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EXTENDED TO NOVEMBER 15, 2017

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

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation DIAN GRAVES OWEN FOUNDATION		A Employer identification number 75-2682536
Number and street (or P.O. box number if mail is not delivered to street address) 400 NORTH PINE STREET, SUITE 1000		B Telephone number 325-677-1367
City or town, state or province, country, and ZIP or foreign postal code ABILENE, TX 79601		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 182,371,030.	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		0.		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		269,455.	269,455.		STATEMENT 1
4 Dividends and interest from securities		1,491,619.	1,491,619.		STATEMENT 2
5a Gross rents		336,900.			STATEMENT 3
b Net rental income or (loss) 336,900.					
6a Net gain or (loss) from sale of assets not on line 10		538,478.			
b Gross sales price for all assets on line 6a 26,635,134.					
7 Capital gain net income (from Part IV, line 2)			538,478.		
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		9,052,746.	8,612,602.		STATEMENT 4
12 Total. Add lines 1 through 11		11,689,198.	10,912,154.		
13 Compensation of officers, directors, trustees, etc.		333,333.	166,667.		166,667.
14 Other employee salaries and wages		336,250.	125,312.		210,938.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		40,591.	21,446.		19,146.
c Other professional fees STMT 6		219,917.	219,917.		0.
17 Interest		5,584.	5,584.		0.
18 Taxes STMT 7		43,361.	21,788.		21,573.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		24,685.	12,342.		12,343.
22 Printing and publications					
23 Other expenses STMT 8		3,299,921.	1,685,909.		139,948.
24 Total operating and administrative expenses. Add lines 13 through 23		4,303,642.	2,258,965.		570,615.
25 Contributions, gifts, grants paid		10,602,749.			10,602,749.
26 Total expenses and disbursements. Add lines 24 and 25		14,906,391.	2,258,965.		11,173,364.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-3,217,193.			
b Net investment income (if negative, enter -0-)			8,653,189.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED NOV 21 2017

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		33,639.	117,862.	117,862.
	2	Savings and temporary cash investments		3,579,648.	9,133,909.	9,133,909.
	3	Accounts receivable ▶ 192,737.			192,737.	192,737.
		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 9	52,448,996.	40,564,614.	63,431,160.	
	c	Investments - corporate bonds STMT 10	1,042,931.	1,176,748.	1,168,492.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11	46,665,956.	49,365,421.	108,326,870.		
14	Land, buildings, and equipment: basis ▶ 12,780.					
	Less: accumulated depreciation STMT 12 ▶ 12,780.					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			103,771,170.	100,551,291.	182,371,030.
Liabilities	17	Accounts payable and accrued expenses		2,686.		
	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)			2,686.	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	0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	103,768,484.	100,551,291.		
	30	Total net assets or fund balances	103,768,484.	100,551,291.		
	31	Total liabilities and net assets/fund balances	103,771,170.	100,551,291.		

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	103,768,484.
2	Enter amount from Part I, line 27a	2	-3,217,193.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	100,551,291.
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	100,551,291.

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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			
b SEE ATTACHED STATEMENTS			
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 26,635,134.		26,096,656.	538,478.

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			538,478.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	538,478.
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		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	9,294,431.	169,651,474.	.054785
2014	10,617,488.	158,888,030.	.066824
2013	7,402,468.	137,593,873.	.053799
2012	5,956,936.	112,947,494.	.052741
2011	4,521,408.	91,120,666.	.049620

2 Total of line 1, column (d)	2	.277769
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	.055554
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	177,293,669.
5 Multiply line 4 by line 3	5	9,849,372.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	86,532.
7 Add lines 5 and 6	7	9,935,904.
8 Enter qualifying distributions from Part XII, line 4	8	11,173,364.

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 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	EXHIBIT A	P		12/31/16
b	EXHIBIT A	P		12/31/16
c	EXHIBIT A	P		12/31/16
d	EXHIBIT B	P		12/31/16
e	EXHIBIT B	P		12/31/16
f	1,818.8 UNITS JPM STRAT INC OPP FD	P		01/26/16
g	66,681 UNITS JPM STRAT INC OPP FD	P		01/27/16
h	EXHIBIT C	P		12/31/16
i	EXHIBIT D	P		12/31/16
j	EXHIBIT D	P		12/31/16
k	EXHIBIT D	P		12/31/16
l	OVERSEAS CAPITAL MARKETS	P		12/31/16
m	THROUGH PARTNERSHIPS - EXHIBIT E	P		12/31/16
n	THROUGH PARTNERSHIPS - EXHIBIT E	P		12/31/16
o	GAVEA IV PRIV INVESTORS OFFSHORE LP - CAP GAIN DI	P		12/31/16

(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	2,229,226.	2,496,131.	-266,905.
b	596,426.	126,627.	469,799.
c	1,994,664.	1,261,848.	732,816.
d	1,133,857.	1,454,483.	-320,626.
e	1,614,161.	1,693,461.	-79,300.
f	19,880.	21,683.	-1,803.
g	728,825.	799,072.	-70,247.
h	6,894,650.	13,146,332.	-6,251,682.
i	289,919.	334,605.	-44,686.
j	2,015,116.	1,730,129.	284,987.
k	44,858.	32,285.	12,573.
l	3,037,931.	3,000,000.	37,931.
m	1,581,110.		1,581,110.
n	4,020,142.		4,020,142.
o	4,482.		4,482.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-266,905.
b			469,799.
c			732,816.
d			-320,626.
e			-79,300.
f			-1,803.
g			-70,247.
h			-6,251,682.
i			-44,686.
j			284,987.
k			12,573.
l			37,931.
m			1,581,110.
n			4,020,142.
o			4,482.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 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

3

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 FIRST FINANCIAL TRUST - CAP GAIN DIST	P		12/31/16
b MATTHEWS ASIA GROWTH & INC FD - CAP GAIN DIST	P		12/31/16
c MATTHEWS CHINA FD - CAP GAIN DIST	P		12/31/16
d MATTHEWS INDIA FD - CAP GAIN DIST	P		12/31/16
e RBC CAPITAL MARKETS - CAP GAIN DIST	P		12/31/16
f VANGUARD INT'L GROWTH - CAP GAIN DIST	P		12/31/16
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 86.			86.
b 38,462.			38,462.
c 58,505.			58,505.
d 14,247.			14,247.
e 318,125.			318,125.
f 462.			462.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			86.
b			38,462.
c			58,505.
d			14,247.
e			318,125.
f			462.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	538,478.
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 }	3	N/A

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	86,532.
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	86,532.
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	86,532.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	230,652.	
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	230,652.	
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	144,120.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 144,120. 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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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) <input checked="" type="checkbox"/> TX		
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

N/A

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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 ► NONE	X	
14 The books are in care of ► DIAN GRAVES OWEN FOUNDATION Telephone no. ► 325-677-1367 Located at ► 400 NORTH PINE, SUITE 1000, ABILENE, TX ZIP+4 ► 79601		
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		
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 ►		

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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	
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

6a 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
DIAN GRAVES OWEN STAI	CHAIRMAN, TREASURER, DIR			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	0.00	0.	0.	0.
TUCKER S. BRIDWELL	PRESIDENT, DIRECTOR			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	20.00	333,333.	26,500.	0.
JANE BEARD	SECRETARY			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	40.00	95,000.	23,750.	0.
DEBORAH O. CARSON	DIRECTOR			
400 N. PINE ST., SUITE 1000				
ABILENE, TX 79601	0.00	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
LAMAR H MOORE	ADMINISTRATOR			
400 PINE ST, #1000, ABILENE, TX 79601	20.00	147,500.	26,500.	0.

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

0

Form 990-PF (2016)

Part VIII	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors <i>(continued)</i>
------------------	--

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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.

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

Form **990-PF** (2016)

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	65,137,806.
b	Average of monthly cash balances	1b	6,432,528.
c	Fair market value of all other assets	1c	108,423,239.
d	Total (add lines 1a, b, and c)	1d	179,993,573.
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	179,993,573.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,699,904.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	177,293,669.
6	Minimum investment return. Enter 5% of line 5	6	8,864,683.

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	8,864,683.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	86,532.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	86,532.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,778,151.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,778,151.
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	8,778,151.

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	11,173,364.
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	11,173,364.
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	86,532.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,086,832.

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.

Form 990-PF (2016)

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				8,778,151.
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	329,215.			
b From 2012	689,035.			
c From 2013	784,148.			
d From 2014	3,201,250.			
e From 2015	1,026,205.			
f Total of lines 3a through e	6,029,853.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 11,173,364.				
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				8,778,151.
e Remaining amount distributed out of corpus	2,395,213.			
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:	8,425,066.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	329,215.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	8,095,851.			
10 Analysis of line 9:				
a Excess from 2012	689,035.			
b Excess from 2013	784,148.			
c Excess from 2014	3,201,250.			
d Excess from 2015	1,026,205.			
e Excess from 2016	2,395,213.			

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income

[illegible]

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				
SEE EXHIBIT H, ATTACHED 400 PINE ST., STE 1000 ABILENE, TX 79601	NONE		GENERAL FUND	10,602,749.
Total			▶ 3a	10,602,749.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	269,455.		
4 Dividends and interest from securities			14	1,491,619.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property			16	336,900.		
6 Net rental income or (loss) from personal property						
7 Other investment income	211110	440,144.	14	8,612,602.		
8 Gain or (loss) from sales of assets other than inventory			18	538,478.		
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)		440,144.		11,249,054.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	11,689,198.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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. | | |

[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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee <i>Tam Bradwell</i>		Date <i>11/13/17</i>			Title PRESIDENT	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	TIM MCCOMMON		<i>Tam McCommon</i>		11/08/17		P00542207
	Firm's name ▶ VIEBIG, MCCOMMON & ASSOCIATES, PC, CPA'					Firm's EIN ▶ 76-0124314	
	Firm's address ▶ 401 WEST ALABAMA HOUSTON, TX 77006					Phone no. (713) 529-9949	

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
JP MORGAN	20.	20.	
RBC CAPITAL MARKETS LLC THROUGH PARTNERSHIPS - EXHIBIT E	134.	134.	
	269,301.	269,301.	
TOTAL TO PART I, LINE 3	269,455.	269,455.	

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
FIRST FINANCIAL TRUST	46,485.	0.	46,485.	46,485.	
JP MORGAN - STRAT OPP	7,133.	0.	7,133.	7,133.	
MATTHEWS ASIAN GROWTH & INC FD	21,069.	0.	21,069.	21,069.	
MATTHEWS CHINA FD	8,122.	0.	8,122.	8,122.	
RBC CAPITAL MARKETS LLC	230,164.	0.	230,164.	230,164.	
RBC CAPITAL MARKETS LLC	1,003,147.	0.	1,003,147.	1,003,147.	
RBC CAPITAL MARKETS LLC	88,844.	0.	88,844.	88,844.	
T- ROWE PRICE THROUGH PARTNERSHIPS - EXHIBIT E	4,270.	0.	4,270.	4,270.	
VANGUARD - GNMA	29,684.	0.	29,684.	29,684.	
VANGUARD - INFL PROT	10,961.	0.	10,961.	10,961.	
VANGUARD - INT'L GROWTH	7,265.	0.	7,265.	7,265.	
VANGUARD - INT'L VALUE	11,929.	0.	11,929.	11,929.	
VANGUARD - PREC METAL	17,403.	0.	17,403.	17,403.	
	5,143.	0.	5,143.	5,143.	
TO PART I, LINE 4	1,491,619.	0.	1,491,619.	1,491,619.	

FORM 990-PF	RENTAL INCOME	STATEMENT	3
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
NET RRE INC FROM PARTNERSHIPS - EXH.E	1	336,900.	
TOTAL TO FORM 990-PF, PART I, LINE 5A		336,900.	

FORM 990-PF	OTHER INCOME	STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORD. LOSS FROM PARTNERSHIPS-SEE EXHIBIT E	440,144.	0.	
OIL & GAS ROY.INC.FROM PARTNERSHIPS EXHIBIT E	7,654,806.	7,654,806.	
OTHER INC.(LOSS) FROM PARTNERSHIPS- EXH.E	68,047.	68,047.	
OTHER PORTFOLIO INC FROM PARTNERSHIPS-EXHIBIT E	873,707.	873,707.	
OTHER INVESTMENT INCOME	501.	501.	
NON-DIVIDEND DISTRIBUTIONS	15,541.	15,541.	
TOTAL TO FORM 990-PF, PART I, LINE 11	9,052,746.	8,612,602.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX RETURN & AUDITING FEES	38,291.	19,146.		19,146.	
LEGAL FEES	2,300.	2,300.		0.	
TO FORM 990-PF, PG 1, LN 16B	40,591.	21,446.		19,146.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	219,917.	219,917.		0.	
TO FORM 990-PF, PG 1, LN 16C	219,917.	219,917.		0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAX EXPENSE	36,596.	15,023.		21,573.	
FOREIGN TAXES	6,765.	6,765.		0.	
TO FORM 990-PF, PG 1, LN 18	43,361.	21,788.		21,573.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REFUND OF PRIOR YEAR TAXES PAID	-101,259.	0.		0.	
RETIREMENT PLAN	100,187.	39,390.		60,797.	
EMPLOYEE HEALTH INS.	94,145.	30,909.		63,236.	
OFFICE & ADMINISTRATIVE EXPENSE	26,989.	13,494.		13,495.	
OIL & GAS ROY. INC.FROM PARTNERSHIPS - EXH. E	379,855.	379,855.		0.	
OIL & GAS IDC DEDUCTIONS FROM PARTNERSHIPS - EXH.E	1,181,740.	0.		0.	
OIL & GAS COST DEPLETION DEDUCTIONS FROM PARTNERSHIPS - EXH. E	595,682.	211,349.		0.	
PORTFOLIO DEDUCTS FROM PARTNERSHIPS - EXH E	1,008,492.	1,008,492.		0.	
NON-DEDUCTIBLE EXP FROM PARTNERSHIPS - EXH E	9,250.	0.		0.	
MEMBERSHIP, DUES & PUBLICATIONS	4,840.	2,420.		2,420.	
TO FORM 990-PF, PG 1, LN 23	3,299,921.	1,685,909.		139,948.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE EXHIBIT F - STOCKS	40,564,614.	63,431,160.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	40,564,614.	63,431,160.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE EXHIBIT F - CORPORATE BOND MUTUAL FUNDS	1,176,748.	1,168,492.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,176,748.	1,168,492.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE EXHIBIT G - OTHER INVESTS.	COST	49,365,421.	108,326,870.
TOTAL TO FORM 990-PF, PART II, LINE 13		49,365,421.	108,326,870.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	7,500.	7,500.	0.
SOFTWARE	2,150.	2,150.	0.
SOFTWARE	1,534.	1,534.	0.
SOFTWARE	1,596.	1,596.	0.
TOTAL TO FM 990-PF, PART II, LN 14	12,780.	12,780.	0.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT 13
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EXPLANATION

IN 2016, THE FOUNDATION MADE AND TREATED DISTRIBUTIONS TO DONOR ADVISED FUNDS MAINTAINED AT THE COMMUNITY FOUNDATION OF ABILENE AS QUALIFYING DISTRIBUTIONS. THESE DISTRIBUTIONS WILL BE ONLY USED FOR GRANTS TO NONPROFIT, 501(C)(3) QUALIFIED ORGANIZATIONS, AS REQUIRED BY THE FOUNDATION'S STATED PURPOSE AND THAT OF THE COMMUNITY FOUNDATION OF ABILENE.

DIAN GRAVES OWEN FOUNDATION
2016 FORM 990-PF
75-2682536

PART II - LINE 13 - INVESTMENTS OTHER

NAME	TIN	12/31/2016	
		Book Value	Fair Market Value
Bootsmead Land LLC	46-5309790	119,412	118,611
Bootsmead Leasco, LLC	46-5327755	3,389,226	3,343,757
Carson/HicksMuse Lion Fund	13-4264467	13,948	-
Encap Energy Capital Fd V-B	20-1180650	858,374	43,965
Encap Energy Capital Fd VI-B	20-4682001	1,851,196	401,430
Encap Fund VII-B	26-0413869	3,357,579	629,139
Founding Partners Designee, LLC	45-5351895	1,468	-
Founding Partners Stable Value II	20-1880130	4,194	-
Freestone Metal Partners	26-0497670	82,065	198,042
Freestone Partners II	55-0876134	57,386	19,152
HOG Partnership	75-2959685	553,052	739,000
Mansefeldt Ancor Partners	27-2845932	3,856,940	4,954,446
Mansefeldt Energy Partners I	75-2827234	956,020	60,000,000
Mansefeldt Enzyme Partners		40,000	40,000
Mansefeldt EV Fund XII Partners	27-2883184	1,406,775	-
Mansefeldt Flatrock Midstream II	45-4852075	1,320,760	3,066,158
Mansefeldt Flatrock Midstream III	46-4943834	1,169,683	1,397,940
Mansefeldt Fraser McCombs Ventures	45-4863065	814,680	1,029,695
Mansefeldt Fund IX Partners	46-1230554	9,681,976	10,475,485
Mansefeldt Fund VIII Partners	27-2883244	2,267,794	4,181,228
Mansefeldt Fund VIII Partners Co Invest	45-3778163	2,851,217	2,891,833
Mansefeldt Greyrock Partners	45-1511641	1,097,168	721,500
Mansefeldt Halcon Partners	45-4047043	450,891	-
Mansefeldt Midstream Partners	94-3445231	129,975	518,174
Mansefeldt Oak Valley	46-2123045	1,659,694	1,055,747
Mansefeldt PBC III	46-4186966	1,388,886	1,706,332
Mansefeldt Pennybacker Partners	26-4383141	1,191	70,202
Mansefeldt TW Midstream	46-4195135	726,345	1,407,122
Nexlube Operating LLC	27-1767679	1,942,561	2,067,691
Receptor Logic	20-0488559	10,960	-
Talon Oil & Gas II LLC	27-4419168	1,348,335	929,921
Toledo Energy Partners LLC	36-4747418	1,062,859	-
Mansefeldt Fund X Partners	47-2720863	4,213,462	6,056,194
Mansefeldt Clearinghouse Partners	75-2682536	728,968	261,513
Talon Oil & Gas III LLC	75-2682536	(40,874)	-
Mansefeldt PBC IV	81-3742211	(11,338)	-
Mansefeldt Fund XI Partners	81-4185424	2,593	2,593
TOTALS		49,365,421	108,326,870