

For calendar year 2016, or tax year beginning 07-01-2016, and ending 06-30-2017

Name of foundation JOHN WINTHROP CHARITABLE TRUST		A Employer identification number 13-2982306	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 22527		Room/suite	B Telephone number (see instructions) (843) 722-2228
City or town, state or province, country, and ZIP or foreign postal code CHARLESTON, SC 29413		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		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 foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,740,333	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	484,120			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,639	4,639	4,639	
	4 Dividends and interest from securities	72,459	72,459	72,459	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	206,550			
	b Gross sales price for all assets on line 6a _____ 1,110,696				
	7 Capital gain net income (from Part IV, line 2)		473,325		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	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	767,768	550,423	77,098	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,633	1,529		
	c Other professional fees (attach schedule)	20,744	20,494		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,580			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	21,837	7,074		
	24 Total operating and administrative expenses. Add lines 13 through 23	52,794	29,097		0
	25 Contributions, gifts, grants paid	221,685			221,685
	26 Total expenses and disbursements. Add lines 24 and 25	274,479	29,097		221,685
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	493,289			
	b Net investment income (if negative, enter -0-)		521,326		
c Adjusted net income (if negative, enter -0-)				77,098	

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	451	366	366
	2	Savings and temporary cash investments	227,051	229,107	229,107
	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)	2,044,706	2,377,474	4,083,018
	c	Investments—corporate bonds (attach schedule)	275,942	426,692	427,842
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	2,548,150	3,033,639	4,740,333	
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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)	16,300	8,500	
	23	Total liabilities (add lines 17 through 22)	16,300	8,500	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,531,850	3,025,139	
	30	Total net assets or fund balances (see instructions)	2,531,850	3,025,139	
31	Total liabilities and net assets/fund balances (see instructions) .	2,548,150	3,033,639		

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	2,531,850
2	Enter amount from Part I, line 27a	2	493,289
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	3,025,139
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,025,139

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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 See Additional Data Table			
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	473,325
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	-6,938

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 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	186,717	3,762,833	0 049621
2014	192,320	3,868,927	0 049709
2013	180,519	3,631,114	0 049714
2012	150,380	3,245,465	0 046335
2011	169,241	2,887,783	0 058606
2 Total of line 1, column (d)			2 0 253985
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 050797
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 4,245,881
5 Multiply line 4 by line 3			5 215,678
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,213
7 Add lines 5 and 6			7 220,891
8 Enter qualifying distributions from Part XII, line 4			8 221,685

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	1	5,213
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	
3	Add lines 1 and 2.	3	5,213
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	5,213
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	36
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	5,249
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ Refunded ▶	11	

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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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>	2	No
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>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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?	6	Yes
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>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ SC, NY		
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? <i>If "No," attach explanation</i> .	8b	Yes
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>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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).	11		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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► JOHN WINTHROP Telephone no ► (843) 722-2228			

Located at **►** 1 N ADGERS WHARF CHARLESTON SC ZIP+4 **►** 29401

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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	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)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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). ☐ Yes ☒ 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. ► ☐	1b		
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		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? ☐ Yes ☒ 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		
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? ☐ Yes ☒ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		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)?			5b	
Organizations relying on a current notice regarding disaster assistance check here.		☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		☐ 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?		☐ Yes ☒ No	6b	No
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		☐ Yes ☒ No	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN WINTHROP 1 N ADGERS WHARF CHARLESTON, SC 29401	TRUSTEE 000 00	0	0	0
JOHN WINTHROP JR 1 N ADGERS WHARF CHARLESTON, SC 29401	TRUSTEE 000 00	0	0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				

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	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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	4,295,336
b	Average of monthly cash balances.	1b	15,203
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,310,539
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	4,310,539
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	64,658
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,245,881
6	Minimum investment return. Enter 5% of line 5.	6	212,294

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	212,294
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	5,213
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,213
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	207,081
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	207,081
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	207,081

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	221,685
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	221,685
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	5,213
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	216,472

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				207,081
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011. 3,430				
b From 2012.				
c From 2013. 4,155				
d From 2014. 6,290				
e From 2015. 1,017				
f Total of lines 3a through e.	14,892			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 221,685				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				207,081
e Remaining amount distributed out of corpus	14,604			
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	29,496			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
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).	3,430			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	26,066			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013. 4,155				
c Excess from 2014. 6,290				
d Excess from 2015. 1,017				
e Excess from 2016. 14,604				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))
JOHN WINTHROP

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

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 email 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	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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	221,685
b <i>Approved for future payment</i>				
Total			3b	

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					4,639
4 Dividends and interest from securities.					72,459
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					206,550
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).					283,648
13 Total. Add line 12, columns (b), (d), and (e).					283,648

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received				

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2017-11-13	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below
 (see instr.)? ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	DAVID P BROWN		2017-11-15		P01625674
	Firm's name ► BROWN HIERS & ASSOCIATES LLC				Firm's EIN ► 81-3146074
	Firm's address ► 701 EAST BAY STREET STE 410 CHARLESTON, SC 294035094				Phone no (843) 801-1502

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
249 ILLUMINA	P	2016-03-31	2016-08-18
1,750 WELLS FARGO & CO	P	2016-08-31	2016-09-28
1,225 CVS HEALTH CORP	P	2016-05-16	2016-12-19
500 TIFFANY & CO	P	2016-06-02	2017-04-05
500 SMUCKER JM	P	2009-11-30	2016-07-11
1,200 EXXON	D	1986-04-15	2017-01-12
300 MARTIN MARIETTA	P	2016-01-21	2017-01-26
1,000 DEERE & CO	P	2009-08-31	2017-02-23
2,000 TIFFANY & CO	P	2016-01-26	2017-04-05
250 APPLE INC	P	2015-12-11	2017-05-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
43,249		40,238	3,011
78,763		86,663	-7,900
97,813		114,901	-17,088
46,591		31,552	15,039
76,755		26,372	50,383
103,585		6,929	96,656
72,260		35,461	36,799
107,445		57,987	49,458
186,364		141,103	45,261
38,360		28,383	9,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			3,011
			-7,900
			-17,088
			15,039
			50,383
			96,656
			36,799
			49,458
			45,261
			9,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
7,000 INTEL	D	1993-02-02	2016-12-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
259,511		67,782	191,729

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			191,729

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACBA 649 MEETING STREET CHARLESTON, SC 29403	N/A	EXEMPT-NP	GENERAL	100
ALEXANDER HOST FOUNDATION 35 MASON STREET GREENWICH, CT 06830	N/A	EXEMPT NP	GENERAL	500
ALS FOUNDATION 1275 K STREET NW STE 250 WASHINGTON, DC 20005	N/A	EXEMPT NP	GENERAL	148
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET 18TH FLO NEW YORK, NY 10004	N/A	EXEMPT NP	GENERAL	500
AMERICAN COLLEGE OF THE BLDG ARTS 649 MEETING STREET CHARLESTON, SC 29403	N/A	EXEMPT NP	GENERAL	1,500
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FARMLAND TRUST 1150 CONNECTICUT AVE WASHINGTON, DC 20036	N/A	EXEMPT NP	GENERAL	1,000
AMERICAN FORESTS 1220 L STREET NW WASHINGTON, DC 20005	N/A	EXEMPT NP	GENERAL	500
AMERICAN HEART ASSOC 174 E BAY STREET STE 300 CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	500
AMERICAN INST FOR ECON RESEARCH PO BOX 1000 GREAT BARRINGTON, MA 01230	N/A	EXEMPT NP	GENERAL	500
ARM IN ARM 164 MARKET STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	1,000
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSOC FOR THE BLIND & VIS IMPRD 1 CARRIAGE LANE CHARLESTON, SC 29407	N/A	EXEMPT NP	GENERAL	500
AUDOBON PO BOX 504 CHARLESTON, SC 29412	N/A	EXEMPT NP	GENERAL	2,000
AVIAN CONSERVATION CENTER PO BOX 1247 CHARLESTON, SC 29402	N/A	EXEMPT NP	GENERAL	500
BE A MENTOR 1850 TRUXTUN AVE NORTH CHARLESTON, SC 29405	N/A	EXEMPT NP	GENERAL	538
BLUFFTON-HILTON HEAD MEALS ON WHLS PO BOX 23691 HILTON HEAD, SC 29925	N/A	EXEMPT NP	GENERAL	413
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRANDYWINE CONSERVANCY 1 HOFFSMANS MILL RD CHADDS FORD, PA 19317	N/A	EXEMPT NP	GENERAL	2,500
CATO INSTITUTE 1000 MASSACHUSETTS AVE WASHINGTON, DC 20001	N/A	EXEMPT NP	GENERAL	500
CHARLESTON COMM NAVAL ORDER OF US 416 SYCAMORE STREET SAN CARLOS, CA 94070	N/A	EXEMPT NP	GENERAL	500
CHARLESTON DAY SCHOOL 15 ARCHDALE ST CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	500
CHARLESTON LIBRARY SOCIETY 164 KING STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	2,000
Total 				221,685
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHARLESTON POLICE FUND 180 LOCKWOOD DR CHARLESTON, SC 29403	N/A	EXEMPT NP	GENERAL	500
CHARLESTON SISTER CITIES INTL 334 E BAY STREET STE 208 CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	100
CHARLESTON STAGE 135 CHURCH STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	300
CHILDRENS MUSEUM OF LOWCOUNTRY 25 ANN STREET CHARLESTON, SC 29403	N/A	EXEMPT NP	GENERAL	7,000
CITADEL BRIGADEER FOUNDATION 171 MOULTRIE STREET CHARLESTON, SC 29409	N/A	EXEMPT NP	GENERAL	1,000
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLASSICAL AMERICAN HOMES PRES TRUST 69 EAST 93RD ST NEW YORK, NY 10128	N/A	EXEMPT NP	GENERAL	1,000
COASTAL COMMUNITY FOUNDATION 635 RUTLEDGE AVE CHARLESTON, SC 29403	N/A	EXEMPT NP	GENERAL	16,000
COASTAL CONSERVATION LEAGUE PO BOX 1765 CHARLESTON, SC 29402	N/A	EXEMPT NP	GENERAL	11,910
COLLEGE OF CHARLESTON FOUNDATION 66 GEORGE ST CHARLESTON, SC 29424	N/A	EXEMPT NP	GENERAL	3,000
COMMUNITY FOUNDATION FOR NANTUCKET 117 ORANGE STREET NANTUCKET, MA 02554	N/A	EXEMPT NP	GENERAL	342
Total ▶ 3a				221,685

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CONDERERATE HOME AND COLLEGE 62 BROAD STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	5,564
COOPER RIVER BRIDGE RUN 716 S SHELMORE BLVD MT PLEASANT, SC 29464	N/A	EXEMPT NP	GENERAL	500
COUNCIL ON AMERICAN-CANADIAN RELATI 14 EAST 60TH STREET NEW YORK, NY 10022	N/A	EXEMPT NP	GENERAL	7,000
COLLEGE OF CHARLESTON 66 GEORGE STREET CHARLESTON, SC 29424	N/A	EXEMPT NP	GENERAL	1,000
DEERFIELD ACADEMY 7 BOYDEN LANE DEERFIELD, MA 01342	N/A	EXEMPT NP	GENERAL	1,000
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEXTER SCHOOL 20 NEWTON STREET BROOKLINE, MA 02445	N/A	EXEMPT NP	GENERAL	300
DRAYTON HALL 3380 ASHLEY RIVER RD CHARLESTON, SC 29414	N/A	EXEMPT NP	GENERAL	500
ENGLISH SPEAKING UNION 144 EAST 39TH STREET NEW YORK, NY 10016	N/A	EXEMPT NP	GENERAL	2,173
EPIPHANY SCHOOL 154 CENTRE ST DORCHESTER, MA 02124	N/A	EXEMPT NP	GENERAL	1,500
ETV ENDOWMENT OF SC 401 KENNEDY ST SPARTANBURG, SC 29302	N/A	EXEMPT NP	GENERAL	4,000
Total ▶ 3a				221,685

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF THE LIBRARY 68 CALHOUN STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	1,000
GAILLARD PERFORMANCE HALL FNDTN 95 CALHOUN STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	2,500
GEORGE MASON UNIVERSITYFDNTN 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	N/A	EXEMPT NP	GENERAL	500
GROW FOOD CAROLINA 990 MORRISON DRIVE CHARLESTON, SC 29403	N/A	EXEMPT NP	GENERAL	805
HARVARD 124 MOUNT AUBURN ST CAMBRIDGE, MA 02138	N/A	EXEMPT NP	GENERAL	2,000
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HARVARD MAGAZINE 7 WARE STREET CAMBRIDGE, MA 01238	N/A	EXEMPT NP	GENERAL	250
HARVARD VARSITY CLUB 65 NORTH HARVAD STREET BOSTON, MA 02163	N/A	EXEMPT NP	GENERAL	200
HEIFER INTERNATIONAL 1 WORLD AVE LITTLE ROCK, AR 72202	N/A	EXEMPT NP	GENERAL	500
HENRY L FERGUSON MUSEUM PO BOX 554 FISHERS ISLAND, NY 06390	N/A	EXEMPT NP	GENERAL	200
HISTORIC CHARLESTON FOUNDATION 40 EAST BAY STREET CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	300
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUMANE SOCIETY OF THE US 1255 23RD STREET WASHINGTON, DC 20037	N/A	EXEMPT NP	GENERAL	500
JOHN F KENNEDY LIBRARY FNDTN COLUMBIA POINT BOSTON, MA 02125	N/A	EXEMPT NP	GENERAL	300
LAKE WALES FOUNDATION PO BOX 191 LAKE WALES, FL 33859	N/A	EXEMPT NP	GENERAL	1,000
LIFE RESOURCES 890 JOHNNIE DODDS BLVD MT PLEASANT, SC 29464	N/A	EXEMPT NP	GENERAL	200
MA GENERAL HOSPITAL 55 FRUIT STREET BOSTON, MA 02114	N/A	EXEMPT NP	GENERAL	1,000
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MA HISTORICAL SOCIETY 1154 BOYLSTON ST BOSTON, MA 02215	N/A	EXEMPT NP	GENERAL	11,000
MANCHESTER HISTORICAL MUSEUM 10 UNION STREET MANCHESTER BY THE SEA, MA 01944	N/A	EXEMPT NP	GENERAL	250
MENTOR LEADERS 8012 YATES COURT NOLENSVILLE, TN 37135	N/A	EXEMPT NP	GENERAL	500
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVE NEW YORK, NY 10028	N/A	EXEMPT NP	GENERAL	500
MIDDLESEX SCHOOL ANNUAL FUND 1400 LOWELL RD CONCORD, MA 01742	N/A	EXEMPT NP	GENERAL	500
Total ► 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MUSC FOUNDATION 18 BEE STREET CHARLESTON, SC 29425	N/A	EXEMPT NP	GENERAL	160
NATIONAL GEOGRAPHIC SOCIETY 1145 17TH ST NW WASHINGTON, DC 20036	N/A	EXEMPT NP	GENERAL	3,000
NEW ENGLAND COLLEGE 24 BRIDGE ST HENNIKER, NH 03242	N/A	EXEMPT NP	GENERAL	500
NINA WINTHROP & DANCERS 708 GREENWICH ST NEW YORK, NY 10014	N/A	EXEMPT NP	GENERAL	200
NY COMMUNITY TRUST 909 3RD AVE NEW YORK, NY 10022	N/A	EXEMPT NP	GENERAL	4,000
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ORDER OF ST JOHN 1875 M STREET WASHINGTON, DC 20006	N/A	EXEMPT NP	GENERAL	6,440
PALMETTO PROJECT 1031 CHUCK DAWLEY MT PLEASANT, SC 29464	N/A	EXEMPT NP	GENERAL	2,000
QLF-THE MORRIS FUND 4 SOUTH MAIN ST IPSWICH, MA 01938	N/A	EXEMPT NP	GENERAL	500
ROTARY CHARLESTON PO BOX 21029 CHARLESTON, SC 29201	N/A	EXEMPT NP	GENERAL	1,000
SALISBURY VISITING NURSE ASSOC 30 A SALMON KILL RD SALIBURY, CT 06068	N/A	EXEMPT NP	GENERAL	500
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SALISBURY VOLUNTEER AMBULANCE PO BOX 582 SALISBURY, CT 06068	N/A	EXEMPT NP	GENERAL	500
SANKOFA 666 WEST END AVE NEW YORK, NY 10025	N/A	EXEMPT NP	GENERAL	1,000
SCOVILLE MEMORIAL LIBRARY 38 MAIN ST SALISBURY, CT 06068	N/A	EXEMPT NP	GENERAL	300
SC AQUARIUM 100 AQUARIUM WHARF CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	500
SC WATERFOWL ASSOC 9833 OLD RIVER RD PINEWOOD, SC 29125	N/A	EXEMPT NP	GENERAL	1,000
Total ► 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	N/A	EXEMPT NP	GENERAL	100
SPECIAL OLYMPICS 109 PARK DR IRMO, SC 29063	N/A	EXEMPT NP	GENERAL	200
SPOLETO FESTIVAL USA 14 GEORGE ST CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	800
ST JOSEPHS INDIAN SCHOOL 1301 N MAIN STREET CHAMBERLAIN, SD 57325	N/A	EXEMPT NP	GENERAL	100
ST MICHAELS CHURCH 71 BROAD ST CHARLESTON, SC 29401	N/A	EXEMPT NP	GENERAL	4,000
Total 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TALL TIMBERS RESEARCH STATION 13093 HENRY BEADEL DR TALLAHASSEE, FL 32312	N/A	EXEMPT NP	GENERAL	500
THE CITADEL FOUNDATION 171 MOULTRIE STREET CHARLESTON, SC 29409	N/A	EXEMPT NP	GENERAL	24,500
THE FRESH AIR FUND 633 THIRD AVE NEW YORK, NY 10017	N/A	EXEMPT NP	GENERAL	1,000
THE GOOD CHEER FUND 134 COLUMBUS ST CHARLESTON, SC 29403	N/A	EXEMPT NP	GENERAL	500
THE HOTCHKISS SCHOOL 11 INTERLAKEN RD LAKEVILLE, CT 06039	N/A	EXEMPT NP	GENERAL	500
Total ▶ 3a				221,685

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE LONG LEAF ALLIANCE 12130 DIXON CENTER RD ANDALUSIA, AL 36420	N/A	EXEMPT NP	GENERAL	1,000
THE NATURE CONSERVANCY 4245 NORTH FAIRFOX DR ARLINGTON, VA 22203	N/A	EXEMPT NP	GENERAL	1,000
THE PALMETTO PROJECT 6296 RIVERS AVE NORTH CHARLESTON, SC 29406	N/A	EXEMPT NP	GENERAL	2,000
THE ROTARY FOUNDATION PO BOX 20219 CHARLESTON, SC 29201	N/A	EXEMPT NP	GENERAL	1,000
THE RULE OF LAW INSTITUTE WEST MELBOURNE WEST MELBOURNE, WEST MELBOURNE AS	N/A	EXEMPT NP	GENERAL	1,000
Total ► 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE WENHAM MUSEUM 132 MAIN ST WENHAM, MA 01984	N/A	EXEMPT NP	GENERAL	1,200
TOWN OF SALISBURY 27 MAIN STREET SALISBURY, CT 06068	N/A	EXEMPT NP	GENERAL	25,000
TRIDENT UNITED WAY PO BOX 63305 NORTH CHARLESTON, SC 29419	N/A	EXEMPT NP	GENERAL	20,000
TRINITY SCHOOL FOR MINISTRY 311 11TH STREET AMBRIDGE, PA 15003	N/A	EXEMPT NP	GENERAL	135
TWO EAST 62ND STREET FOUNDATION 2 EAST 62ND STREET NEW YORK, NY 10021	N/A	EXEMPT NP	GENERAL	1,000
Total ▶ 3a				221,685

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
USC SALKEHATCHIE PO BOX 617 ALLENDALE, SC 29810	N/A	EXEMPT NP	GENERAL	2,500
WESTVIEW BAPTIST CHURCH 2705 FERNWOOD DRIVE CHARLESTON, SC 29406	N/A	EXEMPT NP	GENERAL	500
WHOLE BRAIN FOUNDATION 6 CLEMENT CIRCLE CAMBRIDGE, MA 02138	N/A	EXEMPT NP	GENERAL	200
WINTHROP UNIVERSITY FOUNDATION 516 OAKLAND AVE ROCK HILL, SC 29733		EXEMPT NP	GENERAL	4,000
WORLD WILDLIFE FUND 1250 24TH STREET WASHINGTON, DC 20037	N/A	EXEMPT NP	GENERAL	457
Total ▶ 3a				221,685

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to 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				
YWCA OF GREENWICH 50 EAST PUTNAM AVE GREENWICH, CT 06830	N/A	EXEMPT NP	GENERAL	1,000
BOYS AND GIRLS 1275 PEACHTREE STREET ATLANTA, GA 30309	N/A	EXEMPT NP	GENERAL	500
ROCKEFELLER FOUNDATION 420 FIFTH STREET NEW YORK, NY 10018	N/A	EXEMPT NP	GENERAL	500
Total ▶ 3a				221,685

TY 2016 Accounting Fees Schedule**Name:** JOHN WINTHROP CHARITABLE TRUST**EIN:** 13-2982306

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,633	1,529		

TY 2016 Investments Corporate Bonds Schedule**Name:** JOHN WINTHROP CHARITABLE TRUST**EIN:** 13-2982306

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ANHEUSER BUSCH INBEV 2.5%	75,000	74,894
BERKSHIRE HATHAWAY 1.3%	98,250	99,892
AMAZON 1.2%	99,500	99,966
WELLS FARGO 3.45%	78,192	76,789
APPLE INC 2.85%	75,750	76,301

TY 2016 Investments Corporate Stock Schedule

Name: JOHN WINTHROP CHARITABLE TRUST
EIN: 13-2982306

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS	39,146	168,480
AMGEN INC	122,659	142,090
ANHEUSER BUSCH INBEV	103,887	110,360
APPLE INC	53,616	72,010
BECTON DICKINSON & CO	34,946	97,555
BERSHIRE HATHAWAY	147,770	424,070
BOEING CO	52,415	98,875
BROWN FORMAN	29,255	145,800
CANADIAN NAT'L RAILWAY	24,302	81,050
COLGATE PALMOLIVE	26,474	66,717
COSTCO WHOLESALE	153,978	159,930
CVS HEALTH		
DEERE & CO		
DIAGEO PLC	55,709	119,830
ECOLAB INC	86,808	99,563
EXXON MOBIL		
FASTENAL CO	101,149	108,825
HEINEKEN	56,843	116,940
ILLUMINA INC		
MARKEL CORP	121,984	292,758
MARTIN MARIETTA		
MASTERCARD INC.	68,262	303,625
MICROSOFT	46,392	68,930
NESTLE	90,767	218,000
NIKE	131,343	147,500
NOVARTIS	133,452	166,940
PRAXAIR INC	43,320	66,275
PRICELINE	81,811	93,526
SMUCKER		
TIFFANY & CO		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TRACTOR SUPPLY	164,661	135,525
TRANSDIGM GROUP	58,807	87,383
TWENTY FIRST CNTY FOX	182,933	167,220
UNILEVER PLC	39,506	54,120
WALT DISNEY	125,279	132,811
ALPHABET INC		136,310

TY 2016 Other Expenses Schedule**Name:** JOHN WINTHROP CHARITABLE TRUST**EIN:** 13-2982306**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	401			
ADMINISTRATIVE EXPENSE	21,436	7,074		

TY 2016 Other Liabilities Schedule**Name:** JOHN WINTHROP CHARITABLE TRUST**EIN:** 13-2982306

Description	Beginning of Year - Book Value	End of Year - Book Value
OUTSTANDING CHECKS	16,300	8,500

TY 2016 Other Professional Fees Schedule**Name:** JOHN WINTHROP CHARITABLE TRUST**EIN:** 13-2982306

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	20,494	20,494		
NYS RETURN FEE	250			

TY 2016 Taxes Schedule**Name:** JOHN WINTHROP CHARITABLE TRUST**EIN:** 13-2982306

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	4,324			
EXCISE TAX	1,256			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization JOHN WINTHROP CHARITABLE TRUST	Employer identification number 13-2982306

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization JOHN WINTHROP CHARITABLE TRUST	Employer identification number 13-2982306
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN WINTHROP	\$ 239,120	Person ☐
	9 LADSON STREET		Payroll ☐
	CHARLESTON, SC29401		Noncash ☒
			(Complete Part II for noncash contributions)
2	JOHN WINTHROP	\$ 245,000	Person ☒
	9 LADSON STREET		Payroll ☐
	CHARLESTON, SC29401		Noncash ☐
			(Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐
			(Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐
			(Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐
			(Complete Part II for noncash contributions)
.		\$	Person ☐
			Payroll ☐
			Noncash ☐
			(Complete Part II for noncash contributions)

Name of organization JOHN WINTHROP CHARITABLE TRUST	Employer identification number 13-2982306
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Part II	Noncash Property
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7,000 SHARES INTEL CORP	\$ 239 120	2016-12-02
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____

Name of organization JOHN WINTHROP CHARITABLE TRUST	Employer identification number 13-2982306
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	