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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation 706

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2016

Open to Public Inspection

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

Name of foundation: THE DAPHNE FOUNDATION

A Employer identification number: 95-4288541

Number and street (or P O box number if mail is not delivered to street address): 3500 W. OLIVE AVE — Room/suite: 700

B Telephone number (see instructions): (818) 973-4286

City or town, state or province, country, and ZIP or foreign postal code: BURBANK, CA 91505

6

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 04

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) ▶ $ 10,797,646.

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)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	913.	913.		
	4 Dividends and interest from securities	156,809.	184,421.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	217,636.			
	b Gross sales price for all assets on line 6a 2,582,605.				
	7 Capital gain net income (from Part IV, line 2)		217,940.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 1	1,318.	77.		
	12 **Total.** Add lines 1 through 11	376,676.	403,351.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	89,277.	22,319.		66,958.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	8,740.	2,185.		6,555.
	16a Legal fees (attach schedule) ATCH 2	461.			461.
	b Accounting fees (attach schedule) ATCH 3	33,800.	8,450.		25,350.
	c Other professional fees (attach schedule) [4]	66,570.	66,570.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [5]	28,076.	76.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	13,010.			13,010.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	20,958.			20,958.
	24 **Total operating and administrative expenses** Add lines 13 through 23	260,892.	99,600.		133,292.
	25 Contributions, gifts, grants paid	240,000.			240,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	500,892.	99,600.	0.	373,292.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-124,216.			
	b **Net investment income** (if negative, enter -0-)		303,751.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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JSA **For Paperwork Reduction Act Notice, see instructions.**
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Form **990-PF** (2016)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	50,746.	12,748.	12,748.
	2	Savings and temporary cash investments	1,815,126.	1,225,747.	1,225,747.
	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)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 7	7,982,567.	8,413,019.	9,559,151.
	14	Land, buildings, and equipment basis ▶ 1,992.			ATCH 8
		Less accumulated depreciation (attach schedule) ▶ 1,992.			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	9,848,439.	9,651,514.	10,797,646.
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	9,848,439.	9,651,514.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	9,848,439.	9,651,514.	
	31	Total liabilities and net assets/fund balances (see instructions)	9,848,439.	9,651,514.	

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	9,848,439.
2	Enter amount from Part I, line 27a	2	-124,216.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,724,223.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	72,709.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,651,514.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	217,940.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	514,538.	11,426,952.	0.045028
2014	626,351.	10,712,941.	0.058467
2013	521,488.	9,235,946.	0.056463
2012	592,386.	8,315,539.	0.071238
2011	701,359.	8,098,534.	0.086603

2	Total of line 1, column (d)	2	0.317799
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	0.063560
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	10,378,562.
5	Multiply line 4 by line 3	5	659,661.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,038.
7	Add lines 5 and 6	7	662,699.
8	Enter qualifying distributions from Part XII, line 4	8	373,292.

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	6,075.
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	6,075.
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	6,075.
6	Credits/Payments.		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 29,019.		
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	29,019.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	12.
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	22,932.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 22,932. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA, 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? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

2

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KATHLEEN M. GALLI Telephone no ▶ 818-973-4240

Located at ▶ 3500 W. OLIVE AVE., SUITE 700 BURBANK, CA ZIP+4 ▶ 91505

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No			
	If "Yes," list the years ▶				
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 ▶				
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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		X

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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? **6b** No: X

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? **7b** No: X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		89,277.	323.	0.

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

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

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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶

Part IX-A **Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	9,086,833.
b	Average of monthly cash balances	1b	1,449,778.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,536,611.
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	10,536,611.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	158,049.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,378,562.
6	**Minimum investment return.** Enter 5% of line 5	6	518,928.

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	518,928.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	6,075.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,075.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	512,853.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	512,853.
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	512,853.

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	373,292.
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	373,292.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	373,292.

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				512,853.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years: 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . 310,774.				
b From 2012 . . . 185,409.				
c From 2013 . . . 72,862.				
d From 2014 . . . 108,623.				
e From 2015 . . . 677,668.				
f Total of lines 3a through e	1,355,336.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 373,292.				
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				373,292.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	139,561.			139,561.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,215,775.			
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				
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)	171,213.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	1,044,562.			
10 Analysis of line 9				
a Excess from 2012 . . . 185,409.				
b Excess from 2013 . . . 72,862.				
c Excess from 2014 . . . 108,623.				
d Excess from 2015 . . . 677,668.				
e Excess from 2016 . . . 1,044,562.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

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

ABIGAIL E. DISNEY

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 11				
Total ▶ 3a				240,000.
b *Approved for future payment*				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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	913.	
4 Dividends and interest from securities			14	156,809.	
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	217,636.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 12				1,318.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				376,676.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 376,676.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Signature of officer or trustee: [signature] Date: 5/15/2018 Title: CO-PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHELLE G MICHALOWSKI	M. Michalowski	05/11/2018		P00755304
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 13TH STREET NW, SUITE 1000 WASHINGTON, DC 20005-3333			Phone no 202-414-1000	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY TRADED SECURITIES				P	VAR	VAR
2,528,358.		2,364,665.					163,693.	
		CS 2934 CAPITAL GAIN DISTRIBUTION				P	VAR	VAR
53,943.							53,943.	
		TCW CAPITAL GAIN DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	VAR
304.							304.	
TOTAL GAIN(LOSS)							217,940.	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER INCOME	77.	77.	
PAYROLL TAX REFUND	1,241.		
TOTALS	1,318.	77.	

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	461.			461.
TOTALS	461.			461.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION/ACCOUNTING FEE	15,800.	3,950.		11,850.
AUDIT FEE	18,000.	4,500.		13,500.
TOTALS	33,800.	8,450.		25,350.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MANAGEMENT FEES (CS 2934)	22,803.	22,803.		
MANAGEMENT FEES (CS 5231)	2,737.	2,737.		
MANAGEMENT FEES (CS 7979)	1,012.	1,012.		
MANAGEMENT FEES (CS 9144)	11,140.	11,140.		
MANAGEMENT FEES (CS 0178)	1,044.	1,044.		
MANGAEMENT FEES (CS 3875)	8,758.	8,758.		
SERVICE FEES (CS 2934)	150.	150.		
SERVICE FEES (CS 5231)	218.	218.		
SERVICE FEES (CS 9144)	895.	895.		
SERVICE FEES (CS 0178)	79.	79.		
SERVICE FEES (CS 3875)	814.	814.		
OTHER FEES (CS 5231)	6.	6.		
MANAGEMENT FEES (WINTON FUTUR)	9,414.	9,414.		
MANAGEMENT FEES (TCW DIRECT)	7,500.	7,500.		
TOTALS	66,570.	66,570.		

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL ESTIMATED TAX PAYMENT	28,000.			
FOREIGN TAXES PAID (CS 3875)	76.	76.		
TOTALS	28,076.	76.		

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PAYROLL EXPENSE	3,343.			3,343.
FILING FEES	184.			184.
COMPUTER SERVICES	2,869.			2,869.
PROGRAM EXPENSES	387.			387.
DUES & SUBSCRIPTIONS	7,190.			7,190.
INSURANCE	1,033.			1,033.
PROFESSIONAL DEVELOPMENT	1,627.			1,627.
OFFICE SUPPLIES	1,325.			1,325.
GRANTS TECH ASSISTANCE	3,000.			3,000.
TOTALS	20,958.			20,958.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CS 2934 SEE ATTACHED STMT 7A	3,564,876.	4,104,508.
CS 7979 SEE ATTACHED STMT 7A	983,017.	973,095.
CS 9144 SEE ATTACHED STMT 7A	1,412,102.	1,589,646.
CS 0178 SEE ATTACHED STMT 7A	117,894.	144,533.
CS 3875 SEE ATTACHED STMT 7A	1,068,021.	1,504,144.
WINTON MANAGED FUTURES	1,000,000.	950,098.
SECURITY DEPOSIT	851.	851.
TCW DIRECT LENDING LLC	266,258.	292,276.
TOTALS	8,413,019.	9,559,151.

Investment Detail - Fixed Income

Mortgage Pools	Par	Market Price	Market Value *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
FNMA PL 629169 6.5%32 DUE 08/01/32 CUSIP: 31389L6E4 FACTOR= .047278090 REMAIN PRIN=$992.84	21,000.0000	112.7664	1,119.59 *1,081.25* [t]	N/A	38.34	N/A N/A
Total Mortgage Pools	21,000.0000	*Total Cost Basis:*	1,119.59 *1,081.25*	N/A	38.34	N/A

Total Fixed Income	21,000.0000	*Total Cost Basis:*	1,119.59 ① *1,081.25*	N/A	38.34	N/A

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
WALT DISNEY CO SYMBOL: DIS	65.0000	106.2500	6,906.25 *3,214.90*	3,691.35	1.46%	101.40
Total Equities	65.0000	*Total Cost Basis:*	6,906.25 ① *3,214.90*	3,691.35		101.40

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Investment Detail - Exchange Traded Funds

Exchange Traded Funds	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ISHARES CORE US AGGREGATE BOND ETF SYMBOL: AGG	6,531.0000	109.5100	715,209.81 *656,110.65*[1]	59,099.16	2.52%	18,037.39
Total Exchange Traded Funds	6,531.0000		715,209.81	59,099.16		18,037.39
		Total Cost Basis:	*656,110.65*			

1

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Mutual Funds

Equity Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
COHO RELATIVE VALUE ◊ EQTY FD ADV SYMBOL: COHOX	80,919 3420	13.4800	1,090,792.73	12 29	994,244.01	96,548.72

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

ATTACHMENT 7A

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
FIRST EAGLE GLOBAL FUND ◊ CL I SYMBOL: SGIIX	4,495.2490	58.4000	262,522.54	53 32	239,688.67	22,833.87
FPA CRESCENT FUND INST ◊ CL SHARES SYMBOL: FPACX	27,847.2520	34 3300	955,996.16	33.73	939,411 82	16,584.34
OAKMARK INTL FD INV ◊ SYMBOL: OAKIX	10,770.4360	26.3700	284,016 40	N/A	please provide	N/A
WALDEN SMID CAP FD ◊ SYMBOL: WASMX	27,292.9770	15.6400	426,862.16	15.44	421,403.56	5,458.60
WCM FOCUSED INTL GROWTH ◊ FD INST SYMBOL: WCMIX	25,040.3510	14.4200	361,081.86	12.37	309,721.62	51,360.24
Total Equity Funds	176,365.6070		3,381,271.85 ①		2,904,469.68	192,785.77
Total Mutual Funds	176,365.6070		3,381,271.85		2,904,469.68	192,785.77

Σ ① $4,104,567.50 - Ending FMV

Total Investment Detail	5,202,865.31
Total Account Value	5,202,865.31
Total Cost Basis	*3,564,876.48*

Investment Detail - Fixed Income

U.S. Treasuries	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
US TREASURY BILL17	10,000.0000	99.9786	9,997.86	10,006.24	(8.38) [b]	N/A
U S T BILL DUE 07/13/17			*10,006.24*			0.00%
CUSIP. 912796LK3						***Accrued Interest: 0.00***
US TREASUR NT 0.75%10/17	30,000.0000	99.8750	29,962.50	29,924.77	37.73 [b]	225.00
UST NOTE DUE 10/31/17			*29,924.77*			0.87%
CUSIP: 912828TW0						***Accrued Interest: 37.91***
US TREASU NT 0.625%06/18	25,000.0000	99.3750	24,843.75	25,000.18	(156.43) [b]	156.25
UST NOTE DUE 06/30/18			*25,000.35*			0.62%
CUSIP: 912828R93						***Accrued Interest: 0.42***
US TREASUR NT 0.75%10/18	25,000.0000	99.2343	24,808.59	24,892.93	(84.34) [b]	187.50
UST NOTE DUE 10/31/18			*24,892.93*			0.97%
CUSIP: 912828T83						***Accrued Interest: 31.59***
US TREASU NT 1.125%02/19	25,000.0000	99.6250	24,906.25	24,928.09	(21.84) [b]	281.25
UST NOTE DUE 02/28/19			*24,928.09*			1.27%
CUSIP: 912828W30						***Accrued Interest: 94.00***
Total U.S. Treasuries	115,000.0000		114,518.95 ②	114,752.21	(233.26) [b]	850.00
		Total Cost Basis:	***114,752.38***			

Total Accrued Interest for U.S. Treasuries: 163.92

ATTACHMENT 7A

Investment Detail - Fixed Income (continued)

Agency Securities	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FREDDIE MAC 1%17	20,000.0000	99.9856	19,997.12	20,032.30	(35.18) b	200.00
DUE 09/27/17			*20,075.00*			0.67%
CUSIP· 3134G3M31						
MOODY'S: Aaa S&P: AA+						*Accrued Interest: 52.22*
Total Agency Securities	20,000.0000		19,997.12	20,032.30	(35.18) b	200.00
		Total Cost Basis:	*20,075.00*			

Total Accrued Interest for Agency Securities: 52.22

Corporate Bonds	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
EBAY INC 1.35%17	30,000.0000	100.0000	30,000.00	29,862.60	137.40 b	405.00
DUE 07/15/17			*29,862.60*			1.63%
CUSIP 278642AG8						
MOODY'S: Baa1 S&P: BBB+						*Accrued Interest: 186.75*
INTERNATL LEASE 8.875%17	15,000.0000	101.0000	15,150.00	15,432.46	(282.46) b	1,331.25
DUE 09/01/17			*16,215.00*			3.02%
CUSIP. 459745GE9						
MOODY'S: Baa3 S&P: BBB-						*Accrued Interest: 443.75*

2

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
ENTERPRISE PRODUC 6.3%17	30,000.0000	100.8798	30,263.94	30,640.59	(376.65) [b]	1,890.00
DUE 09/15/17			*32,265.30*			1.98%
CUSIP: 29379VAA1						
MOODY'S: Baa1 S&P: BBB+						*Accrued Interest: 556.50*
AMERICAN EXPRESS VAR 17	20,000.0000	100.0275	20,005.50	20,011.19	(5.69) [b]	317.44
DUE 09/22/17			*20,031.40*			1.10%
CUSIP: 0258M0DS5						
MOODY'S: A2 S&P: A-						*Accrued Interest: 7.94*
PEPSICO INCORPORATE 1%17	25,000.0000	99.8895	24,972.38	24,962.25	10.13 [b]	250.00
DUE 10/13/17			*24,962.25*			1.07%
CUSIP: 713448DB1						
MOODY'S: A1 S&P: A+						*Accrued Interest: 54.17*
AFRICAN DEV BK 0.75%17F	30,000.0000	99.7474	29,924.22	29,973.60	(49.38) [b]	225.00
DUE 11/03/17			*29,973.60*			0.80%
CUSIP: 00828EBH1						
MOODY'S: Aaa S&P: AAA						*Accrued Interest: 36.25*
SHELL INTL FIN 1.25%17F	25,000.0000	99.9030	24,975.75	24,972.75	3.00 [b]	312.50
DUE 11/10/17			*24,972.75*			1.30%
CUSIP: 822582BK7						
MOODY'S: Aa2 S&P: A						*Accrued Interest: 44.27*

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
AMAZON COM INC 1.2%17	30,000.0000	99.9418	29,982.54	29,957.10	25.44 b	360.00
DUE 11/29/17			*29,957.10*			1.27%
CUSIP: 023135AH9						
MOODY'S. Baa1 S&P: AA-						*Accrued Interest: 32.00*
ECOLAB INC 1.45%17	25,000.0000	99.9906	24,997.65	24,999.00	(1.35) b	362.50
DUE 12/08/17			*24,999.00*			1.45%
CUSIP· 278865AP5						
MOODY'S: Baa1 S&P: A-						*Accrued Interest: 23.16*
CARNIVAL CORP 1.875%17F	30,000.0000	100.1584	30,047.52	30,106.10	(58.58) b	562.50
DUE 12/15/17			*30,291.30*			1.16%
CUSIP: 143658AY8						
MOODY'S: A3 S&P: A-						*Accrued Interest: 25.00*
TRANSCANADA PI 1.875%18F	20,000.0000	100.1243	20,024.86	20,045.00	(20.14) b	375.00
DUE 01/12/18			*20,045.00*			1.45%
CUSIP 89352HAN9						
MOODY'S: A3 S&P: A-						*Accrued Interest: 176.04*
VENTAS RLTY LTD PAR 2%18	25,000.0000	100.1374	25,034.35	25,008.26	26.09 b	500.00
DUE 02/15/18			*25,015.00*			1.96%
CALLABLE 01/15/18 AT 100.00000						
CUSIP: 92276MBA2						
MOODY'S: Baa1 S&P: BBB+						*Accrued Interest: 188.89*

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
JPMORGAN CHASE & 1.7%18	25,000.0000	100.0092	25,002.30	25,007.56	(5.26) [b]	425.00
DUE 03/01/18			*25,014.50*			1.66%
CALLABLE 02/01/18 AT 100 00000						
CUSIP: 46623EKD0						
MOODY'S: A3 S&P: A-						***Accrued Interest: 141.67***
WELLTOWER INC 2.25%18	25,000.0000	100.2730	25,068.25	25,131.50	(63.25) [b]	562.50
DUE 03/15/18			*25,151.50*			1.71%
CUSIP: 42217KAZ9						
MOODY'S: Baa1 S&P: BBB+						***Accrued Interest: 165.63***
GENERAL ELECTRI 1.625%18	25,000.0000	100.1041	25,026.03	25,078.13	(52.10) [b]	406.25
DUE 04/02/18			*25,101.00*			1.30%
CUSIP: 36962G6W9						
MOODY'S: A1 S&P: AA-						***Accrued Interest: 100.43***
DOLLAR GENERAL 1.875%18	25,000.0000	100.0751	25,018.78	25,098.75	(79.97) [b]	468.75
DUE 04/15/18			*25,195.25*			1.47%
CUSIP. 256677AB1						
MOODY'S: Baa2 S&P: BBB						***Accrued Interest: 98.96***

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ATTACHMENT 7A

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
MASCO CORP 6.625%18	20,000.0000	103.6571	20,731.42	21,020.96	(289.54) [b]	1,325.00
DUE 04/15/18			*21,665 00*			1.46%
CUSIP: 574599AR7						
MOODY'S. Ba1 S&P. BBB						***Accrued Interest: 279.72***
REGIONS FINANCIAL C 2%18	25,000.0000	100.2158	25,053.95	25,021.40	32.55 [b]	500.00
DUE 05/15/18			*25,042.50*			1 91%
CALLABLE 04/15/18 AT 100.00000						
CUSIP: 7591EPAJ9						
MOODY'S: Baa2 S&P: BBB						***Accrued Interest: 63.89***
CHEVRON CORPORATI VAR 18	25,000.0000	100.4018	25,100.45	25,007.37	93.08 [b]	419.89
DUE 05/16/18			*25,015.00*			0.00%
CUSIP. 166764BE9						
MOODY'S: Aa2 S&P: AA-						***Accrued Interest: 53.65***
PHILIP MORRIS IN 5.65%18	25,000.0000	103.5919	25,897.98	26,145.31	(247.33) [b]	1,412.50
DUE 05/16/18			*27,288.25*			1.03%
CUSIP: 718172AA7						
MOODY'S: A2 S&P: A						***Accrued Interest: 176.56***
CARDINAL HEALTH 1.95%18	25,000.0000	100.2642	25,066.05	25,106.92	(40.87) [b]	487.50
DUE 06/15/18			*25,218.50*			1.51%
CUSIP: 14149YBC1						
MOODY'S: Baa2 S&P: A-						***Accrued Interest: 21.67***

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Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
VULCAN MATERIALS CO 7%18	20,000.0000	104.5000	20,900.00	21,012.39	(112.39) [b]	1,400.00
CALLED RATE TBD EFF: 07/12/2017 CUSIP· 929160AK5 MOODY'S: Baa3 S&P: BBB			*22,177.40*			1.86%
						Accrued Interest: 62.22
BEST BUY INC 5%18	25,000.0000	103.1250	25,781.25	26,132.49	(351.24) [b]	1,250.00
DUE 08/01/18 CUSIP. 086516AM3 MOODY'S: Baa1 S&P: BBB-			*26,515.00*			1.92%
						Accrued Interest: 520.83
LOCKHEED MARTIN 1.85%18	25,000.0000	100.1682	25,042.05	25,226.17	(184.12) [b]	462.50
DUE 11/23/18 CUSIP: 539830BJ7 MOODY'S: Baa1 S&P: BBB+			*25,382.75*			1.23%
						Accrued Interest: 48.82
SYNCHRONY FINANCI 2.6%19	30,000.0000	100.5146	30,154.38	30,209.02	(54.64) [b]	780.00
DUE 01/15/19 CALLABLE 12/15/18 AT 100.00000 CUSIP: 87165BAJ2 MOODY'S: NR S&P· BBB-			*30,264.60*			2.24%
						Accrued Interest: 359.67

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
NEXTERA ENERGY CA 2.3%19	25,000.0000	100.4661	25,116.53	24,989.75	126.78 b	575.00
DUE 04/01/19			*24,989.75*			2.31%
CUSIP: 65339KAR1						
MOODY'S: Baa1 S&P: BBB+						***Accrued Interest: 143.75***
ROYAL BANK CAN 1.625%19F	25,000.0000	99.6155	24,903.88	25,000.84	(96.96) b	406.25
DUE 04/15/19			*25,001.25*			1.62%
CUSIP: 78012KNL7						
MOODY'S: A1 S&P: AA-						***Accrued Interest: 85.76***
GEN MOTORS FINL C 2.4%19	25,000.0000	100.2216	25,055.40	25,022.46	32.94 b	600.00
DUE 05/09/19			*25,033.25*			2.35%
CUSIP: 37045XBJ4						
MOODY'S: Baa3 S&P: BBB						***Accrued Interest: 86.67***
GOVT OF ONTARIO 1.25%19F	25,000.0000	98.7147	24,678.68	24,948.75	(270.07) b	312.50
DUE 06/17/19			*24,948.75*			1.31%
CUSIP: 68323ADY7						
MOODY'S: Aa2 S&P: A+						***Accrued Interest: 12.15***
CITIGROUP INC 2.5%19	30,000.0000	100.7938	30,238.14	30,576.74	(338.60) b	750.00
DUE 07/29/19			*30,687.90*			1.71%
CUSIP: 172967HU8						
MOODY'S: Baa1 S&P: BBB+						***Accrued Interest: 316.67***

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
TORONTO DOMINIO 1.45%19F	30,000.0000	99.0646	29,719.38	30,009.93	(290.55) b	435.00
DUE 08/13/19			*30,012 30*			1.43%
CUSIP: 89114QBJ6						
MOODY'S: Aa2 S&P: AA-						*Accrued Interest: 166.75*
HONEYWELL INTL IN 1.4%19	30,000.0000	99.2629	29,778.87	29,991.30	(212.43) b	420.00
DUE 10/30/19			*29,991.30*			1.40%
CUSIP· 438516BJ4						
MOODY'S· A2 S&P: A						*Accrued Interest: 71.17*
UNITED TECHNOLOGI 1.5%19	20,000.0000	99.3305	19,866.10	19,903.60	(37.50) b	300.00
DUE 11/01/19			*19,903.60*			1 69%
CUSIP: 913017CF4						
MOODY'S A3 S&P: A-						*Accrued Interest: 50.00*
Total Corporate Bonds	835,000.0000		838,578.58 ②	841,612.24	(3,033.66) b	20,589.83
		Total Cost Basis:	*848,189.65*			
						Total Accrued Interest for Corporate Bonds: 4,801.36
Total Fixed Income	970,000.0000		973,094.65	976,396.75	(3,302.10) b	21,639.83
		Total Cost Basis:	*983,017.03*			

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment.
Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Σ ② $973,094.65 = Ending FMV

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ATTACHMENT 7A

Investment Detail - Total

Total Investment Detail	1,014,821.13
Total Account Value	1,014,821.13
Total Cost Basis	*983,017.03*

Realized Gain or (Loss)

Long Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis Adjusted	Realized Gain or (Loss) Adjusted
EXPRESS SCRIPTS 1.25XXX**MATURED**: 30219GAJ7	20,000.0000	03/17/16	06/02/17	20,000.00	19,960.00	40.00
					19,960.00	*40.00* b
Total Long Term				**20,000.00**	**19,960.00**	**40.00**
					19,960.00	***40.00*** b
Total Realized Gain or (Loss)				**20,000.00**	**19,960.00**	**40.00**
					19,960.00	***40.00*** b

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers. Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options

Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Deposit Accounts Interest	0.00	0.51	0.00	2.87
Cash Dividends	0.00	3,488 67	0.00	17,511.35
Total Income	**0.00**	**3,489.18**	**0.00**	**17,514.22**

Investment Detail - Cash and Deposit Accounts

Cash	Market Value
Cash	248.04
Total Cash	**248.04**

Deposit Accounts	Market Value
Deposit Accounts X,Z	13,677.32
Total Deposit Accounts	**13,677.32**
Total Cash and Deposit Accounts	**13,925.36**

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
A T & T INC SYMBOL: T	489.0000	37.7300	18,449.97 *16,849.67*	1,600.30	5.19%	958.44

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ABBVIE INC	460.0000	72.5100	33,354.60	1,812.98	3.53%	1,177.60
SYMBOL: ABBV			*31,541.62*			
ALASKA AIR GROUP INC	420.0000	89.7600	37,699.20	6,804.71	1.33%	504.00
SYMBOL· ALK			*30,894.49*			
AMGEN INCORPORATED	196.0000	172.2300	33,757.08	1,876.57	2.67%	901.60
SYMBOL· AMGN			*31,880.51*			
ANTERO RESOURCES COR	1,300.0000	21.6100	28,093.00	(4,282.46)	N/A	N/A
SYMBOL· AR			*32,375.46*			
APPLE INC	250.0000	144.0200	36,005.00	3,623.88	1.74%	630.00
SYMBOL: AAPL			*32,381.12*			
AVERY DENNISON CORP	296.0000	88.3700	26,157.52	7,961.81	2.03%	532.80
SYMBOL. AVY			*18,195.71*			
BANK OF AMERICA CORP	1,240.0000	24.2600	30,082.40	2,044.88	1.23%	372.00
SYMBOL: BAC			*28,037.52*			
BAXTER INTERNATIONAL	400.0000	60.5400	24,216.00	551.76	0.85%	208.00
SYMBOL· BAX			*23,664.24*			
						Accrued Dividend: 64.00
BERRY GLOBAL GROUP	420.0000	57.0100	23,944.20	2,509.29	N/A	N/A
SYMBOL: BERY			*21,434.91*			
BROADCOM LTD F	152.0000	233.0500	35,423.60	12,782.83	1.75%	620.16
SYMBOL: AVGO			*22,640 77*			

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
BROADRIDGE FINL SOLU SYMBOL: BR	400.0000	75.5600	30,224.00 *26,947.96*	3,276.04	1.74%	528.00
						Accrued Dividend: 132.00
CDW CORP SYMBOL: CDW	550.0000	62.5300	34,391.50 *18,582.30*	15,809.20	1.02%	352.00
CHUBB LTD F SYMBOL: CB	190.0000	145.3800	27,622.20 *23,939.34*	3,682.86	1.89%	524.40
CINEMARK HOLDINGS SYMBOL: CNK	770.0000	38.8500	29,914.50 *30,634.52*	(720.02)	2.98%	893.20
CITIZENS FINL GROUP SYMBOL: CFG	780.0000	35.6800	27,830.40 *27,747.95*	82.45	1.56%	436.80
COHERENT INC SYMBOL. COHR	124.0000	224.9900	27,898.76 *30,673.20*	(2,774.44)	N/A	N/A
COMERICA INCORPORATE SYMBOL: CMA	400.0000	73.2400	29,296.00 *27,629.68*	1,666.32	1.25%	368.00
						Accrued Dividend: 104.00
D R HORTON CO SYMBOL DHI	920.0000	34.5700	31,804.40 *27,073.01*	4,731.39	1.15%	368.00
DE LUXE CORP SYMBOL: DLX	500.0000	69.2200	34,610.00 *30,498.50*	4,111.50	1.73%	600.00
DR PEPPER SNAPPLE GP SYMBOL: DPS	310.0000	91.1100	28,244.10 *25,072.55*	3,171.55	2.54%	719.20
						Accrued Dividend: 179.80

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charles SCHWAB

Schwab One® Account of
THE DAPHNE FOUNDATION INC.
DANA INVESTMENT ADVISORS

Account Number 9144

Statement Period June 1-30, 2017

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
EMCOR GROUP INC SYMBOL: EME	480.0000	65.3800	31,382.40 *28,603.10*	2,779.30	0.48%	153.60
EXELON CORPORATION SYMBOL: EXC	670.0000	36.0700	24,166.90 *23,764.30*	402.60	3.63%	877.70
FACEBOOK INC CLASS A SYMBOL: FB	196.0000	150.9800	29,592.08 *25,321.82*	4,270.26	N/A	N/A
GENERAL MILLS INC SYMBOL: GIS	430.0000	55.4000	23,822.00 *24,561.17*	(739.17)	3.46%	825.60
HALLIBURTON CO HLDG SYMBOL: HAL	540.0000	42.7100	23,063.40 *29,177.33*	(6,113.93)	1.68%	388.80
HASBRO INC SYMBOL. HAS	330.0000	111.5100	36,798.30 *27,468.84*	9,329.46	2.04%	752.40
INGREDION INC SYMBOL INGR	246.0000	119.2100	29,325.66 *29,085.70*	239.96	1.67%	492.00
INTERPUBLIC GRP COS SYMBOL: IPG	1,330.0000	24.6000	32,718.00 *29,549.39*	3,168.61	2.92%	957.60
J M SMUCKER CO SYMBOL. SJM	230.0000	118.3300	27,215.90 *31,060.87*	(3,844.97)	2.53%	690.00
JOHNSON & JOHNSON SYMBOL· JNJ	252.0000	132.2900	33,337.08 *28,652.13*	4,684.95	2.53%	846.72

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
JPMORGAN CHASE & CO SYMBOL: JPM	320.0000	91.4000	29,248.00 *21,866 30*	7,381.70	2.18%	640.00
JUNIPER NETWORKS INC SYMBOL: JNPR	1,000.0000	27.8800	27,880.00 *28,787.00*	(907.00)	1.43%	400.00
KIMBERLY-CLARK CORP SYMBOL: KMB	240.0000	129.1100	30,986.40 *27,587.93*	3,398.47	3.00%	931.20 *Accrued Dividend: 232.80*
LAM RESEARCH CORP SYMBOL: LRCX	274.0000	141.4300	38,751.82 *20,502.72*	18,249.10	1.27%	493.20
LOWES COMPANIES INC SYMBOL: LOW	408.0000	77.5300	31,632.24 *27,070.39*	4,561.85	1.80%	571.20
MICROSOFT CORP SYMBOL: MSFT	550.0000	68.9300	37,911.50 *25,803.25*	12,108.25	2.26%	858.00
MORGAN STANLEY SYMBOL MS	650.0000	44.5600	28,964.00 *28,008.44*	955.56	1.79%	520.00
NEWELL BRANDS INC SYMBOL: NWL	580.0000	53.6200	31,099.60 *27,675.63*	3,423.97	1.71%	533.60
ONEOK INC SYMBOL. OKE	340.0000	52.1600	17,734.40 *18,326.14*	(591.74)	4.71%	836.40
OWENS CORNING INC SYMBOL: OC	520.0000	66.9200	34,798.40 *27,679.81*	7,118.59	1.19%	416.00

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
P G & E CORP SYMBOL: PCG	380.0000	66.3700	25,220.60 *19,192.36*	6,028.24	2.95%	744.80
PRUDENTIAL FINANCIAL SYMBOL: PRU	258.0000	108.1400	27,900.12 *26,930.79*	969.33	2.77%	774.00
QUEST DIAGNOSTIC INC SYMBOL: DGX	330.0000	111.1600	36,682.80 *23,851.74*	12,831.06	1.61%	594.00
SEAGATE TECHNOLOGY F SYMBOL: STX	630.0000	38.7500	24,412.50 *30,982.20*	(6,569.70)	6.50%	1,587.60
STANLEY BLACK & DECK SYMBOL: SWK	174.0000	140.7300	24,487.02 *21,303.66*	3,183.36	1.64%	403.68
STRYKER CORP SYMBOL: SYK	230.0000	138.7800	31,919.40 *25,430.64*	6,488.76	1.22%	391.00
T-MOBILE US INC SYMBOL: TMUS	268.0000	60.6200	16,246.16 *17,540.65*	(1,294.49)	N/A	N/A
UNITEDHEALTH GRP INC SYMBOL: UNH	204.0000	185.4200	37,825.68 *26,349.01*	11,476.67	1.61%	612.00
VALERO ENERGY CORP SYMBOL. VLO	440.0000	67.4600	29,682.40 *27,712.79*	1,969.61	4.15%	1,232.00

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / Cost Basis	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
VMWARE INC	340.0000	87.4300	29,726.20	(681.84)	N/A	N/A
CLASS A			*30,408.04*			
SYMBOL: VMW						
Total Equities	23,407.0000		1,513,549.39 ③	174,600.22		29,217.30
		Total Cost Basis:	*1,338,949.17*			

Total Accrued Dividend for Equities: 712.60

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value / Cost Basis	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
AMERICAN TOWER CORP	206.0000	132.3200	27,257.92	3,540.62	1.87%	510.88
REIT			*23,717.30*			
SYMBOL: AMT					*Accrued Dividend:*	*131.84*
CYRUSONE LLC	370.0000	55.7500	20,627.50	(554.78)	3.01%	621.60
REIT			*21,182.28*			
SYMBOL: CONE						

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Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
STARWOOD PPTY TRUST REIT SYMBOL: STWD	1,260.0000	22.3900	28,211.40 *28,253.74*	(42.34)	8.57%	2,419.20
Total Other Assets	**1,836.0000**		**76,096.82** ③	**2,943.50**		**3,551.68**
		Total Cost Basis:	***73,153.32***			

Total Accrued Dividend for Other Assets: 131.84

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Σ ③ $1,589,646.21 = Ending FMV

Total Investment Detail	**1,603,571.57**
Total Account Value	**1,603,571.57**
Total Cost Basis	***1,412,102.49***

Transaction Detail - Dividends & Interest (including Money Market Fund dividends reinvested)

Transaction Date	Process Date	Activity	Description	Credit/(Debit)
06/01/17	06/01/17	Qualified Dividend	J M SMUCKER CO: SJM	159.00
06/05/17	06/05/17	Qualified Dividend	DE LUXE CORP: DLX	150.00
06/06/17	06/06/17	Qualified Dividend	HANESBRANDS INC: HBI	41.40
06/07/17	06/07/17	Qualified Dividend	VALERO ENERGY CORP: VLO	308.00
06/08/17	06/08/17	Qualified Dividend	ALASKA AIR GROUP INC: ALK	126.00

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Schwab One® Account of
THE DAPHNE FOUNDATION INC.
MGR: NEUBERGER BERMAN, LLC

Account Number
0178

Statement Period
June 1-30, 2017

Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Deposit Accounts Interest	0.00	0.54	0.00	2.41
Cash Dividends	0.00	77.80	0.00	444.25
Total Income	**0.00**	**78.34**	**0.00**	**446.66**

Investment Detail - Cash and Deposit Accounts

Cash	Market Value
Cash	1.60
Total Cash	**1.60**

Deposit Accounts	Market Value
Deposit Accounts X,Z	10,232.19
Total Deposit Accounts	**10,232.19**
Total Cash and Deposit Accounts	**10,233.79**

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ACADIA HEALTHCARE CO SYMBOL: ACHC	28.0000	49.3800	1,382.64 *1,090.30*	292.34	N/A	N/A

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ACCURAY INC SYMBOL ARAY	298.0000	4.7500	1,415.50 *1,784 50*	(369.00)	N/A	N/A
ACTUANT CORP CLASS A SYMBOL: ATU	38.0000	24.6000	934.80 *971.81*	(37.01)	0.16%	1.52
ACXIOM CORP SYMBOL: ACXM	100.0000	25.9800	2,598.00 *1,853.39*	744.61	N/A	N/A
AEROVIRONMENT INC SYMBOL: AVAV	58.0000	38.2000	2,215.60 *1,473.25*	742.35	N/A	N/A
ALLSCRIPTS HEALTHCAR SYMBOL: MDRX	228.0000	12.7600	2,909.28 *2,404.01*	505.27	N/A	N/A
ANALOGIC CORP SYMBOL: ALOG	16.0000	72.6500	1,162.40 *1,269.94*	(107.54)	0.55%	6.40
ARRIS INTL LTD F SYMBOL: ARRS	120.0000	28.0200	3,362.40 *1,885.76*	1,476.64	N/A	N/A
ATLANTIC POWER CORP SYMBOL AT	311.0000	2.4000	746.40 *756.52*	(10.12)	N/A	N/A
ATRICURE INC SYMBOL: ATRC	52.0000	24.2500	1,261.00 *970.11*	290.89	N/A	N/A
AVERY DENNISON CORP SYMBOL: AVY	35.0000	88.3700	3,092.95 *1,234 75*	1,858.20	2.03%	63.00

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
AVIS BUDGET GROUP SYMBOL: CAR	111.0000	27.2700	3,026.97 *3,579.13*	(552.16)	N/A	N/A
BANKUNITED INC SYMBOL: BKU	48.0000	33.7100	1,618.08 *1,198.90*	419.18	2.49%	40.32
CEVA INC SYMBOL: CEVA	29.0000	45.4500	1,318.05 *459.10*	858.95	N/A	N/A
CHARLES RIVER LABS SYMBOL: CRL	45.0000	101.1500	4,551.75 *1,626.65*	2,925.10	N/A	N/A
CIENA CORP SYMBOL: CIEN	95.0000	25.0200	2,376.90 *1,642.86*	734.04	N/A	N/A
CLEAN HARBORS INC SYMBOL: CLH	37.0000	55.8300	2,065.71 *1,998.54*	67.17	N/A	N/A
CLIFFS NATURAL RES SYMBOL: CLF	241.0000	6.9200	1,667.72 *1,846.05*	(178.33)	N/A	N/A
COMERICA INCORPORATE SYMBOL: CMA	25.0000	73.2400	1,831.00 *728.86*	1,102.14	1.25%	23.00 *Accrued Dividend: 6.50*
CORELOGIC INC SYMBOL: CLGX	80.0000	43.3800	3,470.40 *2,212.40*	1,258.00	N/A	N/A
COVANTA HOLDING CORP SYMBOL: CVA	108.0000	13.2000	1,425.60 *1,624.14*	(198.54)	7.57%	108.00 *Accrued Dividend: 27.00*

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
COVISINT CORP SYMBOL: COVS	193.0000	2.4500	472.85 *884.70*	(411.85)	N/A	N/A
CROCS INC SYMBOL: CROX	93.0000	7.7100	717.03 *1,013.77*	(296.74)	N/A	N/A
CROWN HOLDINGS INC SYMBOL: CCK	55.0000	59.6600	3,281.30 *2,148.07*	1,133.23	N/A	N/A
CYPRESS SEMICONDUCTR SYMBOL CY	120.0000	13.6500	1,638.00 *519.09*	1,118.91	3.22%	52.80 *Accrued Dividend: 13.20*
D S T SYSTEMS INC SYMBOL: DST	32.0000	61.7000	1,974.40 *958.00*	1,016.40	1.16%	23.04
DANAOS CORPORATION F SYMBOL: DAC	106.0000	1.7000	180.20 *536.00*	(355.80)	N/A	N/A
DECKERS OUTDOOR CORP SYMBOL DECK	35.0000	68.2600	2,389.10 *2,020.14*	368.96	N/A	N/A
DYNEGY INC. SYMBOL. DYN	135.0000	8.2700	1,116.45 *2,479.59*	(1,363.14)	N/A	N/A
EXPRESS INC SYMBOL EXPR	159.0000	6.7500	1,073.25 *1,697.84*	(624.59)	N/A	N/A
FIREEYE INC SYMBOL. FEYE	160.0000	15.2100	2,433.60 *1,983.62*	449.98	N/A	N/A

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
FLUIDIGM CORPORATION SYMBOL: FLDM	126.0000	4.0400	509.04 *1,042.46*	(533.42)	N/A	N/A
FORMFACTOR INC SYMBOL. FORM	87.0000	12.4000	1,078.80 *511 32*	567.48	N/A	N/A
HAEMONETICS CORP SYMBOL: HAE	28.0000	39.4900	1,105.72 *913.37*	192.35	N/A	N/A
HAIN CELESTIAL GROUP SYMBOL: HAIN	12.0000	38.8200	465.84 *402.39*	63.45	N/A	N/A
HARSCO CORPORATION SYMBOL: HSC	105.0000	16.1000	1,690.50 *1,870.94*	(180.44)	N/A	N/A
HERTZ GLOBAL HOLDING SYMBOL HTZ	71.0000	11.5000	816.50 *1,152.51*	(336.01)	N/A	N/A
HUNTINGTON BANCSHS SYMBOL: HBAN	161.0000	13.5200	2,176.72 *920.34*	1,256.38	2.36%	51.52 *Accrued Dividend: 12.88*
II-VI INCORPORATED SYMBOL: IIVI	26.0000	34.3000	891.80 *485.26*	406.54	N/A	N/A
IMPAX LABS INC SYMBOL: IPXL	57.0000	16.1000	917.70 *531.87*	385.83	N/A	N/A
INFINERA CORP SYMBOL: INFN	252.0000	10.6700	2,688.84 *2,282.44*	406.40	N/A	N/A

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
INTERSECT ENT INC SYMBOL: XENT	47.0000	27.9500	1,313.65 *450.75*	862.90	N/A	N/A
ION GEOPHYSICAL CORP SYMBOL: IO	16.0000	4.3500	69.60 *2,016.73*	(1,947.13)	N/A	N/A
ITRON INC SYMBOL. ITRI	28.0000	67.7500	1,897.00 *989.88*	907.12	N/A	N/A
ITT INC SYMBOL: ITT	36.0000	40.1800	1,446.48 *916.92*	529.56	1.27%	18.43
						Accrued Dividend: 4.61
KBR INC SYMBOL: KBR	126.0000	15.2200	1,917.72 *3,274.19*	(1,356.47)	2.10%	40.32
						Accrued Dividend: 10.08
KEYW HOLDING CORP SYMBOL: KEYW	257.0000	9.3500	2,402.95 *2,411.98*	(9.03)	N/A	N/A
LUMINEX CORP DEL SYMBOL: LMNX	59.0000	21.1200	1,246.08 *1,129.59*	116.49	1.13%	14.16
						Accrued Dividend: 3.54
M S G NETWORK INC CLASS A SYMBOL: MSGN	34.0000	22.4500	763.30 *762.70*	0.60	N/A	N/A
MA COM TECH SOLUTN SYMBOL: MTSI	58.0000	55.7700	3,234.66 *2,086.65*	1,148.01	N/A	N/A

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
MANITOWOC COMPANY SYMBOL: MTW	132.0000	6.0100	793.32 *622.83*	170.49	N/A	N/A
MAXWELL TECHNOLOGIES SYMBOL: MXWL	120.0000	5.9900	718.80 *867.78*	(148.98)	N/A	N/A
MCDERMOTT INTL INC F SYMBOL: MDR	93.0000	7.1700	666.81 *674.01*	(7.20)	N/A	N/A
MELLANOX TECHS LTD F SYMBOL: MLNX	54.0000	43.3000	2,338.20 *2,335 43*	2.77	N/A	N/A
MERCURY SYSTEMS INC SYMBOL: MRCY	87.0000	42.0900	3,661.83 *834.61*	2,827.22	N/A	N/A
MERITOR INC SYMBOL: MTOR	76.0000	16.6100	1,262.36 *357.35*	905.01	N/A	N/A
MOLINA HEALTHCARE SYMBOL: MOH	28.0000	69.1800	1,937.04 *1,410 25*	526.79	N/A	N/A
NEW YORK & COMPANY SYMBOL: NWY	66.0000	1.3800	91.08 *295.92*	(204.84)	N/A	N/A
NRG ENERGY INC SYMBOL: NRG	89.0000	17.2200	1,532.58 *1,928.40*	(395.82)	0.69%	10.68
NUANCE COMMUN INC SYMBOL: NUAN	187.0000	17.4100	3,255.67 *2,883.99*	371.68	N/A	N/A
O S I SYSTEMS INC SYMBOL: OSIS	22.0000	75.1500	1,653.30 *1,307.23*	346.07	N/A	N/A

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
OFFICE DEPOT INC	205.0000	5.6400	1,156.20	582.28	1.77%	20.50
SYMBOL: ODP			*573.92*			
ORMAT TECHNOLOGIES	34.0000	58.6800	1,995.12	1,353.49	0.54%	10.88
SYMBOL: ORA			*641.63*			
QUANTUM CP DLT & STO	48.0000	7.8100	374.88	(204.02)	N/A	N/A
SYMBOL. QTM			*578.90*			
RAMBUS INC DEL	220.0000	11.4300	2,514.60	881.55	N/A	N/A
SYMBOL. RMBS			*1,633 05*			
RYDER SYSTEM INC	26.0000	71.9800	1,871.48	615.09	2.44%	45.76
SYMBOL: R			*1,256 39*			
SEACHANGE INTL INC	139.0000	2.6600	369.74	(943.03)	N/A	N/A
SYMBOL. SEAC			*1,312.77*			
SILVER SPRING NETWOR	188.0000	11.2800	2,120.64	257.99	N/A	N/A
SYMBOL: SSNI			*1,862.65*			
SONUS NETWORKS INC	157.0000	7.4400	1,168.08	(11.07)	N/A	N/A
SYMBOL: SONS			*1,179.15*			
SPIRIT AEROSYSTEMS	37.0000	57.9400	2,143.78	1,528.92	0.69%	14.80
SYMBOL SPR			*614.86*			
						Accrued Dividend: 3.70
T C F FINANCIAL CORP	141.0000	15.9400	2,247.54	416.34	1.88%	42.30
SYMBOL TCF			*1,831.20*			

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
TELEDYNE TECHNOLOGIE SYMBOL: TDY	14.0000	127.6500	1,787.10 *716.66*	1,070.44	N/A	N/A
TETRA TECHNOLOGIES SYMBOL: TTI	192.0000	2.7900	535.68 *2,264.03*	(1,728.35)	N/A	N/A
TEXAS CAPITAL BANCSH SYMBOL: TCBI	22.0000	77.4000	1,702.80 *842.04*	860.76	N/A	N/A
TEXTRON INCORPORATED SYMBOL: TXT	42.0000	47.1000	1,978.20 *1,179.32*	798.88	0.16%	3.36
						Accrued Dividend: 0.84
TIVO CORPORATION SYMBOL: TIVO	153.0000	18.6500	2,853.45 *2,973.07*	(119.62)	3.86%	110.16
TREEHOUSE FOODS INC SYMBOL: THS	10.0000	81.6900	816.90 *763.63*	53.27	N/A	N/A
TWIN DISC INC SYMBOL: TWIN	38.0000	16.1400	613.32 *879.35*	(266.03)	N/A	N/A
UNISYS CORP SYMBOL: UIS	63.0000	12.8000	806.40 *731.69*	74.71	N/A	N/A
UNITI GROUP INC SYMBOL: UNIT	73.0000	25.1400	1,835.22 *1,642.33*	192.89	9.54%	175.20
VALMONT INDUSTRIES SYMBOL: VMI	8.0000	149.6000	1,196.80 *975.14*	221.66	1.00%	12.00

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
VASCO DATA SECURITY	56.0000	14.3500	803.60	48.16	N/A	N/A
SYMBOL. VDSI			*755.44*			
VEECO INSTRUMENTS	72.0000	27.8500	2,005.20	67.20	N/A	N/A
SYMBOL: VECO			*1,938.00*			
VERIFONE SYSTEMS INC	76.0000	18.1000	1,375.60	(10.02)	N/A	N/A
SYMBOL: PAY			*1,385.62*			
VERINT SYSTEMS INC	98.0000	40.7000	3,988.60	593.32	N/A	N/A
SYMBOL: VRNT			*3,395.28*			
VIAVI SOLUTIONS INC	119.0000	10.5300	1,253.07	450.33	N/A	N/A
SYMBOL: VIAV			*802.74*			
Total Equities	7,962.0000		143,767.22 (4)	26,516.48		888.15
		Total Cost Basis:	*117,250.74*			

Total Accrued Dividend for Equities: 82.35

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

charles SCHWAB

Schwab One® Account of
THE DAPHNE FOUNDATION INC.
MGR: NEUBERGER BERMAN, LLC

Account Number
0178

Statement Period
June 1-30, 2017

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
INFRAREIT INC REIT REIT SYMBOL: HIFR	40.0000	19.1500	766.00 *643 45*	122.55	5.22%	40.00
Total Other Assets	40.0000		766.00 4	122.55		40.00
		Total Cost Basis:	*643.45*			

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Σ 4 $144,533.22 = Ending FMV

Total Investment Detail	**154,767.01**
Total Account Value	**154,767.01**
Total Cost Basis	***117,894.19***

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

ATTACHMENT 7A

Income Summary

	This Period		Year to Date	
Income Summary	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Deposit Accounts Interest	0.00	1.30	0.00	7.22
Cash Dividends	0.00	2,262.85	0.00	8,607.14
Total Income	0.00	2,264.15	0.00	8,614.36

Investment Detail - Cash and Deposit Accounts

Cash	Market Value
Cash	756.00
Total Cash	756.00

Deposit Accounts	Market Value
Deposit Accounts X,Z	60,473.29
Total Deposit Accounts	60,473.29

Total Cash and Deposit Accounts	61,229.29

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ABBOTT LABORATORIES SYMBOL: ABT	660.0000	48.6100	32,082.60 *28,158.95*	3,923.65	2.18%	699.60

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ADOBE SYSTEMS INC SYMBOL: ADBE	200.0000	141.4400	28,288.00 *20,639 12*	7,648.88	N/A	N/A
ALEXION PHARMA INC SYMBOL: ALXN	125.0000	121.6700	15,208.75 *15,630.74*	(421.99)	N/A	N/A
ALPHABET INC. CLASS A SYMBOL: GOOGL	46.0000	929.6800	42,765.28 *14,006.80* t	28,758.48	N/A	N/A
ALPHABET INC. CLASS C SYMBOL: GOOG	46.0000	908.7300	41,801.58 *13,944.90* t	27,856.68	N/A	N/A
AMAZON COM INC SYMBOL. AMZN	53.0000	968.0000	51,304.00 *33,627.32*	17,676.68	N/A	N/A
AMETEK INC SYMBOL: AME	530.0000	60.5700	32,102.10 *26,869.91*	5,232.19	0.59%	190.80
APPLE INC SYMBOL· AAPL	527.0000	144.0200	75,898.54 *39,561.49*	36,337.05	1.74%	1,328.04
APPLIED MATERIALS SYMBOL. AMAT	545.0000	41.3100	22,513.95 *16,655.03*	5,858.92	0.96%	218.00
BIOGEN INC SYMBOL· BIIB	77.0000	271.3600	20,894.72 *20,561.75*	332.97	N/A	N/A
BROADCOM LTD F SYMBOL AVGO	122.0000	233.0500	28,432.10 *16,015.14*	12,416.96	1.75%	497.76

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
CELANESE CORP SYMBOL: CE	253.0000	94.9400	24,019.82 *17,316.77*	6,703.05	1.93%	465.52
CELGENE CORP SYMBOL: CELG	313.0000	129.8700	40,649.31 *14,010.72*	26,638.59	N/A	N/A
CHARLES SCHWAB CORP SYMBOL: SCHW	630.0000	42.9600	27,064.80 *25,486.90*	1,577.90	0.74%	201.60
CHARTER COMMUNICATN CLASS A SYMBOL. CHTR	86.0000	336.8500	28,969.10 *19,137.46*	9,831.64	N/A	N/A
COGNIZANT TECH SOLU CLASS A SYMBOL. CTSH	330.0000	66.4000	21,912.00 *19,553.92*	2,358.08	0.90%	198.00
CONSTELLATION BRAND CLASS A SYMBOL. STZ	187.0000	193.7300	36,227.51 *19,893.01*	16,334.50	1.07%	388.96
COOPER COMPANIES SYMBOL· COO	116.0000	239.4200	27,772.72 *9,731.64*	18,041.08	0.02%	6.96
DANAHER CORP SYMBOL DHR	315.0000	84.3900	26,582.85 *22,735.50*	3,847.35	0.66%	176.40
DELPHI AUTOMOTVE PLC F SYMBOL· DLPH	295.0000	87.6500	25,856.75 *20,580.14*	5,276.61	1.32%	342.20
DOW CHEMICAL COMPANY SYMBOL· DOW	471.0000	63.0700	29,705.97 *24,165.16*	5,540.81	2.91%	866.64

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ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ELI LILLY & COMPANY SYMBOL: LLY	350.0000	82.3000	28,805.00 *29,819.31*	(1,014.31)	2.52%	728.00
FACEBOOK INC CLASS A SYMBOL: FB	415.0000	150.9800	62,656.70 *25,867.79*	36,788.91	N/A	N/A
HOME DEPOT INC SYMBOL. HD	240.0000	153.4000	36,816.00 *36,580.78*	235.22	2.32%	854.40
INGERSOLL RAND PLC F SYMBOL: IR	350.0000	91.3900	31,986.50 *29,965.82*	2,020.68	1.75%	560.00
INTERCONTINENTAL EXC SYMBOL: ICE	380.0000	65.9200	25,049.60 *22,721.86*	2,327.74	1.21%	304.00
JAZZ PHARMACEUTICAL F SYMBOL. JAZZ	226.0000	155.5000	35,143.00 *34,814.68*	328.32	N/A	N/A
MARRIOTT INTL INC CLASS A SYMBOL: MAR	355.0000	100.3100	35,610.05 *24,455.16*	11,154.89	1.31%	468.60
MASTERCARD INC CLASS A SYMBOL: MA	223.0000	121.4500	27,083.35 *19,351.67*	7,731.68	0.72%	196.24
MC DONALDS CORP SYMBOL: MCD	187.0000	153.1600	28,640.92 *20,918.79*	7,722.13	2.45%	703.12
MICRON TECHNOLOGY SYMBOL: MU	530.0000	29.8600	15,825.80 *15,282.65*	543.15	N/A	N/A

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
MICROSOFT CORP SYMBOL: MSFT	655.0000	68.9300	45,149.15 *33,767.54*	11,381.61	2.26%	1,021.80
MONSTER BEVERAGE COR SYMBOL: MNST	300.0000	49.6800	14,904.00 *13,847.71*	1,056.29	N/A	N/A
NEWELL BRANDS INC SYMBOL: NWL	600.0000	53.6200	32,172.00 *24,658.15*	7,513.85	1.71%	552.00
PAYPAL HOLDINGS INCO SYMBOL: PYPL	415.0000	53.6700	22,273.05 *16,054.37*	6,218.68	N/A	N/A
PHILIP MORRIS INTL SYMBOL: PM	225.0000	117.4500	26,426.25 *25,490.30*	935.95	3.54%	936.00 ***Accrued Dividend: 234.00***
PRICELINE GROUP SYMBOL: PCLN	12.0000	1,870.5200	22,446.24 *8,088.80*	14,357.44	N/A	N/A
PROGRESSIVE CO OHIO SYMBOL: PGR	475.0000	44.0900	20,942.75 *19,001.85*	1,940.90	1.54%	323.38
S B A COMMUNICATIONS CLASS A SYMBOL: SBAC	120.0000	134.9000	16,188.00 *15,763.20*	424.80	N/A	N/A
S&P GLOBAL INC SYMBOL: SPGI	135.0000	145.9900	19,708.65 *15,441.43*	4,267.22	1.12%	221.40
SALESFORCE COM SYMBOL: CRM	401.0000	86.6000	34,726.60 *18,494.76*	16,231.84	N/A	N/A

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

ATTACHMENT 7A

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
SERVICE NOW INC SYMBOL: NOW	205.0000	106.0000	21,730.00 *10,420 19*	11,309.81	N/A	N/A
STERIS PLC F SYMBOL: STE	422.0000	81.5000	34,393.00 *30,705.23*	3,687.77	1.37%	472.64
UNION PACIFIC CORP SYMBOL: UNP	200.0000	108.9100	21,782.00 *17,383 87*	4,398.13	2.22%	484.00
UNITED CONTL HLDGS SYMBOL: UAL	294.0000	75.2500	22,123.50 *16,004.68*	6,118.82	N/A	N/A
UNITEDHEALTH GRP INC SYMBOL: UNH	245.0000	185.4200	45,427.90 *36,100.45*	9,327.45	1.61%	735.00
VALERO ENERGY CORP SYMBOL: VLO	220.0000	67.4600	14,841.20 *13,985.80*	855.40	4.15%	616.00
VISA INC CLASS A SYMBOL· V	448.0000	93.7800	42,013.44 *14,771.84*	27,241.60	0.70%	295.68
21ST CENT FOX CLASS A SYMBOL: FOXA	704.0000	28.3400	19,951.36 *21,560.73*	(1,609.37)	1.27%	253.44
Total Equities	15,259.0000		1,484,868.46 5 *Total Cost Basis: 1,049,601.78*	435,266.68		15,306.18

Total Accrued Dividend for Equities: 234.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

ATTACHMENT 7A

Investment Detail - Equities (continued)

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ALEXANDRIA REAL EST REIT SYMBOL: ARE	160.0000	120.4700	19,275.20 *18,419.50*	855.70	2.75%	531.20
Total Other Assets	160.0000		19,275.20 (5)	855.70		531.20
		Total Cost Basis:	*18,419.50*			

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Σ (5) $1,504,143.66 = Ending FMV

Total Investment Detail	1,565,372.95
Total Account Value	1,565,372.95
Total Cost Basis	*1,068,021.28*

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

ATTACHMENT 7A

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 8

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE EQUIPMENT	SL	1,992.			1,992.	1,992			1,992.
TOTALS		1,992.			1,992	1,992.			1,992.

ATTACHMENT 9

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		72,709.
	TOTAL	72,709.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ABIGAIL E. DISNEY 3500 W. OLIVE AVE 700 BURBANK, CA 91505	CO-PRESIDENT 1.00	0.	0.	0.
PIERRE HAUSER II 3500 W. OLIVE AVE 700 BURBANK, CA 91505	CO-PRESIDENT 1.00	0.	0.	0.
LEAH DOYLE COLEMAN 3500 W. OLIVE AVE 700 BURBANK, CA 91505	TREASURER 1.00	0.	0.	0.
DEBORAH HOWES 3500 W. OLIVE AVE 700 BURBANK, CA 91505	SECRETARY 1.00	0.	0.	0.
INGRID BENEDICT 25 EAST 21ST ST., 7TH FLOOR NEW YORK, NY 10010	EXECUTIVE DIRECTOR 24.00	89,277.	323.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
YVONNE MOORE 25 EAST 21ST ST. 7TH FLOOR NEW YORK, NY 10010	VICE PRESIDENT 1.00	0.	0.	0.
	GRAND TOTALS	89,277.	323.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITY VOICES HEARD, INC. 115 EAST 106TH ST. 3D FL NEW YORK, NY 10029	PC	GENERAL SUPPORT	30,000.
FRESH YOUTH INITIATIVES INC 505 W 171ST STREET NEW YORK, NY 10032	PC	GENERAL SUPPORT	30,000.
RESEARCH FOUNDATION OF THE CITY UNIV. OF NEW YORK 230 WEST 41ST STREET NEW YORK, NY 10036	PC	GENERAL SUPPORT	30,000.
SAKHI FOR SOUTH ASIAN WOMEN PO BOX 20208 NEW YORK, NY 10001	PC	GENERAL SUPPORT	30,000.
DOME PROJECT INC 486 AMSTERDAM AVE NEW YORK, NY 10024	PC	GENERAL SUPPORT	30,000.
PICTURE THE HOMELESS, INC 104 E 126TH STREET, # 1-B NEW YORK, NY 10035	PC	GENERAL SUPPORT	40,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE CORRECTIONAL ASSOCIATION OF NEW YORK 22 CORTLANDT ST. 33RD FLOOR NEW YORK, NY 10007	PC	GENERAL SUPPORT	30,000.
NEW SETTLEMENT APARTMENTS 247 WEST 37TH STREET NEW YORK, NY 10018	PC	GENERAL SUPPORT	10,000.
COMMUNITY VOICES HEARD, INC. 115 EAST 106TH ST. 3D FL NEW YORK, NY 10029	PC	GENERAL SUPPORT	5,000.
PICTURE THE HOMELESS, INC 104 E 126TH STREET, # 1-B NEW YORK, NY 10035	PC	GENERAL SUPPORT	5,000.
		TOTAL CONTRIBUTIONS PAID	240,000.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INCOME			18	77.	
PAYROLL TAX REFUND			01	1,241.	
TOTALS				1,318.	

DAPHNE FOUNDATION
E.I.N. #95-4288541
ATTACHMENT TO FY2014 FORM 990-PF
RETURN OF PRIVATE FOUNDATION
Fiscal Year Ending June 30, 2017
FINAL REPORT ON GRANT AWARD

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee: Center for Sustainable Energy Technologies (CSET),
8th Street Sinkor, Tubman Blvd, PO Box 4127, Monrovia, Liberia

Date of Grantee Agreement: July 20, 2012

Total Amount Grant Award: $34,710.00

Date paid in current tax year: $0

Total Paid:
$15,000.00 paid on July 24, 2012 *(date of wire transfer)*
$19, 710.00 paid on November 8, 2012 *(date of wire transfer)*
$34,710.00

Purpose: Joint Awareness, Efficiency and Monitoring Project to Create an Efficient Charcoal Production Method and Improved Cook Stoves. Bokay Town, Grand Bassa County, Republic of Liberia

Amount of grantee spend by grantee: $34,710.00

Amount of grant *unspent* by grantee (as of December 31, 2017): $0

Diversion: *To the knowledge of the foundation, and based on the report furnished by the grantee, no part has been used for other than its intended purpose.*

Date of report(s) received from grantee: June 17, 2013; November 11, 2013; and Site Visit on February 7, 2014; Site Visit on March 11, 2015; Report received on February 2, 2016; Site Visit on February 22, 2016; Report received on November 30, 2016; Site Visit on May 18, 2017; Site visit on March 2, 2018; Final expenditure report received on April 9, 2018.

Verification: Although no independent verification of the grantee's reports was required under Reg. 53.4945-5(c), a consultant to the Co-President of *The Daphne Foundation*, along with a trustee of the Foundation, conducted a final site review on Friday, March 2, 2018 in Monrovia, Republic of Liberia, to conduct a final assessment of the funded project.

While the initial project did not bare out as originally outlined, the Foundation is extremely happy with the grantee's decision making around needed project course-corrections, community engagement challenges, and ultimately very pleased with the amazing innovations that ultimately resulted from the investment. We were also reminded that the source of the most challenging obstacle – the Ebola crisis which heavily decimated three countries in West Africa, including Liberia – was completely outside of the grantees control or influence. Other challenges over the entire grant period, both internal and external, included 1) a major leadership change at CSET, 2) a move into new offices after battling with a horrible landlord, 3) new learning around how best to successfully build awareness *and* maintain community engagement, and 4) a failure on the part of community partners to honor previous agreements and the need to identify new partners, utilizing better screening and more intensive conversations. But again, the grantee identified these problems often as early as possible, and in one case foresaw a potential conflict and completely avoided a volatile situation, and subsequently adapted and adjusted their tactics.

The most exciting outcome of the partnership on this grant was the adaptation and refinement of what we and the grantee thought would be a failed technology. In previous reports the Foundation shared that the original technology originally created by a third-party vendor in Europe failed in the Liberian context due to a design flaw (the flaw in construction meant that the kiln failed to maintain an air-tight seal, thus destroying the kiln's ability to properly cook the charcoal). However, because of the grantee's expertise in design and their access to community members highly experienced in the traditional method of cooking of charcoal, CSET was able to combine talent to create their own technology, and further refine their own design. Most of which they accomplished without donor support.

Our 2017 report outlined in details the success and yield of the new design as well as the total cost of replication and manufacturing, and the testing done around efficiency, yield, and the varieties of charcoal produced, and the price point for each. Having an end product which is much smaller, more accessible in cost, can be manufactured locally (instead of importing), easier to transport, and the quality and variety of yield produced is well beyond the Foundation's originally anticipated outcomes.