

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

Name of foundation THE DEAN WITTER FOUNDATION		A Employer identification number 94-6065150	
Number and street (or P O box number if mail is not delivered to street address) 57 POST STREET NO 510		Room/suite	B Telephone number (see instructions) (415) 981-2966
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94104		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) \$ 21,036,351		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	25,118	25,118		
	4 Dividends and interest from securities	471,295	471,295		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	459,199			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		459,199		
	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	955,612	955,612		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	7,057	0		7,057
	b Accounting fees (attach schedule)	25,965	12,983		12,982
	c Other professional fees (attach schedule)	193,288	98,957		94,331
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,025	25		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	25,120	0		25,120
	22 Printing and publications				
	23 Other expenses (attach schedule)	23,782	4,178		12,908
	24 Total operating and administrative expenses. Add lines 13 through 23	286,237	116,143		152,398
	25 Contributions, gifts, grants paid	901,737			901,737
	26 Total expenses and disbursements. Add lines 24 and 25	1,187,974	116,143		1,054,135
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-232,362			
	b Net investment income (if negative, enter -0-)		839,469		
c Adjusted net income(if negative, enter -0-)					

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			
	2	Savings and temporary cash investments	502,290	480,418	480,418
	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)	8,051,188	6,344,389	9,125,437
	c	Investments—corporate bonds (attach schedule)	602,130	432,168	415,697
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,429,061	8,759,502	9,434,053
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	2,847,135	1,182,965	1,580,746	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,431,804	17,199,442	21,036,351	
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 ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	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	9,515,985	9,515,985	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	7,915,819	7,683,457	
30	Total net assets or fund balances (see instructions)	17,431,804	17,199,442		
31	Total liabilities and net assets/fund balances (see instructions) .	17,431,804	17,199,442		

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	17,431,804
2	Enter amount from Part I, line 27a	2	-232,362
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	17,199,442
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	17,199,442

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)
1 a SCHWAB			
b AT MLP FUND (K-1)	P		
c PRISMA SPECTRUM	P		
d ACORN OVERSEAS	P		
e CAPITAL GAINS DIVIDENDS	P		

(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 5,915,095		5,252,385	662,710
b		179,393	-179,393
c 515,673		500,000	15,673
d 894,931		946,943	-52,012
e 12,221			12,221

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			662,710
b			-179,393
c			15,673
d			-52,012
e			12,221

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	459,199
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	

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	1,064,066	19,641,105	0 054175
2014	1,039,408	20,846,298	0 049861
2013	987,206	19,684,567	0 050151
2012	929,633	18,489,907	0 050278
2011	885,101	17,608,313	0 050266

2 Total of line 1, column (d)	2	0 254731
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 050946
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	19,968,676
5 Multiply line 4 by line 3	5	1,017,324
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,395
7 Add lines 5 and 6	7	1,025,719
8 Enter qualifying distributions from Part XII, line 4	8	1,054,135

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	8,395
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	8,395
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	8,395
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	17,823
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	17,823
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	9,428
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 9,428 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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 ☐ \$ 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? <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) ☐ CA		
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 WWW.DEANWITTERFOUNDATION.ORG	13	Yes	
14	The books are in care of KRAMER BLUM ASSOCIATES INC Telephone no (415) 981-2966			

Located at **57 POST STREET SUITE 510 SAN FRANCISCO CA** ZIP+4 **94104**

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)? ☐ 1b			No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐ 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). ☐ Yes ☒ No 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

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)?	☐ Yes ☒ No	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
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
	<i>If "Yes" to 6b, file Form 8870</i>			
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	

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

[illegible]

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

Total number of other employees paid over \$50,000.	0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATLANTIC TRUST PRIVATE WEALTH MANAGEMENT 4675 MACARTHUR COURT STE 1140 NEWPORT BEACH, CA 92660	INVESTMENT ADVISORS	98,957
KRAMER BLUM & ASSOCIATES 57 POST ST STE 510 SAN FRANCISCO, CA 94104		

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	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	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3. **0**

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	19,443,486
b	Average of monthly cash balances.	1b	829,282
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	20,272,768
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	20,272,768
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	304,092
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	19,968,676
6	Minimum investment return. Enter 5% of line 5.	6	998,434

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	998,434
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	8,395
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,395
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	990,039
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	990,039
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	990,039

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	1,054,135
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,054,135
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	8,395
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,045,740

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				990,039
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011. 31,497				
b From 2012. 28,764				
c From 2013. 12,450				
d From 2014. 19,491				
e From 2015. 87,663				
f Total of lines 3a through e.	179,865			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,054,135				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				990,039
e Remaining amount distributed out of corpus	64,096			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	243,961			
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . .	31,497			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	212,464			
10 Analysis of line 9				
a Excess from 2012. 28,764				
b Excess from 2013. 12,450				
c Excess from 2014. 19,491				
d Excess from 2015. 87,663				
e Excess from 2016. 64,096				

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))	
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 e-mail address of the person to whom applications should be addressed KENNETH J BLUM 57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104 (415) 981-2966	
b The form in which applications should be submitted and information and materials they should include SEE EXHIBIT 1	
c Any submission deadlines NO	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors SEE EXHIBIT 1	

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				901,737
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				385,000

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			14	25,118	
4 Dividends and interest from securities. . . .			14	471,295	
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	459,199	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .		0		955,612	0
13 Total. Add line 12, columns (b), (d), and (e).			13		955,612

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- 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**

Signature of officer or trustee _____ Date 2018-05-07 Title _____

**Paid
Preparer
Use Only**

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(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
DEAN WITTER III	CHAIRMAN 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
STEPHEN NESSIER	VICE PRESIDENT & CFO 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
ROLAND E TOGNAZZINI JR	TRUSTEE 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
MALCOLM G WITTER	VICE PRESIDENT 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
WILLIAM P WITTER	TRUSTEE 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
DEANNE GILLETTE VIOLICH	PRESIDENT 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
CHERIE GILLETTE SIGWARD	TRUSTEE 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
ALLISON WITTER FREY	SECRETARY & TRUSTEE 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				
TACY WITTER MAYER	TRUSTEE 0 00	0	0	0
57 POST STREET SUITE 510 SAN FRANCISCO, CA 94104				

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>				
ALVARADO ELEMENTARY SCHOOL 625 DOUGLAS STREET SAN FRANCISCO, CA 94114		PC	BALANCED LITERACY PROGRAM	20,787
ALVARADO ELEMENTARY SCHOOL 625 DOUGLAS STREET SAN FRANCISCO, CA 94114		PC	SCIENCE ENRICHMENT PROGRAM	15,000
BIER ELEMENTARY SCHOOL 39201 SUNDALE DRIVE FREMONT, CA 94536		PC	OUTDOOR SCIENCE SCHOOL PROGRAM	15,000
CERES COMMUNITY PROJECT 7351 BODEGA AVE SEBASTOPOL, CA 95473		PC	YOUTH FOOD SYSTEMS & ENVIRONMENTAL EDUCATION PROGRAM	25,000
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE SUITE 500 ARLINGTON, VA 22202		PC	TROPICAL ECOLOGY ASSESSMENT & MONITORING NETWORK	15,000
Total 				901,737
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>				
COMMUNITY RESOURCES FOR SCIENCE 1611 SAN PABLO AVE STE 10B BERKELEY, CA 94702		PC	SCIENCE AND ENVIRONMENTAL EDUCATION RESOURCES	20,000
DEFENDERS OF WILDLIFE 980 9TH STREET SUITE 1730 SACRAMENTO, CA 95814		PC	EDUCATION MATERIALS RELATING TO WATER ISSUES IN CALIFORNIA	25,000
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY STE 460 BERKELEY, CA 94704		PC	NEW LEADERS INITIATIVE/BROWER YOUTH AWARDS	25,000
EDUCATION OUTSIDE 135 VAN NESS AVE ROOM 408 SAN FRANCISCO, CA 94102		PC	SCHOOL GARDEN PROGRAM	25,000
ECOLOGY CENTER 2530 SAN PABLO AVE BERKELEY, CA 94702		PC	YOUTH ENVIRONMENTAL ACADEMY	25,000
Total ► 3a				901,737

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>				
EXPLORING NEW HORIZONS OUTDOOR SCHOOLS PO BOX 1514 FELTON, CA 95018		PC	ENVIRONMENTAL EDUCATION FOR UNDERSERVED STUDENTS PROGRAM	20,000
ENVIRONMENTAL VOLUNTEERS 2560 EMBARCADERO ROAD PALO ALTO, CA 94303		PC	WAKE UP TO NATURE FUNDRAISER	20,000
MARIN COUNTY OFFICE OF EDUCATION PO BOX 4925 SAN RAFAEL, CA 94913		PC	MARIN COUNTY COMMUNITY SCHOOL PROGRAM	25,000
LANDPATHS PO BOX 4648 SANTA ROSA, CA 95402		PC	RAINWATER CATCHMENT INSTALLATION PROJECT	30,000
LATINO OUTDOORS 354 PINE STREET SUITE 700 SAN FRANCISCO, CA 94104		PC	FAMILIAS OUTDOORS PROJECT	15,000
Total ▶ 3a				901,737

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>				
LEARNING WITH NATURE 765 BRECONSHIRE LANE CORALVILLE, IA 52241		PC	TEACHER TRAINING PROJECT	12,000
MID-KLAMATH WATERSHED COUNCIL PO BOX 409 ORLEANS, CA 95556		PC	STEWARDSHIP INTERN PROJECT	15,000
NAPA COUNTY RESOURCE CONSERVATION DISTRICT 1303 JEFFERSON ST STE 5008 NAPA, CA 94559		PC	NAPA YOUTH STEWARDSHIP COUNCIL	15,000
NATURE STEWARDSHIP THROUGH SCIENCE EDUCATION & ART PO BOX 25523 SAN MATEO, CA 94402		PC	BAY AREA NATURE JOURNAL CLUB	20,000
NATUREBRIDGE 28 GEARY STREET SUITE 650 SAN FRANCISCO, CA 94108		PC	SCHOLARSHIPS FOR LOCAL SCHOOLS TO ATTEND ENVIRONMENTAL EDUCATION PROGRAMS	25,000
Total ▶ 3a				901,737

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>				
MENTORING URBAN STUDENTS & TEENS 4093 LETITIA AVE SOUTH SEATTLE, WA 98118		PC	MENTORSHIP PROGRAM	10,000
PENINSULA COLLEGE FUND 330 TWIN DOLPHIN DRIVE STE 131 REDWOOD CITY, CA 94065		PC	MENTORING, INTERNSHIPS, AND COLLEGE SCHOLARSHIPS	25,000
PEPPERWOOD PRESERVE 2130 PEPPERWOOD RESERVE ROAD SANTA ROSA, CA 95404		PC	CAREER PIPELINE & ALUMNI SUPPORT PROGRAM	15,000
PETALUMA SUNRISE ROTARY FOUNDATION 294 MURPHY AVE SEBASTOPOL, CA 95472		PC	NORTH BAY SCIENCE CHALLENGE & THE PRODUCTION OF A NEWSLETTER	6,450
NORTHWEST ASSOCIATION FOR BIOMEDICAL RESEARCH 2633 EASTLAKE AVE E STE 302 SEATTLE, WA 98108		PC	SCHOOL AND SCIENCE CAMP PROGRAMS	25,000
Total ▶ 3a				901,737

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>				
REACH INSTITUTE FOR SCHOOL LEADERSHIP 1221 PRESERVATION PARK WAY STE 100 OAKLAND, CA 94612		PC	RESIDENCY MODEL PROGRAM	30,000
SAN RAFAEL CITY SCHOOLS 310 NOVA ALBION WAY SAN RAFAEL, CA 94903		PC	COMMUNITY SCHOOLS INITIATIVE	25,000
RAHUS INSTITUTE 7966 MILL STATION ROAD SEBASTOPOL, CA 95472		PC	SOLAR SCHOOLHOUSE	15,000
RISING SUN ENERGY CENTER 1900 ADDISON ST SUITE 100 BERKELEY, CA 94704		PC	UPGRADING TECHNOLOGY FOR EFFICIENCY PROJECT	20,000
SONGCATCHERS 2005 PALMER AVENUE STE 252 LARCHMONT, NY 10538		PC	AFTERSCHOOL PROGRAM & SALARY OF THE EXECUTIVE DIRECTOR	15,000
Total 				901,737
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>				
SAN FRANCISCO GREEN FILM FESTIVAL 145 9TH STREET SUITE 220 SAN FRANCISCO, CA 94103		PC	SAN FRANCISCO GREEN FILM FESTIVAL DONOR CAMPAIGN	15,000
SPARK 555 DEHARO STREET STE 330 SAN FRANCISCO, CA 94107		PC	APPRENTICESHIP PROGRAM	25,000
STANFORD UNIVERSITY GRADUATE SCHOOL OF EDUCATION 505 LASUEN MALL STANFORD, CA 94305		PC	PRINCIPAL FELLOWS PROGRAM	25,000
THE HOPE HEART INSTITUTE 1380 112TH AVENE STE 200 BELLEVUE, WA 98004		PC	TEEN TAKE HEART PROGRAM	25,000
THE MARINE CORPS SCHOLARSHIP FOUNDATION 909 N WASHINGTON ST STE 400 ALEXANDRIA, VA 22314		PC	COLLEGE SCHOLARSHIPS FOR CHILDREN OF MARINES FROM NORTHERN CALIFORNIA	25,000
Total 				901,737
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>				
STEWARDS OF THE COAST & REDWOODS PO BOX 221 DUNCAN MILLS, CA 95430		PC	ENVIRONMENTAL EDUCATION, CONSERVATION, AND RESTORATION PROGRAMS	25,000
TEN STRANDS 330 IGNACIO BLVD SUITE 201 NOVATO, CA 94949		PC	LOMITA PARK ENVIRONMENTAL LEARNING INITIATIVE	25,000
UNCOMMON GROUND 211 W FOOTHILL BLVD CLAREMONT, CA 91711		PC	CONNECT TO COLLEGE PROGRAM	25,000
UNIVERSITY OF CALIFORNIA DAVIS ONE SHIELDS AVENUE DAVIS, CA 95616		PC	RAVELING ENDOWMENT	10,000
VINCENT ACADEMY 2501 CHESTNUT STREET OAKLAND, CA 94607		PC	SUMMER PROGRAM	25,000
Total ▶ 3a				901,737

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>				
WEST COUNTY DIGS 2150 ALLSTON WAY STE 460 BERKELEY, CA 94704		PC	TRAINING, CURRICULUM, AND SUPPLIES FOR SCHOOL GARDEN COORDINATORS	20,000
GANNA WALSKA LOTUSLAND 695 ASHLEY RD SANTA BARBARA, CA 93108		PC	THE FOURTH GRADE OUTREACH PROGRAM	25,000
GREEN SCHOOLS ALLIANCE 2150 ALLSTON WAY STE 460 BERKELEY, CA 94704		PC	NATURE VOICES PROJECT	12,500
MARINE MAMMAL CENTER 2000 BUNKER ROAD SAUSALITO, CA 94965		PC	OCEAN AMBASSADORS PROGRAM	25,000
Total 				901,737
3a				

TY 2016 Accounting Fees Schedule**Name:** THE DEAN WITTER FOUNDATION**EIN:** 94-6065150

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CALEGARI & MORRIS	25,965	12,983		12,982

TY 2016 Distribution from Corpus Election

Name: THE DEAN WITTER FOUNDATION

EIN: 94-6065150

Election: SEC 53.4942(A)-3(D)(2) ELECTIONORGANIZATION HEREBY ELECTS
UNDER IRC REG. SECTION 53.4942(A)-3(D)(2) TO TREAT \$293,931
OF THE QUALIFYING DISTRIBUTIONS FOR 2008 AS HAVING BEEN
DISTRIBUTED OUT OF

CORPUS. _____SIGNATURE

OF OFFICER OR
TRUSTEE _____

DATE

TY 2016 Investments Corporate Bonds Schedule

Name: THE DEAN WITTER FOUNDATION

EIN: 94-6065150

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ATLANTIC TRUST-FIXED INCOME-SEE EXHIBIT 2	432,168	415,697

TY 2016 Investments Corporate Stock Schedule

Name: THE DEAN WITTER FOUNDATION

EIN: 94-6065150

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ATLANTIC TRUST-SEE EXHIBIT 2	6,344,389	9,125,437

TY 2016 Investments - Other Schedule

Name: THE DEAN WITTER FOUNDATION

EIN: 94-6065150

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ATLANTIC TRUST-MUTUAL FUNDS-SEE EXHIBIT 2	AT COST	8,759,502	9,434,053

TY 2016 Legal Fees Schedule**Name:** THE DEAN WITTER FOUNDATION**EIN:** 94-6065150

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ALDER & COLVIN	7,057	0		7,057

TY 2016 Other Assets Schedule

Name: THE DEAN WITTER FOUNDATION

EIN: 94-6065150

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ATLANTIC TRUST - SEE EXHIBIT 2	2,847,135	1,182,965	1,580,746

TY 2016 Other Expenses Schedule**Name:** THE DEAN WITTER FOUNDATION**EIN:** 94-6065150**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	4,630	0		4,630
ATTORNEY GENERAL/FTB FEES	85	0		85
MISCELLANEOUS CHARGES	3,663	0		3,663
AT MLP FUND, LLC(K-1) INVESTMENT EXPENSE	4,178	4,178		0
AT MLP FUND, LLC(K-1) NON DEDUCTIBLE EXPENSE	82	0		0
AT MLP FUND, LLC(K-1) UBTI	6,614	0		0
WEBSITE/VIDEO DEVELOPMENT	4,530	0		4,530

TY 2016 Other Professional Fees Schedule**Name:** THE DEAN WITTER FOUNDATION**EIN:** 94-6065150

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KRAMER, BLUM & ASSOC	94,331	0		94,331
ATLANTIC TRUST	98,957	98,957		0

TY 2016 Taxes Schedule**Name:** THE DEAN WITTER FOUNDATION**EIN:** 94-6065150

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IRS EXCISE	11,000	0		0
AT MLP FUND, LLC(K-1) FOREIGN TAX PAID	25	25		0