



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2016

Open to Public Inspection

- Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

THE SUSAN ELIZABETH FOUNDATION

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

P O BOX 91302

Room/suite

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

SEATTLE

WA

98111

Foreign country name

Foreign province/state/country

Foreign postal code

A Employer identification number

81-0713157

B Telephone number (see instructions)

609-274-6834

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☒

Address change

☐

Name change

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

I Fair market value of all assets at

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

line 16) ► \$ 2,076,005

J Accounting method

☒

Cash

☐

Accrual

☐

Other (specify)

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

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

1 Contributions, gifts, grants, etc., received (attach schedule)

1,398

2 Check ☒ if the foundation is **not** required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

46,080

44,534

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

1,411,470

b Gross sales price for all assets on line 6a 1,683,160

7 Capital gain net income (from Part IV, line 2)

1,411,470

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

1,458,948

1,456,004

0

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

19,787

19,787

b Accounting fees (attach schedule)

2,054

2,054

c Other professional fees (attach schedule)

14,992

8,995

5,997

17 Interest

18 Taxes (attach schedule) (see instructions)

30,707

443

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24,029

29

24,000

24 Total operating and administrative expenses.

Add lines 13 through 23

91,569

9,467

0

51,838

25 Contributions, gifts, grants paid

86,950

86,950

26 Total expenses and disbursements. Add lines 24 and 25

178,519

9,467

0

138,788

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

1,280,429

b Net investment income (if negative, enter -0-)

1,446,537

c Adjusted net income (if negative, enter -0-)

0

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2016)

14

a32

RECEIVED
SEP 19 2017
IRBOSC
OGDEN, UT

SCANNED SEP 21 2017

Form 990-PF (2016) THE SUSAN ELIZABETH FOUNDATION

81-0713157

Page 2

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year | End of year | |
|-----------------------------|--|--|--|-------------------|----------------|-----------------------|
| | | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash—non-interest-bearing | | 1 | 1,203 | 1,203 |
| | 2 | Savings and temporary cash investments | | 737,601 | 147,329 | 147,329 |
| | 3 | Accounts receivable ▶ | | | | |
| | | Less allowance for doubtful accounts ▶ | | | | |
| | 4 | Pledges receivable ▶ | | | | |
| | | Less allowance for doubtful accounts ▶ | | | | |
| | 5 | Grants receivable | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | | |
| | | Less allowance for doubtful accounts ▶ | | | | |
| | 8 | Inventories for sale or use | | | | |
| | 9 | Prepaid expenses and deferred charges | | | | |
| | 10a | Investments—U.S. and state government obligations (attach schedule) | | | | |
| | b | Investments—corporate stock (attach schedule) | 289 | 1,110,837 | 1,172,310 | |
| | c | Investments—corporate bonds (attach schedule) | | | | |
| | Liabilities | 11 | Investments—land, buildings, and equipment basis ▶ | | | |
| | | Less accumulated depreciation (attach schedule) ▶ | | | | |
| 12 | | Investments—mortgage loans | | | | |
| 13 | | Investments—other (attach schedule) | | 758,288 | 755,163 | |
| 14 | | Land, buildings, and equipment, basis ▶ | | | | |
| | | Less accumulated depreciation (attach schedule) ▶ | | | | |
| 15 | | Other assets (describe ▶) | | | | |
| 16 | | Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I) | 737,891 | 2,017,657 | 2,076,005 | |
| 17 | | Accounts payable and accrued expenses | | | | |
| 18 | | Grants payable | | | | |
| 19 | Deferred revenue | | | | | |
| 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | | |
| 21 | Mortgages and other notes payable (attach schedule) | | | | | |
| 22 | Other liabilities (describe ▶) | | | | | |
| 23 | Total liabilities (add lines 17 through 22) | 0 | 0 | | | |
| Net Assets or Fund Balances | | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/> | | | | |
| | 24 | Unrestricted | | | | |
| | 25 | Temporarily restricted | | | | |
| | 26 | Permanently restricted | | | | |
| | | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | | 2,017,657 | | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | 737,891 | | | |
| | 30 | Total net assets or fund balances (see instructions) | 737,891 | 2,017,657 | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | 737,891 | 2,017,657 | | | |

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 | 737,891 |
| 2 | Enter amount from Part I, line 27a | 2 | 1,280,429 |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 2,018,320 |
| 5 | Decreases not included in line 2 (itemize) ▶ See Attached Statement | 5 | 663 |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 | 6 | 2,017,657 |

Form 990-PF (2016)

THE SUSAN ELIZABETH FOUNDATION

81-0713157

Page 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 See Attached Statement | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (i) 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 | | | | |
| 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 | 1,411,470 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 } | | | 3 | 0 |

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

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

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

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

☐ Yes ☒ No

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

| (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 | | 708,466 | 0.000000 |
| 2014 | | | 0.000000 |
| 2013 | | | 0.000000 |
| 2012 | | | 0.000000 |
| 2011 | | | 0.000000 |
| 2 Total of line 1, column (d) | | | 2 0.000000 |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | | | 3 0.000000 |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 | | | 4 1,971,721 |
| 5 Multiply line 4 by line 3 | | | 5 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 14,465 |
| 7 Add lines 5 and 6 | | | 7 14,465 |
| 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 | | | 8 138,788 |

Form 990-PF (2016)

THE SUSAN ELIZABETH FOUNDATION

81-0713157

Page 4

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 | 14,465 |
| 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 | 14,465 |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 14,465 |
| 6 | Credits/Payments | | |
| a | 2016 estimated tax payments and 2015 overpayment credited to 2016 | 6a | 28,866 |
| 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 | 28,866 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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 | 0 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 14,401 |
| 11 | Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded | 11 | 14,401 |

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)? <i>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</i> | | 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 \$ (2) On foundation managers \$ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i> | | 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? <i>If "Yes," attach a conformed copy of the changes</i> | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| 4b If "Yes," has it filed a tax return on Form 990-T for this year? | N/A | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i> | | 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? <i>If "Yes," complete Part II, col (c), and Part XV</i> | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) WA | | |
| 8b 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> | 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)? <i>If "Yes," complete Part XIV</i> | | X |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> | | X |

Form 990-PF (2016)

THE SUSAN ELIZABETH FOUNDATION

81-0713157

Page 5

Part VII-A Statements Regarding Activities (continued)

| | Yes | No |
|--|-----|----|
| 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | X |
| 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | X |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A | 13 | X |
| 14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501 | | |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 | | |
| 16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ | 16 | 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 ▶ <input type="checkbox"/> | 1b | 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? | 1c | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 ____ , 20 ____ , 20 ____ , 20 ____ | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) | 2b | 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 ▶ 20 ____ , 20 ____ , 20 ____ , 20 ____ | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) | 3b | N/A |
| 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 |

Form 990-PF (2016)

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

| | | |
|---|--|--|
| <p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/></p> <p>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</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p>If "Yes" to 6b, file Form 8870</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p> | <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>5b N/A</p> <p>6b X</p> <p>7b N/A</p> |
|---|--|--|

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| SUSAN DUNN PO BOX 91302 SEATTLE, WA 98111 | DIRECTOR 8.00 | 0 | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

Total number of other employees paid over \$50,000 ▶ 0

Form 990-PF (2016)

THE SUSAN ELIZABETH FOUNDATION

81-0713157

Page 7

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services | | ▶ |

Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|--|----------|
| 1 NONE | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions | |
| 3 NONE | |
| Total. Add lines 1 through 3 | ▶ 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 | 1,679,484 |
| b | Average of monthly cash balances | 1b | 322,263 |
| c | Fair market value of all other assets (see instructions) | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 2,001,747 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 2,001,747 |
| 4 | Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions) | 4 | 30,026 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,971,721 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 98,586 |

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 | 98,586 |
| 2a | Tax on investment income for 2016 from Part VI, line 5 | 2a | 14,465 |
| b | Income tax for 2016 (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 14,465 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 84,121 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 84,121 |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 84,121 |

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 | 138,788 |
| b | Program-related investments—total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 138,788 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 14,465 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 124,323 |

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

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2015 | (c) 2015 | (d) 2016 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2016 from Part XI, line 7 | | | | 84,121 |
| 2 Undistributed income, if any, as of the end of 2016 | | | | |
| a Enter amount for 2015 only | | | 3,591 | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2016 | | | | |
| a From 2011 | | | | |
| b From 2012 | | | | |
| c From 2013 | | | | |
| d From 2014 | | | | |
| e From 2015 | | | | |
| f Total of lines 3a through e | 0 | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>138,788</u> | | | | |
| a Applied to 2015, but not more than line 2a | | | 3,591 | |
| b Applied to undistributed income of prior years (Election required—see instructions) | | | | |
| c Treated as distributions out of corpus (Election required—see instructions) | | | | |
| d Applied to 2016 distributable amount | | | | 84,121 |
| e Remaining amount distributed out of corpus | 51,076 | | | |
| 5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 51,076 | | | |
| 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 | | | | |
| d Subtract line 6c from line 6b Taxable amount—see instructions | | | | |
| e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions | | | 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) | | | | |
| 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 | 51,076 | | | |
| 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 | 51,076 | | | |

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) c

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

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

1 Information Regarding Foundation Managers:

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

SUSAN DUNN

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|--------|
| a Paid during the year See Attached Statement | | | | |
| Total | | | 3a | 86,950 |
| 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) Related or exempt function income (See instructions) |
|--|--|---------------------------|---------------|--------------------------------------|---------------|--|
| | | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 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 | | | | | |
| 4 | Dividends and interest from securities | | | 14 | 46,080 | |
| 5 | Net rental income or (loss) from real estate | | | | | |
| a | Debt-financed property | | | | | |
| b | Not debt-financed property | | | | | |
| 6 | Net rental income or (loss) from personal property | | | | | |
| 7 | Other investment income | | | | | |
| 8 | Gain or (loss) from sales of assets other than inventory | | | 18 | 1,411,470 | |
| 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) | | 0 | | 1,457,550 | 0 |
| 13 | Total. Add line 12, columns (b), (d), and (e) | | | | 13 1,457,550 | |

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

[illegible]

THE SUSAN ELIZABETH FOUNDATION

81-0713157 Page 1 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CANINE COMPANIONS FOR INDEPENDENCE

Street

2965 DUTTON AVE

City

SANTA ROSA

State

CA

Zip Code

95407-5711

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

COCOON HOUSE

Street

2929 PINE STREET

City

EVERETT

State

WA

Zip Code

98201-3835

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

FULL LIFE CARE

Street

800 JEFFERSON ST, STE 620

City

SEATTLE

State

WA

Zip Code

98104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

FAMILY LAW CASA OF KING COUNTY

Street

810 THIRD AVENUE, SUITE 700

City

SEATTLE

State

WA

Zip Code

98104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,200

Name

HUMAN RIGHTS CAMPAIGN FOUNDATION

Street

1640 RHODE ISLAND AVE NW

City

WASHINGTON

State

DC

Zip Code

20036-3200

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

500

Name

MOCKINGBIRD SOCIETY

Street

2100 24TH AVE S, SUITE 240

City

SEATTLE

State

WA

Zip Code

98144

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

THE SUSAN ELIZABETH FOUNDATION

81-0713157 Page 2 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

NEW HORIZONS MINISTRIES NHM

Street

2709 3RD AVE

City

SEATTLE

State

WA

Zip Code

98121-1217

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

ROTARY FIRST HARVEST

Street

PO BOX 4098

City

SEATTLE

State

WA

Zip Code

98194

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

STORELINE HISTORICAL MUSEUM

Street

PO BOX 55594

City

STORELINE

State

WA

Zip Code

98155-0594

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

500

Name

WASHINGTON WOMEN'S FOUNDATION

Street

2100 24TH AVE S STE 330

City

SEATTLE

State

WA

Zip Code

98144-4645

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

STORELINE PUBLIC SCHOOLS FOUNDATION

Street

18560 1ST AVE NE

City

SHORELINE

State

WA

Zip Code

98155-2148

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,500

Name

THE YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER SEATTLE

Street

City

SEATTLE

State

WA

Zip Code

98104-1108

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,000

THE SUSAN ELIZABETH FOUNDATION

81-0713157 Page 3 of 3

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

EDMONDS CENTER FOR THE ARTS

Street

410 4TH AVE N

City

EDMONDS

State

WA

Zip Code

98020

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

STOLENYOUTH

Street

PO BOX 296

City

SEATTLE

State

WA

Zip Code

98111-0296

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

250

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

9/5/2017 11 01:44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

| Amount | | Totals | | Gross Sales | | Cost or Other Basis Expenses | | Net Gain or Loss | | | | | | |
|-----------------------------|-----------|---------------------------------|-----------|--------------------------------------|--------------------|------------------------------|------------|-------------------|---------------------|------------------|--|--------------|-------------|------------------|
| Long Term CG Distributions | 1,378 | Capital Gains/Losses | | 1,683,180 | | 271,690 | | 1,411,470 | | | | | | |
| Short Term CG Distributions | 0 | Other sales | | 0 | | 0 | | 0 | | | | | | |
| Description | CUSIP # | Check "X" to include in Part IV | Purchaser | Check "X" if Purchaser is a Business | Acquisition Method | Date Acquired | Date Sold | Gross Sales Price | Cost or Other Basis | Valuation Method | Expense of Sale and Cost of Improvements | Depreciation | Adjustments | Net Gain or Loss |
| 1 ABBVIE INC SHS | 00287Y109 | X | | | | 5/5/2016 | 7/14/2016 | 22,382 | 21,468 | | | | | 914 |
| 2 ADVANSIX INC | 00773T101 | X | | | | 5/5/2016 | 10/7/2016 | 57 | 81 | | | | | -24 |
| 3 ADVANSIX INC | 00773T101 | X | | | | 5/5/2016 | 10/11/2016 | 6 | 6 | | | | | 0 |
| 4 ALPHABET INC SHS CL A | 02079Q305 | X | | | | 5/5/2016 | 11/23/2016 | 3,519 | 3,575 | | | | | -56 |
| 5 AMERICAN WTR WKS CO INC | 030420103 | X | | | | 5/5/2016 | 12/6/2016 | 3,265 | 3,307 | | | | | -42 |
| 6 APPLE INC | 037833100 | X | | | | 5/5/2016 | 11/23/2016 | 6,125 | 5,135 | | | | | 990 |
| 7 BAIDU INC SPON ADR | 056752108 | X | | | | 5/5/2016 | 8/1/2016 | 3,261 | 3,558 | | | | | -297 |
| 8 BARCLAYS PLC ADR | 06738E204 | X | | | | 4/1/2016 | 7/1/2016 | 3,225 | 3,578 | | | | | -353 |
| 9 BLACK HILLS CORP | 092113109 | X | | | | 7/26/2016 | 11/23/2016 | 2,381 | 2,514 | | | | | -133 |
| 10 BLACKROCK INC | 09247X101 | X | | | | 5/5/2016 | 8/1/2016 | 3,876 | 3,545 | | | | | 331 |
| 11 CVS HEALTH CORP | 126650100 | X | | | | 5/5/2016 | 11/23/2016 | 2,201 | 3,154 | | | | | -953 |
| 12 CVS HEALTH CORP | 126650100 | X | | | | 5/5/2016 | 12/6/2016 | 3,554 | 4,731 | | | | | -1,177 |
| 13 CALPINE CORP | 131347304 | X | | | | 5/5/2016 | 7/26/2016 | 7,437 | 7,638 | | | | | -201 |
| 14 CARDINAL HEALTH INC OHIO | 14149Y108 | X | | | | 5/5/2016 | 7/7/2016 | 9,523 | 9,378 | | | | | 145 |
| 15 CHINA PETE CHEM SPN ADR | 16941R108 | X | | | | 5/5/2016 | 12/15/2016 | 4,392 | 4,038 | | | | | 354 |
| 16 CHINA UNICOM HONG KONG | 16945R104 | X | | | | 5/5/2016 | 5/27/2016 | 2,589 | 2,837 | | | | | -249 |
| 17 CISCO SYSTEMS INC COM | 17275R102 | X | | | | 5/5/2016 | 12/6/2016 | 8,898 | 8,239 | | | | | 659 |
| 18 CITIGROUP INC COM NEW | 172967424 | X | | | | 5/5/2016 | 12/6/2016 | 288 | 224 | | | | | 64 |
| 19 CITIZENS FINL GROUP INC | 174810105 | X | | | | 5/5/2016 | 12/6/2016 | 2,761 | 1,760 | | | | | 1,001 |
| 20 CONSTELLATION BRANDS IN | 21036P108 | X | | | | 5/5/2016 | 11/1/2016 | 7,621 | 7,922 | | | | | -301 |
| 21 COSTCO WHOLESALE CRP E | 2216K105 | X | | | | 5/5/2016 | 12/6/2016 | 3,776 | 3,674 | | | | | 102 |
| 22 DIGITAL RLY TR INC | 253688103 | X | | | | 5/5/2016 | 9/13/2016 | 5,878 | 5,480 | | | | | 398 |
| 23 EXXON MOBIL CORP COM | 30231G102 | X | | | | 5/5/2016 | 7/26/2016 | 22,359 | 21,659 | | | | | 700 |
| 24 FACEBOOK INC | 30303M102 | X | | | | 5/5/2016 | 11/23/2016 | 3,031 | 2,956 | | | | | 75 |
| 25 FIBRIA CELULOSE S A ADR | 31573A109 | X | | | | 5/5/2016 | 6/30/2016 | 2,685 | 3,400 | | | | | -715 |
| 26 FORTIVE CORP | 34959J108 | X | | | | 5/5/2016 | 7/7/2016 | 2,233 | 2,148 | | | | | 85 |
| 27 FORTIVE CORP | 34959J108 | X | | | | 7/11/2016 | 7/11/2016 | 0 | 0 | | | | | 0 |
| 28 HCA HOLDINGS INC SHS | 40412C101 | X | | | | 4/1/2016 | 7/26/2016 | 2,772 | 2,795 | | | | | -23 |
| 29 HCA HOLDINGS INC SHS | 40412C101 | X | | | | 4/1/2016 | 11/23/2016 | 4,506 | 5,192 | | | | | -686 |
| 30 HDFC BANK LTD ADR | 40415E101 | X | | | | 5/5/2016 | 12/16/2016 | 3,885 | 4,118 | | | | | -233 |
| 31 HESS CORP | 42809H107 | X | | | | 5/5/2016 | 11/23/2016 | 4,877 | 5,077 | | | | | -200 |
| 32 HILTON WORLDWIDE HLDGS | 43300A104 | X | | | | 4/1/2016 | 5/23/2016 | 7,313 | 8,004 | | | | | -691 |
| 33 ILLUMINA INC COM | 45232T109 | X | | | | 5/5/2016 | 12/16/2016 | 7,099 | 7,600 | | | | | -501 |
| 34 ING GP NV SPND ADR | 456837103 | X | | | | 5/5/2016 | 7/1/2016 | 267 | 288 | | | | | -21 |
| 35 JPMORGAN CHASE & CO | 46625H100 | X | | | | 5/5/2016 | 11/23/2016 | 5,135 | 4,022 | | | | | 1,113 |
| 36 KONINK PHIL NV SH NEW | 500472303 | X | | | | 6/29/2016 | 6/29/2016 | 0 | 0 | | | | | 0 |
| 37 LINKEDIN CORP | 53578A108 | X | | | | 5/5/2016 | 6/15/2016 | 16,269 | 10,505 | | | | | 5,764 |
| 38 MONDELEZ INTERNATIONAL | 609207105 | X | | | | 5/5/2016 | 12/6/2016 | 2,664 | 2,833 | | | | | -169 |
| 39 NEXTERA ENERGY INC SHS | 65339F101 | X | | | | 5/5/2016 | 12/6/2016 | 3,455 | 3,544 | | | | | -89 |
| 40 NIKE INC CL B | 654106103 | X | | | | 5/5/2016 | 6/3/2016 | 8,856 | 9,309 | | | | | -453 |
| 41 NORDSTROM INC | 655684100 | X | | | | 12/8/2003 | 5/5/2016 | 1,408,964 | 289 | | | | | 1,408,675 |
| 42 PRAIRIESKY RY LTD SHS | 739721108 | X | | | | 6/21/2016 | 6/21/2016 | 0 | 0 | | | | | 0 |
| 43 PRAIRIESKY RY LTD SHS | 739721108 | X | | | | 6/11/2016 | 6/22/2016 | 38 | 39 | | | | | -1 |
| 44 PRUDENTIAL PLC ADR | 74435K204 | X | | | | 5/5/2016 | 7/1/2016 | 170 | 190 | | | | | -20 |
| 45 SCHLUMBERGER LTD | 806857108 | X | | | | 5/5/2016 | 7/26/2016 | 9,900 | 9,499 | | | | | 401 |
| 46 TJX COS INC NEW | 872540109 | X | | | | 5/5/2016 | 7/26/2016 | 403 | 382 | | | | | 21 |
| 47 TEVA PHARMACTCL INDS AC | 881624209 | X | | | | 5/5/2016 | 11/8/2016 | 2,919 | 4,042 | | | | | -1,123 |
| 48 TOYOTA MOTOR CORP ADR | 882331307 | X | | | | 5/5/2016 | 6/30/2016 | 3,472 | 3,548 | | | | | -76 |
| 49 UNILEVER NV NY REG SHS | 904784709 | X | | | | 5/5/2016 | 9/8/2016 | 4,902 | 4,619 | | | | | 283 |
| 50 VENTAS INC | 92378F100 | X | | | | 5/5/2016 | 9/13/2016 | 5,051 | 5,899 | | | | | -848 |
| 51 VPSHOP HLDGS LTD | 92763W103 | X | | | | 5/5/2016 | 7/1/2016 | 518 | 515 | | | | | 3 |
| 52 VULCAN MATERIALS CO | 929160106 | X | | | | 5/5/2016 | 8/1/2016 | 2,890 | 2,842 | | | | | 48 |
| 53 WELLS FARGO & CO NEW DR | 949746101 | X | | | | 5/5/2016 | 8/17/2016 | 1,835 | 1,859 | | | | | -24 |
| 54 WELLS FARGO & CO NEW DR | 949746101 | X | | | | 5/5/2016 | 8/23/2016 | 9,718 | 9,794 | | | | | -76 |
| 55 WELLS FARGO & CO NEW DR | 949746101 | X | | | | 5/5/2016 | 9/19/2016 | 7,359 | 7,835 | | | | | -476 |
| 56 DELPHI AUTOMOTIVE PLC | 027820106 | X | | | | 5/5/2016 | 11/11/2016 | 3,289 | 3,532 | | | | | -243 |
| 57 SIGNET JEWELERS LTD SHS | 081276100 | X | | | | 5/23/2016 | 7/26/2016 | 884 | 1,073 | | | | | -189 |
| 58 SIGNET JEWELERS LTD SHS | 081276100 | X | | | | 5/23/2016 | 9/1/2016 | 4,865 | 6,440 | | | | | -1,575 |
| 59 CHUBB LTD | H1467J104 | X | | | | 5/5/2016 | 10/18/2016 | 5,663 | 5,486 | | | | | 177 |
| 60 CHECK POINT SOFTWARE TE | M22465104 | X | | | | 4/1/2016 | 10/6/2016 | 2,716 | 2,999 | | | | | -283 |
| 61 INXP SEMICONDUCTORS NV | N6596X109 | X | | | | 5/5/2016 | 6/30/2016 | 3,087 | 3,438 | | | | | -351 |

Part I, Line 16a (990-PF) - Legal Fees

| | | 19,787 | 0 | 0 | 19,787 |
|-------------|------------|--------------------------------------|--------------------------|------------------------|--|
| Description | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | LEGAL FEES | 19,787 | | | 19,787 |

Part I, Line 16b (990-PF) - Accounting Fees

| | | 2,054 | 0 | 0 | 2,054 |
|-------------|---------------|--------------------------------------|--------------------------|------------------------|--|
| Description | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | TAX PREP FEES | 2,054 | | | 2,054 |

Part I, Line 16c (990-PF) - Other Professional Fees

| | | 14,992 | 8,995 | 0 | 5,997 |
|-------------|-----------------------|--------------------------------------|--------------------------|------------------------|--|
| Description | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1 | UST-MLT FEES AS AGENT | 14,992 | 8,995 | | 5,997 |

Part I, Line 18 (990-PF) - Taxes

| | | 30,707 | 443 | 0 | 0 |
|-------------|---------------------------|--------------------------------------|--------------------------|------------------------|---|
| Description | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| 1 | FOREIGN TAX WITHHELD | 443 | 443 | | |
| 2 | ESTIMATED EXCISE PAYMENTS | 28,866 | | | |
| 3 | PRIOR YEAR TAX PENALTIES | 1,398 | | | |

Part I, Line 23 (990-PF) - Other Expenses

| | | 24,029 | 29 | 0 | 24,000 |
|-------------|--------------------------|--------------------------------------|--------------------------|------------------------|---|
| Description | | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
| 1 | INVESTMENT FEES | 29 | 29 | | |
| 2 | OTHER CHARITABLE EXPENSE | 24,000 | 0 | | 24,000 |

9/5/2017 11 01 44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| | | 289 | 1,110,837 | 0 | 1,172,310 | |
|----|-----------------------------------|---------------------------|----------------------------|---------------------------|---------------------|--------------------|
| | Description | Num Shares/ Face Value | Book Value Beg. of Year | Book Value End of Year | FMV Beg. of Year | FMV End of Year |
| 1 | | | 289 | | | |
| 2 | ALLERGAN PLC | 0 | | 7,934 | | 7,350 |
| 3 | CREDICORP LTD | 0 | | 4,089 | | 4,736 |
| 4 | COCA-COLA EUROPEAN | 0 | | 3,294 | | 2,512 |
| 5 | INGERSOLL-RAND PLC | 0 | | 8,436 | | 9,755 |
| 6 | MEDTRONIC PLC SHS | 0 | | 12,346 | | 11,041 |
| 7 | CHUBB LTD | 0 | | 12,800 | | 13,873 |
| 8 | FERRARI NV | 0 | | 3,237 | | 3,488 |
| 9 | LYONDELLBASELL INDUSTRIE | 0 | | 4,782 | | 4,718 |
| 10 | SENSATA TECH HLDNG BV, | 0 | | 3,425 | | 3,700 |
| 11 | AT&T INC | 0 | | 16,092 | | 17,650 |
| 12 | ADOBE SYS INC COM | 0 | | 7,498 | | 8,236 |
| 13 | ALPHABET INC SHS CL A | 0 | | 7,149 | | 7,924 |
| 14 | AMAZON COM INC | 0 | | 10,029 | | 11,248 |
| 15 | AMERICAN ELECTRIC POWER CO INC | 0 | | 16,234 | | 15,740 |
| 16 | AMERICAN TOWER REIT INC | 0 | | 18,699 | | 18,494 |
| 17 | AMERICAN WTR WKS CO INC | 0 | | 5,878 | | 5,789 |
| 18 | ANHEUSER-BUSCH INBEV ADR | 0 | | 7,548 | | 7,381 |
| 19 | APPLE COMPUTER INC COM | 0 | | 15,918 | | 19,689 |
| 20 | ASTRAZENECA PLC SPONS ADR | 0 | | 21,581 | | 21,036 |
| 21 | AUTOMATIC DATA PROCESSING INC COM | 0 | | 12,687 | | 14,903 |
| 22 | BIOMARIN PHARMACEUTICAL INC | 0 | | 7,309 | | 6,627 |
| 23 | BLACK HILLS CORP | 0 | | 5,027 | | 4,907 |
| 24 | BLACKROCK INC CL A | 0 | | 15,952 | | 17,124 |
| 25 | ALLEGION PLC SHS | 0 | | 3,257 | | 3,200 |
| 26 | BRITISH AMERICAN TOBACCO | 0 | | 4,249 | | 3,943 |
| 27 | CVS CORP | 0 | | 12,091 | | 9,075 |
| 28 | CANADIAN NAT RES LTD | 0 | | 3,383 | | 3,826 |
| 29 | CITIZENS FINL GROUP INC | 0 | | 7,590 | | 12,292 |
| 30 | COCA-COLA CO USD | 0 | | 16,245 | | 14,926 |
| 31 | CARNIVAL CORP | 0 | | 10,723 | | 12,234 |
| 32 | CELGENE CORP | 0 | | 7,898 | | 8,681 |
| 33 | CENTURYTEL INC | 0 | | 16,216 | | 13,317 |
| 34 | CITIGROUP INC COM NEW | 0 | | 9,175 | | 12,183 |
| 35 | COMCAST CORP NEW CL A | 0 | | 16,257 | | 17,953 |
| 36 | COSTCO WHSL CORP NEW | 0 | | 8,818 | | 9,607 |
| 37 | DANAHER CORP COMMON | 0 | | 8,598 | | 8,952 |
| 38 | DEVON ENERGY CORPORATION NEW | 0 | | 10,217 | | 12,559 |
| 39 | DIAGEO PLC SPON ADR NEW | 0 | | 3,806 | | 3,638 |
| 40 | DIGITAL RLTY TR INC | 0 | | 15,983 | | 17,196 |
| 41 | DISNEY (WALT) COMPANY HOLDING CO | 0 | | 13,339 | | 13,549 |
| 42 | DOMINION RES INC VA NEW | 0 | | 21,660 | | 22,977 |
| 43 | ECOLAB INC COM | 0 | | 6,335 | | 6,447 |
| 44 | FACEBOOK INC | 0 | | 7,100 | | 6,903 |
| 45 | FEDEX CORPORATION | 0 | | 9,779 | | 11,172 |
| 46 | GW PHARMACEUTICALS PLC | 0 | | 3,140 | | 4,470 |

9/5/2017 11 01 44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| | | 289 | 1,110,837 | 0 | 1,172,310 | |
|----|-----------------------------------|---------------------------|---------------------------|---------------------------|--------------------|--------------------|
| | Description | Num Shares/ Face Value | Book Value Beg of Year | Book Value End of Year | FMV Beg of Year | FMV End of Year |
| 47 | GENERAL DYNAMICS CORPORATION CO | 0 | | 7,808 | | 9,496 |
| 48 | GENERAL ELECTRIC CO | 0 | | 21,648 | | 22,752 |
| 49 | GILDAN ACTIVEWEAR INC SUB VTG SHS | 0 | | 3,379 | | 2,918 |
| 50 | HALLIBURTON COMPANY COM | 0 | | 5,045 | | 6,761 |
| 51 | HOME DEPOT INC USD 0 05 | 0 | | 20,158 | | 20,112 |
| 52 | HONEYWELL INTL INC | 0 | | 12,424 | | 12,744 |
| 53 | ICICI BK LTD | 0 | | 2,832 | | 3,258 |
| 54 | ING GROEP N V SPONSORED ADR | 0 | | 3,115 | | 3,807 |
| 55 | INTEL CORPORATION | 0 | | 21,584 | | 26,114 |
| 56 | INTERNATIONAL BUSINESS MACHINES C | 0 | | 21,292 | | 24,069 |
| 57 | ITAU UNIBANCO BANCO MULT | 0 | | 397 | | 452 |
| 58 | J P MORGAN CHASE & CO | 0 | | 19,800 | | 27,613 |
| 59 | KIMBERLY-CLARK CORP COM | 0 | | 16,004 | | 14,265 |
| 60 | KONINKLIJKE PHILIPS ELECTRS | 0 | | 2,990 | | 3,302 |
| 61 | KRAFT (THE) HEINZ CO SHS | 0 | | 16,255 | | 17,027 |
| 62 | ESTEE LAUDER COMPANIES INC CL A | 0 | | 10,325 | | 8,414 |
| 63 | ELI LILLY & CO COM | 0 | | 7,863 | | 7,723 |
| 64 | LOCKHEED MARTIN CORP | 0 | | 34,224 | | 36,241 |
| 65 | MARATHON OIL CORP | 0 | | 5,119 | | 5,453 |
| 66 | MC DONALDS CORPORATION COMMON | 0 | | 21,377 | | 20,084 |
| 67 | METLIFE INC | 0 | | 16,613 | | 21,287 |
| 68 | MICROSOFT CORP COM | 0 | | 9,283 | | 11,496 |
| 69 | MONDELEZ INTERNATIONAL | 0 | | 9,668 | | 9,753 |
| 70 | NATIONAL GRID PLC SP ADR | 0 | | 3,987 | | 3,208 |
| 71 | NETEASE COM INC | 0 | | 3,780 | | 4,307 |
| 72 | NEXTERA ENERGY INC SHS | 0 | | 5,906 | | 5,973 |
| 73 | OCCIDENTAL PETROLEUM CORPORATIO | 0 | | 29,265 | | 27,424 |
| 74 | PPL CORP | 0 | | 16,084 | | 14,301 |
| 75 | PACCAR INC | 0 | | 21,560 | | 24,602 |
| 76 | PFIZER INC COM | 0 | | 20,796 | | 19,813 |
| 77 | PHILIP MORRIS INTL INC | 0 | | 21,480 | | 19,670 |
| 78 | PROCTER & GAMBLE CO COM | 0 | | 21,594 | | 22,281 |
| 79 | PRUDENTIAL PLC ADR | 0 | | 3,223 | | 3,382 |
| 80 | RAYTHEON CO | 0 | | 7,632 | | 8,520 |
| 81 | ROYAL DUTCH SHEL PLC | 0 | | 22,350 | | 22,898 |
| 82 | SK TELECOM LTD SPON ADR | 0 | | 2,810 | | 2,926 |
| 83 | SANOFI-SYNTHELABO | 0 | | 3,327 | | 3,437 |
| 84 | SHIRE PHARMACEUTICALS GROUP | 0 | | 837 | | 852 |
| 85 | SONY CORP ADR AMERN SH NEW | 0 | | 3,459 | | 4,064 |
| 86 | SPECTRA ENERGY CORP | 0 | | 21,550 | | 28,147 |
| 87 | SPLUNK INC | 0 | | 5,567 | | 4,859 |
| 88 | SYNOPSIS INC COM | 0 | | 7,629 | | 9,418 |
| 89 | TJX COS INC NEW | 0 | | 7,251 | | 7,137 |
| 90 | THERMO ELECTRON CORP | 0 | | 12,294 | | 11,994 |
| 91 | THOMSON CORP | 0 | | 10,737 | | 11,602 |
| 92 | TORONTO-DOMINION BANK (NEW) | 0 | | 20,734 | | 23,683 |

9/5/2017 11 01.44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part II, Line 10b (990-PF) - Investments - Corporate Stock

| | | 289 | 1,110,837 | 0 | 1,172,310 | |
|-----|------------------------------|---------------------------|---------------------------|---------------------------|--------------------|--------------------|
| | Description | Num Shares/ Face Value | Book Value Beg of Year | Book Value End of Year | FMV Beg of Year | FMV End of Year |
| 93 | TOTAL FINA ELF S A ADR | 0 | | 9,468 | | 9,939 |
| 94 | UNDER ARMOUR INC | 0 | | 7,646 | | 5,810 |
| 95 | UNION PACIFIC CORP | 0 | | 14,392 | | 17,107 |
| 96 | VENTAS INC | 0 | | 15,731 | | 15,005 |
| 97 | VERIZON COMMUNICATIONS INC | 0 | | 30,927 | | 32,562 |
| 98 | VIPSHOP HLDGS LTD | 0 | | 2,895 | | 2,477 |
| 99 | VISA INC CL A SHRS | 0 | | 9,292 | | 9,362 |
| 100 | VODAFONE GROUP PLC SHS | 0 | | 2,933 | | 2,077 |
| 101 | VULCAN MATERIALS COMPANY COM | 0 | | 5,115 | | 5,632 |
| 102 | SBA COMMUNICATIONS CORP CL A | 0 | | 5,580 | | 5,679 |

9/5/2017 11 01 44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part II, Line 13 (990-PF) - Investments - Other

| | | 0 | 758,288 | 755,163 | |
|----|--------------------------|--------------------|-------------------------|------------------------|-----------------|
| | Asset Description | Basis of Valuation | Book Value Beg. of Year | Book Value End of Year | FMV End of Year |
| 1 | | | | 0 | |
| 2 | AMG MANAGERS LAKE | | 0 | 42,580 | 43,741 |
| 3 | DELAWARE CORPORATE BOND | | 0 | 110,977 | 109,631 |
| 4 | DOUBLELINE TOTAL RETURN | | 0 | 141,804 | 138,289 |
| 5 | JOHN HANCOCK DISCIPLINED | | 0 | 28,387 | 31,497 |
| 6 | PRUDENTIAL GLOBAL REAL | | 0 | 42,580 | 39,613 |
| 7 | TEMPLETON GLOBAL TOTAL | | 0 | 55,489 | 59,628 |
| 8 | VANGUARD TOTAL BOND MKT | | 0 | 308,224 | 300,135 |
| 9 | WISDOMTREE JAPAN DIV FD | | 0 | 14,124 | 16,844 |
| 10 | WISDOMTREE EUROPE HEDGED | | 0 | 14,123 | 15,785 |

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

| | | | |
|---|--|---|-----|
| 1 | COST BASIS ADJUSTMENT | 1 | 122 |
| 2 | MUTUAL FUND AND CTF INCOME SUBTRACTION | 2 | 541 |
| 3 | Total | 3 | 663 |

9/5/2017 11 01:44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

| Long Term CG Distributions | | Amount | Short Term CG Distributions | | Amount | Total | | Total | | Total | | Total | | Total | | Total | |
|------------------------------|--------------------------|-----------|-----------------------------|---------------|------------|-------------------|----------------------|-------------|--|--------------|----------------------|-------------------------------|-----------------------------------|--|--|-------|--|
| | | 1,378 | | | 0 | 1,378 | | 0 | | 1,378 | | 0 | | 1,378 | | 0 | |
| Description of Property Sold | | CUSIP # | Acquisition Method | Date Acquired | Date Sold | Gross Sales Price | Depreciation Allowed | Adjustments | Cost or Other Basis Plus Expense of Sale | Gain or Loss | F M V as of 12/31/69 | Adjusted Basis as of 12/31/69 | Excess of FMV Over Adjusted Basis | Gains Minus Excess FMV Over Adj. Basis or Losses | | | |
| 1 | ABBVIE INC SHS | 00287Y109 | | 5/5/2016 | 7/14/2016 | 22,382 | | 0 | 21,468 | 914 | 0 | 0 | 0 | 914 | | | |
| 2 | ADVANSIX INC | 00773T101 | | 5/5/2016 | 10/7/2016 | 57 | | 0 | 61 | -4 | 0 | 0 | 0 | -4 | | | |
| 3 | ADVANSIX INC | 00773T101 | | 5/5/2016 | 10/11/2016 | 6 | | 0 | 6 | 0 | 0 | 0 | 0 | 0 | | | |
| 4 | ALPHABET INC SHS | 02079K305 | | 5/5/2016 | 11/23/2016 | 3,919 | | 0 | 3,575 | 344 | 0 | 0 | 0 | 344 | | | |
| 5 | AMERICAN WTR WKS CO INC | 030420103 | | 5/5/2016 | 12/6/2016 | 3,265 | | 0 | 3,307 | -42 | 0 | 0 | 0 | -42 | | | |
| 6 | APPLE INC | 037833100 | | 5/5/2016 | 11/23/2016 | 6,125 | | 0 | 5,135 | 990 | 0 | 0 | 0 | 990 | | | |
| 7 | BAIDU INC SPON ADR | 056752108 | | 5/5/2016 | 8/1/2016 | 3,261 | | 0 | 3,558 | -297 | 0 | 0 | 0 | -297 | | | |
| 8 | BARCLAYS PLC | 06738E204 | | 4/12/2016 | 7/12/2016 | 3,225 | | 0 | 3,576 | -351 | 0 | 0 | 0 | -351 | | | |
| 9 | BLACK HILLS CORP | 092113109 | | 7/26/2016 | 11/23/2016 | 2,381 | | 0 | 2,514 | -133 | 0 | 0 | 0 | -133 | | | |
| 10 | BLACKROCK INC | 09247X101 | | 5/5/2016 | 8/17/2016 | 3,675 | | 0 | 3,545 | 130 | 0 | 0 | 0 | 130 | | | |
| 11 | CVS HEALTH CORP | 126650100 | | 5/5/2016 | 11/23/2016 | 2,201 | | 0 | 3,154 | -953 | 0 | 0 | 0 | -953 | | | |
| 12 | CVS HEALTH CORP | 126650100 | | 5/5/2016 | 12/6/2016 | 3,554 | | 0 | 4,731 | -1,177 | 0 | 0 | 0 | -1,177 | | | |
| 13 | CALPINE CORP | 131347304 | | 5/5/2016 | 7/26/2016 | 7,437 | | 0 | 7,638 | -201 | 0 | 0 | 0 | -201 | | | |
| 14 | CARDINAL HEALTH INC OHIO | 14149Y108 | | 5/5/2016 | 7/7/2016 | 9,523 | | 0 | 9,379 | 147 | 0 | 0 | 0 | 147 | | | |
| 15 | CHINA PETE CHEM SPN ADR | 16941R108 | | 5/5/2016 | 12/15/2016 | 4,392 | | 0 | 4,038 | 354 | 0 | 0 | 0 | 354 | | | |
| 16 | CHINA UNICOM HONG KONG | 16945R104 | | 5/5/2016 | 5/27/2016 | 2,589 | | 0 | 2,837 | -248 | 0 | 0 | 0 | -248 | | | |
| 17 | CISCO SYSTEMS INC COM | 17275R102 | | 5/5/2016 | 12/6/2016 | 6,898 | | 0 | 6,239 | 659 | 0 | 0 | 0 | 659 | | | |
| 18 | CITIGROUP INC COM NEW | 172967424 | | 5/5/2016 | 12/6/2016 | 288 | | 0 | 224 | 64 | 0 | 0 | 0 | 64 | | | |
| 19 | CITIZENS FINL GROUP INC | 174610105 | | 5/5/2016 | 12/6/2016 | 2,761 | | 0 | 1,760 | 1,001 | 0 | 0 | 0 | 1,001 | | | |
| 20 | CONSTELLATION BRANDS INC | 21036P108 | | 5/5/2016 | 11/11/2016 | 7,621 | | 0 | 7,922 | -301 | 0 | 0 | 0 | -301 | | | |
| 21 | COSTCO WHOLESALE CRP C | 22160K105 | | 5/5/2016 | 12/6/2016 | 3,776 | | 0 | 3,674 | 102 | 0 | 0 | 0 | 102 | | | |
| 22 | DIGITAL RLTY TR INC | 253968103 | | 5/5/2016 | 9/13/2016 | 5,578 | | 0 | 5,480 | 98 | 0 | 0 | 0 | 98 | | | |
| 23 | EXXON MOBIL CORP COM | 30231G102 | | 5/5/2016 | 7/26/2016 | 22,359 | | 0 | 21,659 | 700 | 0 | 0 | 0 | 700 | | | |
| 24 | FACEBOOK INC | 30303M102 | | 5/5/2016 | 11/23/2016 | 3,031 | | 0 | 2,958 | 73 | 0 | 0 | 0 | 73 | | | |
| 25 | FIBRIA CELULOSE S A ADR | 31573A109 | | 5/5/2016 | 6/30/2016 | 2,685 | | 0 | 3,400 | -715 | 0 | 0 | 0 | -715 | | | |
| 26 | FORTIVE CORP | 34959J108 | | 5/5/2016 | 7/7/2016 | 2,233 | | 0 | 2,148 | 85 | 0 | 0 | 0 | 85 | | | |
| 27 | FORTIVE CORP | 34959J108 | | 7/11/2016 | 7/11/2016 | 0 | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | |
| 28 | HCA HOLDINGS INC SHS | 40412C101 | | 4/12/2016 | 7/26/2016 | 2,772 | | 0 | 2,795 | -23 | 0 | 0 | 0 | -23 | | | |
| 29 | HCA HOLDINGS INC SHS | 40412C101 | | 4/12/2016 | 11/23/2016 | 4,506 | | 0 | 5,192 | -686 | 0 | 0 | 0 | -686 | | | |
| 30 | HDFC BANK LTD ADR | 40415F101 | | 5/5/2016 | 12/16/2016 | 3,985 | | 0 | 4,118 | -133 | 0 | 0 | 0 | -133 | | | |
| 31 | HESS CORP | 42809H107 | | 5/5/2016 | 11/23/2016 | 4,677 | | 0 | 5,077 | -400 | 0 | 0 | 0 | -400 | | | |
| 32 | HILTON WORLDWIDE HLDGS | 43300A104 | | 4/12/2016 | 5/23/2016 | 7,313 | | 0 | 8,004 | -691 | 0 | 0 | 0 | -691 | | | |
| 33 | ILLUMINA INC COM | 452327109 | | 5/5/2016 | 12/16/2016 | 7,099 | | 0 | 7,600 | -501 | 0 | 0 | 0 | -501 | | | |
| 34 | ING GP NV SPSP ADR | 456837103 | | 5/5/2016 | 7/12/2016 | 267 | | 0 | 288 | -21 | 0 | 0 | 0 | -21 | | | |
| 35 | JPMORGAN CHASE & CO | 46625H100 | | 5/5/2016 | 11/23/2016 | 5,135 | | 0 | 4,022 | 1,113 | 0 | 0 | 0 | 1,113 | | | |
| 36 | KONINKL PHIL NV SH NEW | 500472303 | | 6/20/2016 | 6/20/2016 | 0 | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | |
| 37 | LINKEDIN CORP | 53578A108 | | 5/5/2016 | 6/15/2016 | 16,269 | | 0 | 10,505 | 5,764 | 0 | 0 | 0 | 5,764 | | | |
| 38 | MONDELEZ INTERNATIONAL | 609207105 | | 5/5/2016 | 12/6/2016 | 2,664 | | 0 | 2,833 | -169 | 0 | 0 | 0 | -169 | | | |
| 39 | NEXTERA ENERGY INC SHS | 65339F101 | | 5/5/2016 | 12/6/2016 | 3,455 | | 0 | 3,544 | -89 | 0 | 0 | 0 | -89 | | | |
| 40 | NIKE INC CL B | 654106103 | | 5/5/2016 | 6/3/2016 | 8,656 | | 0 | 8,309 | -653 | 0 | 0 | 0 | -653 | | | |
| 41 | NORDSTROM INC | 655964100 | | 12/8/2003 | 5/5/2016 | 1,408,964 | | 0 | 289 | 1,408,675 | 0 | 0 | 0 | 1,408,675 | | | |
| 42 | PRAIRIESKY RTY LTD SHS | 739721108 | | 6/21/2016 | 6/21/2016 | 0 | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | |
| 43 | PRAIRIESKY RTY LTD SHS | 739721108 | | 6/17/2016 | 6/22/2016 | 38 | | 0 | 39 | -1 | 0 | 0 | 0 | -1 | | | |
| 44 | PRUDENTIAL PLC ADR | 74435K204 | | 5/5/2016 | 7/12/2016 | 170 | | 0 | 190 | -20 | 0 | 0 | 0 | -20 | | | |
| 45 | SCHLUMBERGER LTD | 806857108 | | 5/5/2016 | 7/26/2016 | 9,800 | | 0 | 8,499 | 401 | 0 | 0 | 0 | 401 | | | |
| 46 | TJX COS INC NEW | 872540109 | | 5/5/2016 | 7/26/2016 | 403 | | 0 | 382 | 21 | 0 | 0 | 0 | 21 | | | |
| 47 | TEVA PHARMACTCL INDS AD | 881624209 | | 5/5/2016 | 11/8/2016 | 2,919 | | 0 | 4,042 | -1,123 | 0 | 0 | 0 | -1,123 | | | |
| 48 | TOYOTA MOTOR CORP ADR | 892331307 | | 5/5/2016 | 6/30/2016 | 3,472 | | 0 | 3,548 | -76 | 0 | 0 | 0 | -76 | | | |
| 49 | UNILEVER NV NY REG SHS | 904784709 | | 5/5/2016 | 9/8/2016 | 4,902 | | 0 | 4,619 | 283 | 0 | 0 | 0 | 283 | | | |
| 50 | VENTAS INC | 92276F100 | | 5/5/2016 | 9/13/2016 | 6,091 | | 0 | 5,899 | 192 | 0 | 0 | 0 | 192 | | | |
| 51 | VIPSHOP HLDGS LTD | 92763W103 | | 5/5/2016 | 7/12/2016 | 516 | | 0 | 515 | 1 | 0 | 0 | 0 | 1 | | | |
| 52 | VULCAN MATERIALS CO | 929180109 | | 5/5/2016 | 8/17/2016 | 2,890 | | 0 | 2,942 | -48 | 0 | 0 | 0 | -48 | | | |
| 53 | WELLS FARGO & CO NEW DE | 949746101 | | 5/5/2016 | 8/17/2016 | 1,935 | | 0 | 1,959 | -24 | 0 | 0 | 0 | -24 | | | |
| 54 | WELLS FARGO & CO NEW DE | 949746101 | | 5/5/2016 | 8/23/2016 | 9,719 | | 0 | 9,794 | -75 | 0 | 0 | 0 | -75 | | | |
| 55 | WELLS FARGO & CO NEW DE | 949746101 | | 5/5/2016 | 9/19/2016 | 7,359 | | 0 | 7,835 | -476 | 0 | 0 | 0 | -476 | | | |
| 56 | DELPHI AUTOMOTIVE PLC | G27823106 | | 5/5/2016 | 11/11/2016 | 3,269 | | 0 | 3,532 | -263 | 0 | 0 | 0 | -263 | | | |
| 57 | SIGNET JEWELERS LTD SHS | G81276100 | | 5/23/2016 | 7/26/2016 | 884 | | 0 | 1,073 | -189 | 0 | 0 | 0 | -189 | | | |
| 58 | SIGNET JEWELERS LTD SHS | G81276100 | | 5/23/2016 | 9/1/2016 | 4,865 | | 0 | 6,440 | -1,575 | 0 | 0 | 0 | -1,575 | | | |
| 59 | CHUBB LTD | H1467J104 | | 5/5/2016 | 10/18/2016 | 5,663 | | 0 | 5,486 | 177 | 0 | 0 | 0 | 177 | | | |
| 60 | CHECK POINT SOFTWARE TE | M22465104 | | 4/12/2016 | 10/6/2016 | 2,716 | | 0 | 2,999 | -283 | 0 | 0 | 0 | -283 | | | |
| 61 | NXP SEMICONDUCTORS NV | N6596X109 | | 5/5/2016 | 6/30/2016 | 3,087 | | 0 | 3,438 | -351 | 0 | 0 | 0 | -351 | | | |

9/5/2017 11:01 44 AM - XXXX4073 - ADE - SEA - THE SUSAN ELIZABETH FOUNDATION

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

| | | | | | | | | | | 0 | 0 | 0 |
|---|------------|-----------------------|--------------|---------|-------|----------|-----------------|----------|------------------|--------------|----------|-----------------|
| | Name | Check "X" if Business | Street | City | State | Zip Code | Foreign Country | Title | Avg Hrs Per Week | Compensation | Benefits | Expense Account |
| 1 | SUSAN DUNN | | PO BOX 91302 | SEATTLE | WA | 98111 | | DIRECTOR | 8 00 | 0 | 0 | 0 |

Part VI, Line 6a (990-PF) - Estimated Tax Payments

| | Date | | Amount |
|--|------------|---|--------|
| 1 Credit from prior year return | | 1 | |
| 2 First quarter estimated tax payment | 5/13/2016 | 2 | 307 |
| 3 Second quarter estimated tax payment | 6/14/2016 | 3 | 94 |
| 4 Third quarter estimated tax payment | 9/14/2016 | 4 | 21,165 |
| 5 Fourth quarter estimated tax payment | 12/14/2016 | 5 | 7,300 |
| 6 Other payments | | 6 | |
| 7 Total | | 7 | 28,866 |

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

| | | | |
|----|--|----|-------|
| 1 | Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year | 1 | 3,591 |
| 2 | | 2 | |
| 3 | | 3 | |
| 4 | | 4 | |
| 5 | | 5 | |
| 6 | | 6 | |
| 7 | | 7 | |
| 8 | | 8 | |
| 9 | | 9 | |
| 10 | Total | 10 | 3,591 |