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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

For calendar year 2016 or tax year beginning

APR 1, 2016

, and ending

MAR 31, 2017

Name of foundation

SOPHIE RUSSELL TESTAMENTARY 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

99-6002398

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

HONOLULU, HI 96802-3170

B Telephone number

(808) 694-4393

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeC 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 ► H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationE 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 ► I Fair market value of all assets at end of year **J Accounting method: Cash Accrual**
(from Part II, col. (c), line 16) **(from Part I, column (d) must be on cash basis)**

► \$ 2,210,760.

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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	Interest on savings and temporary cash investments	133.	133.		STATEMENT 1
	4 Dividends and interest from securities	48,090.	48,090.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	38,776.			
	b Gross sales price for all assets on line 6a	213,844.			
	7 Capital gain net income (from Part IV line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	469.			
	12 Total Add lines 1 through 11	87,468.	86,999.		
	13 Compensation of officers, directors, trustees, etc	30,012.	18,007.		12,005.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	1,600.	480.		1,120.
	c Other professional fees				
	17 Interest				
	18 Taxes	101.	101.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	1,834.	22.		1,812.
Operating and Administrative Expenses	24 Total operating and administrative expenses. Add lines 13 through 23	33,547.	18,610.		14,937.
	25 Contributions, gifts, grants paid	105,000.			105,000.
	26 Total expenses and disbursements. Add lines 24 and 25	138,547.	18,610.		119,937.
	27 Subtract line 26 from line 12.	-51,079.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		68,389.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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SERVICE CENTER

STATEMENT 3

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	869.	1,118.	1,118.
	2	Savings and temporary cash investments	34,533.	43,992.	43,992.
	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			
Liabilities	11	Investments - land, buildings and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	STMT 7	1,954,074.	1,893,287.
	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)		1,989,476.	1,938,397.
					2,210,760.
	17	Accounts payable and accrued expenses			
Net Assets or Fund Balances	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.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
Net Assets or Fund Balances		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds		1,989,476.	1,938,397.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.
	30	Total net assets or fund balances		1,989,476.	1,938,397.
	31	Total liabilities and net assets/fund balances		1,989,476.	1,938,397.

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	1,989,476.
2	Enter amount from Part I, line 27a	2	-51,079.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,938,397.
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	1,938,397.

Form 990-PF (2016)

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.)			
a PUBLICLY TRADED SECURITIES		P	VARIOUS
b PUBLICLY TRADED SECURITIES		P	VARIOUS
c LITIGATION SETTLEMENT - PFIZER		P	VARIOUS
d CAPITAL GAINS DIVIDENDS			
e			
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale
a 15,335.			14,517.
b 193,446.			160,501.
c 71.			50.
d 4,992.			
e			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any
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 }	
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		{ }	
2		2	38,776.
3		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	118,314.	2,113,973.	.055968
2014	112,387.	2,247,352.	.050009
2013	107,530.	2,161,702.	.049743
2012	105,772.	2,085,909.	.050708
2011	129,713.	1,993,422.	.065071
2 Total of line 1, column (d)			2 .271499
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 .054300
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 2,103,313.
5 Multiply line 4 by line 3			5 114,210.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 684.
7 Add lines 5 and 6			7 114,894.
8 Enter qualifying distributions from Part XII, line 4			8 119,937.

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

6a 1,640.

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 1,640.

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

8

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

9

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

10 956.

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

956.

Refunded ►

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

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1a

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

1b

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

1c

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?

2

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

3

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

4a

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

4b

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

5

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:

N/A

- 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?

6

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

7

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

8b

HI

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

9

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

10

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

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?	13	X
	Website address ► N/A		
14	The books are in care of ► BANK OF HAWAII Located at ► 130 MERCHANT STREET, HONOLULU, HI	Telephone no. ► 808-694-4393 ZIP+4 ► 96813	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
1b	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 ►		X
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► , , , , ,	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
2a	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
2b	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , , , ,		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3b	b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
4b	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		X

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 c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

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

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

 Yes No

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

If "Yes" to 6b, file Form 8870.

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

 Yes Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A****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 STREET HONOLULU, HI 96813	TRUSTEE			
	1.00	30,012.	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

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	2,085,905.
b Average of monthly cash balances	1b	49,438.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,135,343.
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	2,135,343.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,030.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,103,313.
6 Minimum investment return Enter 5% of line 5	6	105,166.

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	105,166.
2a Tax on investment income for 2016 from Part VI, line 5	2a	684.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	684.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	104,482.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	104,482.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted . Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	104,482.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.	1a	119,937.
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the:	3b	
a Suitability test (prior IRS approval required)	4	119,937.
b Cash distribution test (attach the required schedule)	5	684.
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	119,253.
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		
6 Adjusted qualifying distributions Subtract line 5 from line 4		

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				104,482.
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	21,155.			
b From 2012	3,453.			
c From 2013	1,075.			
d From 2014	3,738.			
e From 2015	14,226.			
f Total of lines 3a through e	43,647.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 119,937.			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			104,482.	
e Remaining amount distributed out of corpus	15,455.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	59,102.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	21,155.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	37,947.			
10 Analysis of line 9:				
a Excess from 2012	3,453.			
b Excess from 2013	1,075.			
c Excess from 2014	3,738.			
d Excess from 2015	14,226.			
e Excess from 2016	15,455.			

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)				
a Paid during the year				
HAWAIIAN HUMANE SOCIETY 2700 WAIALAE AVENUE HONOLULU, HI 96826-1899		PUBLIC CHARITY	THIRD THIRD YEAR SUPPORT FOR ANIMAL STERILIZATION PROGRAM	35,000.
THE BAY CLINIC INC. 224 HAILI STREET, BUILDING B HILO, HI 96720		PUBLIC CHARITY	THIRD YEAR SUPPORT FOR PEDIATRIC DENTAL PROGRAM	35,000.
WAIMANALO HEALTH CENTER 41-1347 KALANIANA'OLE HIGHWAY WAIMANALO, HI 96795		PUBLIC CHARITY	THIRD YEAR SUPPORT FOR KEIKI SMILES: SCHOOL-BASED ORAL HEALTH PROGRAM	35,000.
Total				► 3a 105,000.
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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	133.	
4 Dividends and interest from securities			14	48,090.	
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	38,776.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a FEDERAL TAX REFUND			01	469.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		87,468.	0.
13 Total Add line 12, columns (b), (d), and (e)					87,468.

13 Total Add line 12, columns (b), (d), and (e)
(See worksheet in line 13 instructions to verify calculations.)

Relationship of Activities to the Accomplishment of Exempt Purposes

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BOH #215022104	133.	133.	
TOTAL TO PART I, LINE 3	133.	133.	

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
BOH #215022104	53,082.	4,992.	48,090.	48,090.	
TO PART I, LINE 4	53,082.	4,992.	48,090.	48,090.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	469.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	469.	0.	

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	1,600.	480.		1,120.
TO FORM 990-PF, PG 1, LN 16B	1,600.	480.		1,120.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	101.	101.		0.
TO FORM 990-PF, PG 1, LN 18	101.	101.		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
GRANTS ADMINISTRATION	1,812.	0.		1,812.
ADR/ADS FEES	22.	22.		0.
TO FORM 990-PF, PG 1, LN 23	1,834.	22.		1,812.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT INV-1	COST	1,893,287.	2,165,650.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,893,287.	2,165,650.

SOPHIE RUSSELL TESTAMENTARY TRUST
EIN #99-6002398
FORM 990-PF, PART II, LINE 13
FYE 03/31/2017

Description	Units	Tax Cost	Market Value
00206R102 AT&T INC	307	9,241 72	12,756 00
00287Y109 ABBVIE INC	90	5,252 50	5,864.00
00751Y106 ADVANCE AUTO PARTS	26	4,182 48	3,855 00
00817Y108 AETNA INC NEW	8	891 20	1,020 00
017175100 ALLEGHANY CORP	5	2,442 70	3,073 00
018581108 ALLIANCE DATA SYSTEMS CORP	11	2,302.17	2,739 00
020002101 ALLSTATE CORP	25	772 87	2,037.00
02079K305 ALPHABET INC CL A	7	3,314 86	5,935 00
02209S103 ALTRIA GROUP INC	115	3,586 43	8,213.00
025537101 AMERICAN ELECTRIC POWER CO	40	1,766 00	2,685 00
025816109 AMERICAN EXPRESS CO	25	1,266 49	1,978 00
032095101 AMPHENOL CORP CL A	65	3,681 36	4,626 00
037833100 APPLE INC	93	3,816 63	13,360 00
046353108 ASTRazeneca PLC SP ADR	175	5,758 60	5,450 00
053807103 AVNET INC	40	1,764 00	1,830 00
05534B760 BCE INC	145	5,922 07	6,419 00
055622104 BP PLC SPONS ADR	120	4,926 23	4,142 00
066922204 ISHARES S&P 500 INDEX FUND	929 136	227,405 96	261,970 00
084670702 BERKSHIRE HATHAWAY INC CL B	38	3,138 82	6,334 00
09247X101 BLACKROCK INC	7	2,355 50	2,685 00
09253F879 BLACKROCK INTERNATIONAL INDEX FD - K	8290 098	93,678 11	103,709 00
099724106 BORGWARNER INC	45	1,499 81	1,881 00
126650100 CVS/CAREMARK CORP	15	1,174 65	1,178 00
151020104 CELGENE CORP	24	2,381 76	2,986 00
166764100 CHEVRON CORP	52	4,193 41	5,583 00
17275R102 CISCO SYSTEMS	35	1,189 57	1,183 00
191216100 COCA COLA CO	80	2,845 14	3,395 00
192446102 COGNIZANT TECH SOLUTIONS CORP	87	2,618 31	5,178 00
22410J106 CRACKER BARREL OLD COUNTRY	18	2,821 51	2,867 00
22822V101 CROWN CASTLE INTL CORP	50	4,775 43	4,723 00
23918K108 DAVITA INC	15	1,161 30	1,020 00
25470F302 DISCOVERY COMMUNICATIONS C	100	2,626 57	2,831 00
256206103 DODGE & COX INTERNATIONAL STOCK FUND	773 864	27,928 75	32,231 00
256746108 DOLLAR TREE INC	60	4,736 58	4,708 00
25746U109 DOMINION ENERGY INC /VA	65	3,096 82	5,042 00
26441C204 DUKE ENERGY CORP	78	4,338 39	6,397 00
278865100 ECOLAB INC	26	2,841 80	3,259 00
291011104 EMERSON ELECTRIC CO	20	1,082 60	1,197 00
30231G102 EXXON MOBIL CORP	86	7,141 44	7,053 00
311900104 FASTENAL CO	75	3,654 13	3,863 00
31428Q101 FEDERATED TOTAL RETURN BOND FUND	15589 942	171,803 63	168,839 00
369604103 GENERAL ELECTRIC CO	135	2,213 46	4,023 00

SOPHIE RUSSELL TESTAMENTARY TRUST
EIN #99-6002398
FORM 990-PF, PART II, LINE 13
FYE 03/31/2017

Description	Units	Tax Cost	Market Value
370334104 GENERAL MILLS INC	35	1,817 49	2,065 00
375558103 GILEAD SCIENCES INC	20	1,351 67	1,358.00
37733W105 GLAXOSMITHKLINE PLC ADR	110	4,612 04	4,638.00
38144N593 GOLDMAN SACHS INTERNATIONAL SMALL CAP INSIGHTS INSTL	2017 94	21,488 82	22,863 00
40434L105 HP INC	100	1,541 55	1,788.00
411511306 HARBOR INTL FD	544 521	39,267 06	34,577 00
46625H100 JP MORGAN CHASE & CO	70	2,718 55	6,149 00
47803W406 JOHN HANCOCK III DISC M/C-IS	4798 113	65,555 75	107,430 00
478160104 JOHNSON & JOHNSON	68	4,269 26	8,469 00
494368103 KIMBERLY CLARK CORP	44	2,747 24	5,792 00
500472303 KONINKLIJKE PHILIPS NV NY SHR	35	1,123 15	1,124 00
501044101 KROGER CO	40	1,155 54	1,180 00
559222401 MAGNA INTERNATIONAL INC CL A	30	1,290 32	1,295 00
57636Q104 MASTERCARD INC CLASS A	40	3,657 20	4,499 00
577130834 MATTHEWS PACIFIC TIGER FUND CL INS	851 132	24,819 01	21,985 00
577933104 MAXIMUS INC	60	3,000 43	3,732 00
579780206 MCCORMICK & CO INC NON VTG SHRS	14	1,338 69	1,366 00
580135101 MCDONALDS CORP	66	4,989 10	8,554 00
58155Q103 MCKESSON CORP	10	1,540 50	1,483 00
58933Y105 MERCK & CO INC	115	4,464 05	7,307 00
594918104 MICROSOFT CORP	55	1,353 80	3,622 00
596278101 MIDDLEBY CORPORATION	30	3,076 68	4,094 00
61166W101 MONSANTO CO	14	1,247 82	1,585 00
61945C103 THE MOSAIC COMPANY	105	2,825 05	3,064 00
636274300 NATIONAL GRID PLC SP ADR	115	5,546 81	7,300 00
637071101 NATIONAL OILWELL VARCO INC	60	2,941 61	2,405 00
651639106 NEWMONT MINING CORP HLDG CO	50	1,256 00	1,648 00
654106103 NIKE INC CL B	20	1,117 91	1,115 00
655044105 NOBLE ENERGY INC	60	1,928 65	2,060 00
66987V109 NOVARTIS AG ADR (SDFS)	15	1,127 05	1,114 00
670100205 NOVO NORDISK A S ADR	60	3,234 64	2,057 00
674599105 OCCIDENTAL PETROLEUM CORP	45	2,818 62	2,851 00
693475105 PNC FINANCIAL SERVICES	26	2,205 58	3,126 00
69351T106 PPL CORPORATION	150	3,792 16	5,609 00
713448108 PEPSICO INC	31	2,193 23	3,468 00
717081103 PFIZER INC	70	2,112 60	2,395 00
718172109 PHILIP MORRIS INTERNATIONAL	82	5,566 27	9,258 00
718546104 PHILLIPS 66	60	5,220 00	4,753 00
74144Q203 T ROWE PRICE INSTITUTIONAL EMERGING MARKETS EQUITY FUND	730 857	21,743 42	23,731 00
741503403 PRICELINE COM INC	4	3,086 40	7,120 00
742718109 PROCTER & GAMBLE CO	79	5,426 30	7,098 00
74316J458 CONGRESS MID CAP GROWTH-INS	5882 617	79,519 15	102,181 00

SOPHIE RUSSELL TESTAMENTARY TRUST
EIN #99-6002398
FORM 990-PF, PART II, LINE 13
FYE 03/31/2017

Description	Units	Tax Cost	Market Value
747525103 QUALCOMM INC	40	1,763 15	2,294 00
755111507 RAYTHEON CO	14	1,728 86	2,135 00
756109104 REALTY INCOME CORP	55	2,233 35	3,274 00
780259206 ROYAL DUTCH SHELL PLC ADR A	60	3,065 37	3,164 00
80105N105 SANOFI ADR	135	6,000 39	6,109 00
806857108 SCHLUMBERGER LTD	20	1,448 96	1,562.00
824348106 SHERWIN-WILLIAMS CO	14	3,944 91	4,343 00
842587107 SOUTHERN CO	150	5,942 37	7,467 00
844741108 SOUTHWEST AIRLINES	30	1,329 90	1,613.00
855244109 STARBUCKS CORP	85	4,992 05	4,963 00
857477103 STATE STREET CORP COMMON	20	1,174 00	1,592 00
872540109 TJX COMPANIES INC	65	5,021 90	5,140.00
883556102 THERMO FISHER SCIENTIFIC INC	32	4,419 98	4,915 00
887317303 TIME WARNER INC	25	1,990 65	2,443 00
902973304 US BANCORP	45	974 07	2,318 00
907818108 UNION PACIFIC CORP	41	3,310 75	4,343 00
913017109 UNITED TECHNOLOGIES CORP	30	2,381 06	3,366.00
921909818 VANGUARD TOTAL INTL ST INDEX FUND-ADM	5544 654	145,911 64	147,654 00
921937603 VANGUARD TOTAL BOND MARKET INDEX FUND ADM	31619 273	343,834 00	337,694 00
92276F100 VENTAS INC	35	1,899 06	2,276 00
922908728 VANGUARD TOTL STK MKT IND-AD	5865 48	276,161 37	346,415 00
92343V104 VERIZON COMMUNICATIONS	160	5,688 37	7,800 00
92826C839 VISA INC CL A SHARES	50	906 46	4,444 00
92857W308 VODAFONE GROUP PLC SP ADR	326	11,467 79	8,616 00
931142103 WAL-MART STORES INC	45	2,562 86	3,244 00
931427108 WALGREENS BOOTS ALLIANCE INC	30	2,438 45	2,492 00
949746101 WELLS FARGO COMPANY	120	3,744 46	6,679 00
94984B348 WELLS FARGO ADVANTAGE INTERNATIONAL EQUITY FUND - I	2859 589	30,368 83	33,972 00
95040Q104 WELLTOWER INC	60	2,791 67	4,249 00
962166104 WEYERHAEUSER CO	70	2,106 30	2,379 00
G0177J108 ALLERGAN PLC	19	4,701 13	4,538 00
G02602103 AMDOCS LTD	30	1,773 51	1,830 00
G16962105 BUNGE LIMITED	45	2,824 39	3,567 00
G51502105 JOHNSON CONTROLS INTERNATIONAL PLC	37	1,780 07	1,557 00
H1467J104 CHUBB LTD	26	3,102 84	3,542 00
H84989104 TE CONNECTIVITY LTD	30	1,822 79	2,236 00

1,893,287 **2,165,650**