	-10657	772
USE (	Jilly	Firm's address ▶ 55	5 MISSION S	STRFF	T							
		i i i i i i i i i i i i i i i i i i i	S MISSION S	- 1 IVE E	. •				DL	one no (415	() 720.	4000
	SAN FRANCISCO, CA 94105				Pho	Me NO (413	,, , 30-1	-000				

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation (a) Name and address Title, and average (c) Compensation (If (d) Expense account, hours per week not paid, enter Contributions to (e) other allowances (b) devoted to position -0-) employee benefit plans and deferred compensation JON M HUNTSMAN PRESIDENT ۵ 1 00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 KAREN H HUNTSMAN VICE PRESIDENT/TTEE 0 1 00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 CHRISTENA DURHAM VICE PRESIDENT/TTEE 1.00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 DAVID H HUNTSMAN VICE PRESIDENT/TTEE 0 20 00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 PAUL C HUNTSMAN VICE PRESIDENT/TTEE 20 00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 JAMES H HUNTSMAN VICE PRESIDENT/TTEE 1 00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 JENNIFER H PARKIN VICE PRESIDENT/TTEE 0 1 00 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108 KATHLEEN HUFFMAN VICE PRESIDENT/TTEE 1 00 500 HUNTSMAN WAY

0

SALT LAKE CITY, UT 84108

SALT LAKE CITY, UT 84108

500 HUNTSMAN WAY

VICE

1.00

PRESIDENT/TREAS

J KIMO ESPLIN

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to contribution status of any foundation manager recipient Name and address (home or business)

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Name and address (nome or business)	or substantial contributor	·		
a Paid during the year				
ADAMS & GLADWELL RESEARCH	NONE	PC	GENERAL SUPPORT	30,000

ADAMS & GLADWELL RESEARCH FOUNDATION	NONE	PC	GENERAL SUPPORT	30,000
3920 S 1100 E Suite 150				
saLT LAKE CITY, UT 84124				
Suer Bake Cirry or Orizer				l
A	NONE	DC.	CENEDAL CUDDODT	F0 000

Sali Lake CITY, UT 84124				
American Cancer Society's Hope Lodge 375 EAST 100 SOUTH SALT LAKE CITY, UT 84111	NONE	PC	GENERAL SUPPORT	50,000
AMERICAN RED CROSS PO BOX 4706	NONE	PC	GENERAL SUPPORT	25.000

375 EAST 100 SOUTH SALT LAKE CITY, UT 84111	NONE	PC	GENERAL SUPPORT	50,000
AMERICAN RED CROSS PO BOX 4706 LOGAN, UT 84323	NONE	PC	GENERAL SUPPORT	25,000
BALLET WEST 52 WEST 200 SOUTH	NONE	PC	GENERAL SUPPORT	100,000

AMERICAN RED CROSS PO BOX 4706 LOGAN, UT 84323	NONE	PC	GENERAL SUPPORT	25,000
BALLET WEST 52 WEST 200 SOUTH SALT LAKE CITY, UT 84101	NONE	PC	GENERAL SUPPORT	100,000
Bridgerland Applied Tech CollegeKimball Fund	NONE	PC	GENERAL SUPPORT	1,726

LOGAN, 01 84323				
BALLET WEST 52 WEST 200 SOUTH SALT LAKE CITY, UT 84101	NONE	PC	GENERAL SUPPORT	100,000
Bridgerland Applied Tech CollegeKimball Fund 1301 North 600 West	NONE	PC	GENERAL SUPPORT	1,726

Briageriana rippiica reen conegeramban	110112	' ~	02:12:012 00:11 01:11	-,, -0
Fund				
1301 North 600 West				
LOGAN, UT 84321				
'				
Total				17,531,055

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Form 990PF Part XV Line 3 - Grant	ts and Contributions Paid	I During the '	Year or Approved for Future	Payment
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
BYU MELVIN J BALLARD CENTER D-346 ASB PROVO, UT 84602	NONE	PC	GENERAL SUPPORT	100,000
CARDIOVASCULAR FOUNDATION OF SE TEXAS 2680 MCFADDIN STREET BEAUMONT, TX 77702	NONE	PC	GENERAL SUPPORT	30,000
CHURCH OF JESUS CHRIST OF LDS 50 EAST NORTH TEMPLE SALT LAKE CITY, UT 84150	NONE	PC	GENERAL SUPPORT	250,000
GREEK ORTHODOX CHURCH 246 West Broadway saLT LAKE CITY, UT 84104	NONE	PC	GENERAL SUPPORT	5,000
IDAHO STATE UNIVERSITY FOUNDATION CAMPUS BOX 8265 POCATELLO, ID 83209	NONE	PC	GENERAL SUPPORT	100,000
Total				17,531,055

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Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
Jared Prescott Mascarene Islands Charitable Trust 3255 W HIGH SCHOOL ROAD JACKSON, WY 83002	NONE	PC	GENERAL SUPPORT	50,000
Johnston Memorial Hospital FAMILY COMMUNITY TRUST 1611 nw 12th aveNUE miami, FL 33136	NONE	PC	GENERAL SUPPORT	500,000
Marquette UniversityMajerus Scholarship 1250 West Wisconsin Avenue MILWAUKEE, WI 53233	NONE	PC	GENERAL SUPPORT	100,000
SANFORD C BERNSTEIN & CO 10 E 59th Street NEW YORK, NY 10153	NONE	PC	donor advised fund	14,860,000
SCHOOL OF AMERICAN BALLET 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	PC	GENERAL SUPPORT	5,000
Total				17,531,055

Form 990PF Part XV Line 3 - Gran	ts and Contributions Paid	During the	Year or Approved for Future	Payment
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
SIGMA CHI FOUNDATION - HUNTSMAN LEADERSHIP SUMMIT 1714 HINMAN AVENUE EVANSTON, UT 60201	NONE	PC	GENERAL SUPPORT	500,000
SOUTHEAST TEXAS CLINICAL RESEARCH CENTER 2680 MCFADDIN STREET BEAUMONT, TX 77702	NONE	PC	GENERAL SUPPORT	35,000
THE RICHARD NIXON FOUNDATION 1801 YORBA LINDA BOULEVARD YORBA LINDA, CA 92886	NONE	PC	GENERAL SUPPORT	100,000
THIS IS THE PLACE HERITAGE PARK (This is the Place Foundation) 2601 East Sunnyside Avenue SALT LAKE CITY, UT 84108	NONE	PC	GENERAL SUPPORT	50,000
U OF U MORAN EYE CENTER 65 marıo capecchi drive SALT LAKE CITY, UT 84112	NONE	PC	GENERAL SUPPORT	200,000

Total . 3a 17,531,055

Form 990PF Part XV Line 3 - Gran	ts and Contributions Paid	I During the	Year or Approved for Future	Payment
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
UNIVERSITY OF UTAH - BASKETBALL PROGRAM 201 PRESIDENTS CIRCLEROOM 203 SALT LAKE CITY, UT 84112	NONE	PC	GENERAL SUPPORT	100,000
Utah Anti-Bullying Coalition 9350 South State Street SANDY, UT 84093	NONE	PC	GENERAL SUPPORT	200,000
UTAH STATE UNIVERSITY - AMERICAN FESTIVAL CHORUS 1400 OLD MAIN HILL LOGAN, UT 84322	NONE	PC	GENERAL SUPPORT	5,000
UTAH STATE UNIVersity PRESident CHAIR - BUSINESS SCHool DEAN 1400 OLD MAIN HILL LOGAN, UT 84322	NONE	PC	GENERAL SUPPORT	75,000
UTAH SYMPHONY 123 WEST SOUTH TEMPLE SALT LAKE CITY, UT 84101	NONE	PC	GENERAL SUPPORT	50,000
Total				17,531,055

Recipient If recipient is an individual, Foundation Purpose of grant or Amount show any relationship to status of contribution any foundation manager recipient Name and address (home or business) or substantial contributor

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

a Paid during the year				
UTAH VALLEY UNIVERSITY - KIMBALL FUND 800 West University Parkway Room AD-218 OREM, UT 84058	noNE	PC	general support	3,329

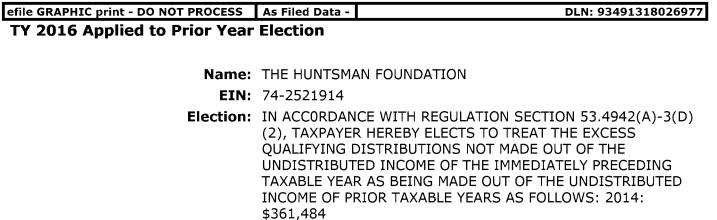
OREM, UT 84058				
WESTMINSTER COLLEGE - JMH INT'L STUDENT FELLOWSHIP 1840 SOUTH 1300 EAST SALT LAKE CITY, UT 84105	NONE	PC	GENERAL SUPPORT	6,000

STUDENT FELLOWSHIP 1840 SOUTH 1300 EAST SALT LAKE CITY, UT 84105		

SALT LAKE CITY, UT 84105		
Total	 	17,531,055

За

efile GRAPHIC print - DO NOT P	ROCESS As Filed D	Data -	D	LN: 93491318026977		
TY 2016 Accounting Fees Schedule						
Name: THE HUNTSMAN FOUNDATION EIN: 74-2521914						
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		
accounting fees	17,750	0		17,750		



DLN: 93491318026977

### Name: THE HUNTSMAN FOUNDATION

**EIN:** 74-2521914

## General Explanation Attachment

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

| Identifier | Return Reference | Explanation |
| 1 | PART VII-A, LINE 12 | taxpayer makes grants to a donor advised fund to be advised by the fund's president

DLN: 93491318026977

Name: THE HUNTSMAN FOUNDATION

**EIN:** 74-2521914

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HUNTSMAN CORPORATION	345,004,560	345,004,560

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491318026977
TY 2016 Investments - Other S	Schedule	_

Name: THE HUNTSMAN FOUNDATION

<b>EIN:</b> 74-2			
Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GS PEP TECHNOLOGY FUND	FMV	61,842	61,842
Foundation Enterprises LLC	FMV	8,553,410	8,553,410
ARDEN REAL ESTATE PARTNERS I, LP	FMV	10,424,243	10,424,243
TOWER ARCH PARTNERS 1, LP	FMV	5,035,252	5,035,252
THAYER HOTEL INVESTORS	FMV	16,152,182	16,152,182
Arden REAL ESTATE PARTNERS II, LP	FMV	7,296,744	7,296,744
Yunfeng Fund II, LP	FMV	13,596,004	13,596,004
HGGC Fund II	FMV	9,663,154	9,663,154
AMPAC	FMV	49,500,000	49,500,000

efile GRAPHIC print - DO NOT PROCE	SS As Filed Data	-	DLI	N: 93491318026977
TY 2016 Legal Fees Sched	ule			_
	me: THE HUNTSI	MAN FOUNDATION	I	
	111. /4-2321914			1
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
legal fees	24,407	0		24,407

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -		DLN	: 93491318026977		
TY 2016 Other Expenses Schedule						
Namo	THE HUNTSMAN	I FOUNDATION				
		NIOUNDATION				
EIN:	74-2521914					
Other Expenses Schedule						
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		
OFFICERS LIABILITY INSURANCE	12,862	0		12,862		

201

0

634,389

29,241

2,390

1,009

10,316

10

201

29,241

2,390

1,009

10,316

10

OFFICE EXPENSE

ADP payroll fees

bank fees

payroll tax expense

umbrella insurance

licenses and fees

portfolio deductions from partnerships

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

Name: THE HUNTSMAN FOUNDATION

**EIN:** 74-2521914

Other Income Schedule					
Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income		
partnership income	7,649,035	-1,346,971	7,649,035		
PARTNERship income	2,364,122		2,364,122		

DLN: 93491318026977

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491318026977				
TY 2016 Other Increases Schedule						
Name:	THE HUNTSMAN FOUNDATION					
	74-2521914					
De	escription	Amount				
unrealized GAIN		141,894,660				

efile GRAPHIC print - DO NOT PROCESS	S As Filed Data -	-	DLN	N: 93491318026977		
TY 2016 Other Professional Fees Schedule						
Name: THE HUNTSMAN FOUNDATION EIN: 74-2521914						
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		

110,000

110,000

consulting fees

efile GRAPHIC print - DO NOT PROCESS	As Filed Data	-	DLI	N: 93491318026977		
TY 2016 Taxes Schedule						
Name:	THE HUNTS!	MAN FOUNDATION	I			
EIN:	74-2521914					
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes		
FEDERAL INCOME TAX expense	920,264	0		0		
foreign taxes	0	26,417		0		
FLORIDA TAX PAYMENT	30,000	0		0		