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## Return of Private Foundation

OMB No. 1545-0052

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2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

HARRISON R. AND DOROTHEA S. COOKE TRUST

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

P.O. BOX 3170, DEPT 715

Room/suite

A Employer identification number

99-0290717

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

HONOLULU, HI 96802-3170

B Telephone number

(808) 694-4543

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 ► G Check all that apply:  Initial return  Initial return of a former public charity Final return  Amended return Address change  Name changeH Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year  Accounting method:  Cash  Accrual  
(from Part II, col (c), line 16)  Other (specify) \_\_\_\_\_

► \$ 3,096,970. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses  
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	138.	138.		
4 Dividends and interest from securities	72,278.	72,278.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,365.			
b Gross sales price for all assets on line 6a	1,079,757.			
7 Capital gain net income (from Part IV, line 2)		2,365.		
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	3,522.	12.		
12 Total Add lines 1 through 11	78,303.	74,793.		
13 Compensation of officers, directors, trustees, etc	41,169.	30,877.		10,292.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	1,500.	450.		1,050.
c Other professional fees				
17 Interest RECEIVED				
18 Taxes	134.	134.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	31.	31.		0.
24 Total operating and administrative expenses Add lines 13 through 23	42,834.	31,492.		11,342.
25 Contributions, gifts, grants paid	150,052.			150,052.
26 Total expenses and disbursements Add lines 24 and 25	192,886.	31,492.		161,394.
27 Subtract line 26 from line 12:	-114,583.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		43,301.		
c Adjusted net income (if negative, enter -0-)			N/A	

12 MAY 2017

Revenue

Operating and Administrative Expenses

SCANNED MAY 18 2017

919

6

Assets	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
1	Cash - non-interest-bearing		2,908.	3,798.	3,798.
2	Savings and temporary cash investments		72,131.	63,487.	63,487.
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock				
c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans	STMT 7	2,846,905.	2,740,076.	3,029,685.
13	Investments - other				
14	Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,921,944.	2,807,361.	3,096,970.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	25	Unrestricted			
	26	Temporarily restricted			
	27	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
		and complete lines 27 through 31.			
	28	Capital stock, trust principal, or current funds	2,921,944.	2,807,361.	
	29	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	30	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	31	Total net assets or fund balances	2,921,944.	2,807,361.	
	31	Total liabilities and net assets/fund balances	2,921,944.	2,807,361.	

## 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	2,921,944.
2	Enter amount from Part I, line 27a	2	-114,583.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2,807,361.
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	2,807,361.

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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.)
<b>1a</b>	<b>PUBLICLY TRADED SECURITIES</b>	P	VARIOUS	12/31/16
<b>b</b>	<b>PUBLICLY TRADED SECURITIES</b>	P	VARIOUS	12/31/16
<b>c</b>	<b>BLACKSTONE GROUP K1</b>	P	VARIOUS	12/31/16
<b>d</b>	<b>LITIGATION PFIZER</b>	P	VARIOUS	12/31/16
<b>e</b>	<b>CAPITAL GAINS DIVIDENDS</b>			
(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 129,227.		125,242.		3,985.
b 943,107.		952,100.		-8,993.
c 15.				15.
d 76.		50.		26.
e 7,332.				7,332.
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	(l) Excess of col. (i) over col. (j), if any
a				3,985.
b				-8,993.
c				15.
d				26.
e				7,332.
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	2,365.
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	167,153.	3,191,509.	.052374
2014	161,479.	3,322,815.	.048597
2013	155,061.	3,194,378.	.048542
2012	139,799.	3,050,355.	.045830
2011	139,515.	3,069,863.	.045447
2 Total of line 1, column (d)			2 .240790
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 .048158
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 3,035,374.
5 Multiply line 4 by line 3			5 146,178.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 433.
7 Add lines 5 and 6			7 146,611.
8 Enter qualifying distributions from Part XII, line 4			8 161,394.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	1,480.
6b	
6c	
6d	

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ►

1,047. | Refunded ►

7	1,480.
8	
9	
10	1,047.
11	0.

**Part VII-A Statements Regarding Activities**

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?

	Yes	No
1a		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*

	Yes	No
1b		X

c Did the foundation file Form 1120-POL for this year?

	Yes	No
1c		X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

	Yes	No
2		X

*If "Yes," attach a detailed description of the activities*

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

	Yes	No
3		X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

	Yes	No
4a		X

b If "Yes," has it filed a tax return on Form 990-T for this year?

	Yes	No
4b		X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

	Yes	No
5		X

*If "Yes," attach the statement required by General Instruction T*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

	Yes	No
6		X

• 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?

	Yes	No
7		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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

**HI**

	Yes	No
8a		X

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

	Yes	No
8b		X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV

	Yes	No
9		X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
10		X

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

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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
14	The books are in care of ► <b>BANK OF HAWAII</b> Located at ► <b>130 MERCHANT ST, HONOLULU, HI</b>	Telephone no. ► <b>(808) 694-4543</b> ZIP+4 ► <b>96813</b>	
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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**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.			
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 checked="" type="checkbox"/> Yes	<input 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"/> Yes	<input checked="" type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here  Yes  Noc 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**

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870

 Yes  No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

**N/A**

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

**X****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
BANK OF HAWAII 130 MERCHANT ST HONOLULU, HI 96813	TRUSTEE			
	1.00	41,169.	0.	0.

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

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

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

**0**

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**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. 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

►

0

**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.

1	N/A	Expenses
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.

Amount

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		0.

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**Part X Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,038,175.
b	Average of monthly cash balances	1b	43,423.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	3,081,598.
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	3,081,598.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,224.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,035,374.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	151,769.

**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	151,769.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	433.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	433.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	151,336.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	151,336.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	151,336.

**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	161,394.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	161,394.
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	433.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	160,961.

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				151,336.
2 Undistributed income, if any, as of the end of 2016			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015	868.			
f Total of lines 3a through e	868.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 161,394.			0.	
a Applied to 2015, but not more than line 2a				
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				151,336.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	10,058.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,926.			
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	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	10,926.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	868.			
e Excess from 2016	10,058.			



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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
BISHOP MUSEUM 1525 BERNICE ST HONOLULU, HI 96817		PC	UNRESTRICTED	18,756.
CENTRAL UNION CHURCH 1660 S. BERETANIA ST HONOLULU, HI 96826		PC	UNRESTRICTED	18,756.
HAWAIIAN MISSION CHILDREN'S SOCIETY 553 S. KING ST HONOLULU, HI 96813		PC	UNRESTRICTED	18,756.
HONOLULU ACADEMY OF ARTS 900 S. BERETANIA ST HONOLULU, HI 96814		PC	UNRESTRICTED	75,028.
PUNAHOU SCHOOL 1601 PUNAHOU ST HONOLULU, HI 96822		PC	SCHOLARSHIPS	18,756.
<b>Total</b>				► 3a 150,052.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>				► 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
	(a) Business code	(b) 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			14	138.
4 Dividends and interest from securities			14	72,278.
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			14	12.
8 Gain or (loss) from sales of assets other than inventory			18	2,365.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a 2015 FED REFUND			01	3,510.
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)		0.	78,303.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	78,303.

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



HARRISON R. AND DOROTHEA S. COOKE TRUST

99-0290717

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

SOURCE	(A) REVENUE PER BOOKS	NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF HAWAII ACCT #115032054	127.	127.	
BLACKSTONE GROUP K1	11.	11.	
<b>TOTAL TO PART I, LINE 3</b>	<b>138.</b>	<b>138.</b>	

## 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
BANK OF HAWAII ACCT #115032054	79,608.	7,332.	72,276.	72,276.	
BLACKSTONE GROUP K1	2.	0.	2.	2.	
<b>TO PART I, LINE 4</b>	<b>79,610.</b>	<b>7,332.</b>	<b>72,278.</b>	<b>72,278.</b>	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE GROUP K1 2015 FED REFUND	12. 3,510.	12. 0.	
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>3,522.</b>	<b>12.</b>	

## HARRISON R. AND DOROTHEA S. COOKE TRUST

99-0290717

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	1,500.	450.		1,050.
TO FORM 990-PF, PG 1, LN 16B	1,500.	450.		1,050.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	134.	134.		0.
TO FORM 990-PF, PG 1, LN 18	134.	134.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR/ADS FEES	29.	29.		0.
BLACKSTONE GROUP K1	2.	2.		0.
TO FORM 990-PF, PG 1, LN 23	31.	31.		0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT - INV	COST	2,738,462.	3,027,928.
BLACKSTONE GROUP	COST	1,614.	1,757.

TOTAL TO FORM 990-PF, PART II, LINE 13

2,740,076.	3,029,685.
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**HARRISON R. AND DOROTHEA S. COOKE TRUST**  
**FORM 990-PF, PART II, LINE 13**  
**FOR YEAR ENDED 12/31/2016**

**99-0290717**

<b>Description</b>	<b>Units</b>	<b>Book Value</b>	<b>Market Value</b>
00206R102 AT&T INC	410	12,010.41	17,437.00
00287Y109 ABBVIE INC	130	7,421.80	8,141.00
00751Y106 ADVANCE AUTO PARTS	40	6,434.58	6,765.00
00817Y108 AETNA INC NEW	15	1,559.55	1,860.00
017175100 ALLEGHANY CORP	8	3,895.00	4,865.00
018581108 ALLIANCE DATA SYSTEMS CORP	14	2,930.03	3,199.00
020002101 ALLSTATE CORP	55	1,678.60	4,077.00
02079K305 ALPHABET INC CL A	12	6,155.50	9,509.00
02209S103 ALTRIA GROUP INC	190	4,234.99	12,848.00
025537101 AMERICAN ELECTRIC POWER CO	60	2,381.44	3,778.00
025816109 AMERICAN EXPRESS CO	30	1,807.50	2,222.00
031162100 AMGEN INC	18	2,829.42	2,632.00
032095101 AMPHENOL CORP CL A	95	5,380.45	6,384.00
037833100 APPLE INC	135	5,540.27	15,636.00
046353108 ASTRAZENECA PLC SP ADR	190	4,955.20	5,191.00
053807103 AVNET INC	35	1,530.90	1,666.00
05534B760 BCE INC	230	9,500.59	9,945.00
055622104 BP PLC SPONS ADR	155	5,868.95	5,794.00
066922204 BLACKROCK S&P 500 STOCK MASTER - K	1382.015	338,248.09	369,109.00
084670702 BERKSHIRE HATHAWAY INC CL B	54	4,457.97	8,801.00
09247X101 BLACKROCK INC	5	1,682.50	1,903.00
09253F879 BLACKROCK INTERNATIONAL INDEX FD - K	11904.672	134,522.79	138,213.00
099724106 BORGWARNER INC	55	2,171.40	2,169.00
126408103 CSX CORP	125	3,146.25	4,491.00
151020104 CELGENE CORP	50	4,966.80	5,788.00
166764100 CHEVRON CORP	85	7,311.36	10,005.00
191216100 COCA COLA CO	150	5,502.13	6,219.00
192446102 COGNIZANT TECH SOLUTIONS CORP	125	3,705.97	7,004.00
22410J106 CRACKER BARREL OLD COUNTRY	32	5,344.96	5,343.00
22822V101 CROWN CASTLE INTL CORP	55	4,606.80	4,772.00
23918K108 DAVITA INC	50	3,428.10	3,210.00
24703L103 DELL TECHNOLOGIES INC CL V	25	1,180.00	1,374.00
25470F302 DISCOVERY COMMUNICATIONS C	180	4,800.34	4,820.00
256206103 DODGE & COX INTERNATIONAL STOCK FUND	1089.155	39,340.27	41,497.00
256746108 DOLLAR TREE INC	75	5,920.73	5,789.00
25746U109 DOMINION RESOURCES INC /VA	100	4,738.98	7,659.00
26441C204 DUKE ENERGY CORP	115	6,399.75	8,926.00
278865100 ECOLAB INC	35	3,825.50	4,103.00
291011104 EMERSON ELECTRIC CO	35	1,629.60	1,951.00
30219G108 EXPRESS SCRIPTS HOLDING CO	35	1,348.55	2,408.00
30231G102 EXXON MOBIL CORP	165	12,379.95	14,893.00
311900104 FASTENAL CO	115	5,602.99	5,403.00
31428Q101 FEDERATED TOTAL RETURN BOND FUND	22271.731	246,547.89	240,089.00
369604103 GENERAL ELECTRIC CO	210	3,443.16	6,636.00

**STATEMENT INV-1**

**HARRISON R. AND DOROTHEA S. COOKE TRUST**  
**FORM 990-PF, PART II, LINE 13**  
**FOR YEAR ENDED 12/31/2016**

**99-0290717**

<b>Description</b>	<b>Units</b>	<b>Book Value</b>	<b>Market Value</b>
370334104 GENERAL MILLS INC	90	4,682.20	5,559.00
37733W105 GLAXOSMITHKLINE PLC ADR	200	8,801.43	7,702.00
38144N593 GOLDMAN SACHS INTERNATIONAL SMALL CAP	3937.032	40,157.73	40,945.00
40434L105 HP INC	130	1,584.70	1,929.00
411511306 HARBOR INTL FD	850.692	58,269.01	49,689.00
42824C109 HEWLETT PACKARD ENTERPRISE CO	195	3,119.40	4,512.00
46625H100 JP MORGAN CHASE & CO	100	3,883.64	8,629.00
47803W406 JOHN HANCOCK III DISC M/C-IS	6886.084	93,291.13	147,844.00
478160104 JOHNSON & JOHNSON	100	6,266.08	11,521.00
494368103 KIMBERLY CLARK CORP	65	4,108.10	7,418.00
500754106 KRAFT HEINZ CO	150	6,987.00	13,098.00
501044101 KROGER CO	90	2,978.10	3,106.00
57636Q104 MASTERCARD INC CLASS A	55	5,028.65	5,679.00
577130834 MATTHEWS PACIFIC TIGER FUND CL INS	1141.694	33,013.75	26,145.00
577933104 MAXIMUS INC	100	5,000.71	5,579.00
579780206 MCCORMICK & CO INC NON VTG SHRS	25	2,390.53	2,333.00
580135101 MCDONALDS CORP	72	5,137.37	8,764.00
58155Q103 MCKESSON CORP	10	1,540.50	1,405.00
58933Y105 MERCK & CO INC	185	7,181.29	10,891.00
594918104 MICROSOFT CORP	80	1,969.16	4,971.00
596278101 MIDDLEBY CORPORATION	45	4,615.02	5,796.00
61166W101 MONSANTO CO	35	3,366.45	3,682.00
61945C103 THE MOSAIC COMPANY	130	3,393.00	3,813.00
636274300 NATIONAL GRID PLC SP ADR	175	8,490.82	10,208.00
637071101 NATIONAL OILWELL VARCO INC	110	4,133.90	4,118.00
651639106 NEWMONT MINING CORP HLDG CO	95	1,819.25	3,237.00
655044105 NOBLE ENERGY INC	50	1,662.50	1,903.00
66987V109 NOVARTIS AG ADR (SDFS)	25	1,719.00	1,821.00
670100205 NOVO NORDISK A S ADR	120	6,383.16	4,303.00
674599105 OCCIDENTAL PETROLEUM CORP	25	1,738.25	1,781.00
693475105 PNC FINANCIAL SERVICES	30	2,783.40	3,509.00
69351T106 PPL CORPORATION	230	5,965.63	7,832.00
713448108 PEPSICO INC	55	4,185.40	5,755.00
717081103 PFIZER INC	105	3,266.40	3,410.00
718172109 PHILIP MORRIS INTERNATIONAL	120	7,869.11	10,979.00
718546104 PHILLIPS 66	85	7,362.40	7,345.00
74144Q203 T ROWE PRICE INSTITUTIONAL EMERGING MAI	1023.294	29,624.90	29,583.00
741503403 PRICELINE COM INC	6	4,226.61	8,796.00
742718109 PROCTER & GAMBLE CO	140	10,230.06	11,771.00
74316J458 CONGRESS MID CAP GROWTH-INS	8711.886	117,758.29	141,655.00
747525103 QUALCOMM INC	70	3,085.51	4,564.00
755111507 RAYTHEON CO	32	4,000.10	4,544.00
756109104 REALTY INCOME CORP	90	3,755.21	5,173.00
780259206 ROYAL DUTCH SHELL PLC ADR A	65	3,166.25	3,535.00

**STATEMENT INV-1**

**HARRISON R. AND DOROTHEA S. COOKE TRUST**  
**FORM 990-PF, PART II, LINE 13**  
**FOR YEAR ENDED 12/31/2016**

**99-0290717**

<b>Description</b>	<b>Units</b>	<b>Book Value</b>	<b>Market Value</b>
80105N105 SANOFI ADR	225	9,601.26	9,099.00
806857108 SCHLUMBERGER LTD	40	2,644.11	3,358.00
824348106 SHERWIN-WILLIAMS CO	22	6,199.13	5,912.00
842587107 SOUTHERN CO	220	8,696.07	10,822.00
844741108 SOUTHWEST AIRLINES	40	1,780.80	1,994.00
855244109 STARBUCKS CORP	135	7,928.55	7,495.00
857477103 STATE STREET CORP COMMON	40	2,440.80	3,109.00
872540109 TJX COMPANIES INC	90	6,953.40	6,762.00
883556102 THERMO FISHER SCIENTIFIC INC	50	6,906.23	7,055.00
88579Y101 3M CO	32	5,142.24	5,714.00
887317303 TIME WARNER INC	45	3,330.95	4,344.00
902973304 US BANCORP	105	3,108.19	5,394.00
904767704 UNILEVER PLC SPONSORED ADR	95	3,341.14	3,867.00
907818108 UNION PACIFIC CORP	80	6,460.00	8,294.00
913017109 UNITED TECHNOLOGIES CORP	40	3,930.80	4,385.00
921909818 VANGUARD TOTAL INTL ST INDEX FUND-ADM	8510.9	208,641.74	209,623.00
921937603 VANGUARD TOTAL BOND MARKET INDEX FUND	43267.459	469,998.02	460,798.00
92276F100 VENTAS INC	45	2,441.65	2,813.00
922908728 VANGUARD TOTL STK MKT IND-AD	8069.688	383,061.40	452,548.00
92343V104 VERIZON COMMUNICATIONS	230	8,095.73	12,277.00
92826C839 VISA INC CL A SHARES	63	1,069.42	4,915.00
92857W308 VODAFONE GROUP PLC SP ADR	473	16,296.03	11,555.00
931142103 WAL-MART STORES INC	85	5,012.76	5,875.00
931427108 WALGREENS BOOTS ALLIANCE INC.	35	2,957.15	2,897.00
949746101 WELLS FARGO COMPANY	150	7,261.80	8,267.00
94984B348 WELLS FARGO ADVANTAGE INTERNATIONAL E	3958.51	42,435.23	43,821.00
95040Q104 WELLTOWER INC	90	4,099.37	6,024.00
962166104 WEYERHAEUSER CO	50	1,598.00	1,505.00
G0177J108 ALLERGAN PLC	30	6,354.02	6,300.00
G02602103 AMDOCS LTD	65	3,668.06	3,786.00
G16962105 BUNGE LIMITED	50	3,152.41	3,612.00
G51502105 JOHNSON CONTROLS INTERNATIONAL PLC	45	2,164.95	1,854.00
H1467J104 CHUBB LTD	48	5,594.55	6,342.00
H84989104 TE CONNECTIVITY LTD	60	3,736.93	4,156.00
<b>TOTAL PORTFOLIO</b>		<b><u>2,738,462</u></b>	<b><u>3,027,928</u></b>

**STATEMENT INV-1**