

For calendar year 2016, or tax year beginning 11-01-2016, and ending 10-31-2017

Name of foundation PEIERLS FOUNDATION		A Employer identification number 13-6082503	
% BRIAN ELIOT PEIERLS			
Number and street (or P O box number if mail is not delivered to street address) 73 SOUTH HOLMAN WAY	Room/suite	B Telephone number (see instructions) (303) 278-2889	
City or town, state or province, country, and ZIP or foreign postal code GOLDEN, CO 80401		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 102,672,991	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

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)	592,439			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	124,533	124,533		
	4 Dividends and interest from securities	294,895	294,895		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-476,052			
	b Gross sales price for all assets on line 6a _____ 12,296,313				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-628,678	-628,678		
	12 Total. Add lines 1 through 11	-92,863	-209,250		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	99,555	99,455		100
	17 Interest	4	4		
	18 Taxes (attach schedule) (see instructions)	25,833	25,833		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	344,348	344,348		
	24 Total operating and administrative expenses. Add lines 13 through 23	469,740	469,640		100
	25 Contributions, gifts, grants paid	5,645,100			5,645,100
	26 Total expenses and disbursements. Add lines 24 and 25	6,114,840	469,640		5,645,200
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-6,207,703			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income(if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	15,903,996	15,651,998	15,651,998
	2 Savings and temporary cash investments			
	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)	98,835,150	92,949,387	79,725,345
	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)	6,466,442	5,362,022	7,295,648
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	121,205,588	113,963,407	102,672,991	
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 <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	119,989,274	113,963,407	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	119,989,274	113,963,407		
31 Total liabilities and net assets/fund balances (see instructions) .	119,989,274	113,963,407		

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	119,989,274
2 Enter amount from Part I, line 27a	2	-6,207,703
3 Other increases not included in line 2 (itemize) ▶ _____	3	187,062
4 Add lines 1, 2, and 3	4	113,968,633
5 Decreases not included in line 2 (itemize) ▶ _____	5	5,226
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	113,963,407

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	-476,052
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	5,523,100	102,329,262	0 053974
2014	6,625,099	120,604,658	0 054932
2013	6,097,365	114,259,981	0 053364
2012	5,590,695	105,019,425	0 053235
2011	4,975,041	97,098,410	0 051237

2 Total of line 1, column (d)	2	0 266742
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 053348
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	103,131,610
5 Multiply line 4 by line 3	5	5,501,865
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	5,501,865
8 Enter qualifying distributions from Part XII, line 4	8	5,645,200

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	0
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	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	40,000
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	40,000
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	40,000
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 40,000 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	Yes	
14	The books are in care of ► <u>BRIAN ELIOT PEIERLS</u> Telephone no ► <u>(512) 789-7994</u>			

Located at ► 3017 MCCURDY STREET AUSTIN TX ZIP+4 ► 787232902

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input type="checkbox"/> No	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <input type="checkbox"/> Yes <input type="checkbox"/> No	1c		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/> Yes <input type="checkbox"/> No	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/> Yes <input type="checkbox"/> No	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
E JEFFREY PEIERLS 73 SOUTH HOLMAN WAY GOLDEN, CO 80401	PRESIDENT 0	0	0	0
BRIAN E PEIERLS 3017 MCCURDY STREET AUSTIN, TX 78723	VICE PRESIDENT 0	0	0	0
MALCOLM A MOORE 1201 THIRD AVENUE SUITE 2200 SEATTLE, WA 981013035	SECRETARY 0	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Total number of other employees paid over \$50,000. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	80,635,717
b	Average of monthly cash balances.	1b	16,652,333
c	Fair market value of all other assets (see instructions).	1c	7,414,092
d	Total (add lines 1a, b, and c).	1d	104,702,142
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	0
3	Subtract line 2 from line 1d.	3	104,702,142
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,570,532
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	103,131,610
6	Minimum investment return. Enter 5% of line 5.	6	5,156,581

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	5,156,581
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	0
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	5,156,581
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	5,156,581
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	5,156,581

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	5,645,200
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	5,645,200
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	5,645,200

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				5,156,581
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			598,213	
b Total for prior years 2014, 2013, 2012				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>5,645,200</u>				
a Applied to 2015, but not more than line 2a			598,213	
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.				5,046,987
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				109,594
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).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.	0			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) See Additional Data Table	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> 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 EJEFFREY PEIERLS 73 SOUTH HOLMAN WAY GOLDEN, CO 80401 (303) 922-6654	
b The form in which applications should be submitted and information and materials they should include NO SPECIFIC FORM REQUIRED, BUT INCLUDE FINANCIAL STATEMENTS, AND COPY OF IRS EXEMPTION LETTER	
c Any submission deadlines NONE, NO RESPONSE WILL BE SENT UNLESS FOUNDATION IS FAVORABLY INCLINED	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NO GRANTS TO INDIVIDUALS, ONLY RECOGNIZED PUBLIC CHARITIES	

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	5,645,100
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	124,533	
4	Dividends and interest from securities. . . .			14	294,895	
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	-476,052	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		-628,678		-56,624	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		-685,302

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

[illegible]

Part XVII

- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees. **1c**
- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

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

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

**Sign
Here**

* * * * *

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name HUGH P MARRS	Preparer's Signature	Date 2018-08-13	Check if self-employed <input type="checkbox"/>	PTIN P00506771
Firm's name ► MARRS SEVIER & COMPANY LLC				Firm's EIN ►
Firm's address ► 230 SOUTH HOLLAND STREET LAKEWOOD, CO 80226				Phone no (303) 922-6654

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
04 ACHIEVE LIFE SCIENCES	P	2011-03-16	2017-08-04
7300 ACUSPHERE INC	P	2007-05-04	2017-10-12
3030 ACUSPHERE INC	P	2006-12-29	2017-10-12
37213 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-03
86500 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-04
47500 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-05
37600 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-06
38650 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-09
47400 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-10
9200 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-11

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

(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)
1			1
219		201,152	-200,933
91		74,841	-74,750
149,615		79,078	70,537
279,711		79,148	200,563
151,933		43,462	108,471
120,160		34,404	85,756
121,744		35,364	86,380
147,049		43,371	103,678
28,428		8,418	20,010

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			-200,933
			-74,750
			70,537
			200,563
			108,471
			85,756
			86,380
			103,678
			20,010

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2845 AEROGROW INTERNATIONAL	P	2011-01-31	2017-01-12
15937 AEROGROW INTERNATIONAL	P	2010-06-24	2017-01-12
9048 AEROGROW INTERNATIONAL	P	2010-10-31	2017-01-12
3790 AEROGROW INTERNATIONAL		2011-01-31	2017-01-13
10000 AEROGROW INTL EXCESS DIST	P	2012-09-18	2017-01-03
120000 AEROGROW INTL EXCESS DIS	P	2012-05-31	2017-01-03
640 APOLLO ENDO '12 WTS 3-9-17	P	2012-03-09	2017-03-09
6 APOLLO ENDOSURGERY INC	P	2005-11-30	2016-12-30
722891 BIOPTIX DIAGNOS CS	P	2011-03-04	2016-11-30
1258000 BIOPTIX DIAGNOS UNITS	P	2013-02-28	2016-11-30

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

(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)
8,763		3,670	5,093
49,089		14,582	34,507
27,869		11,671	16,198
11,640		4,889	6,751
9,600			9,600
25,200			25,200
		110,400	-110,400
9			9
621		899,999	-899,378
1,081		314,500	-313,419

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,093
			34,507
			16,198
			6,751
			9,600
			25,200
			-110,400
			9
			-899,378
			-313,419

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
686000 BIOPTIX DIAGNOS UNITS	P	2014-08-04	2016-11-30
600000 BIOPTIX DIAGNOS UNITS	P	2015-04-16	2016-11-30
2084 BIOPTIX INC WARRANTS	P	2011-12-30	2017-06-30
25 4 CALIBER THERAPEU UNITS 2	P	2016-04-29	2017-06-13
35 7 CALIBER THERAPEU UNITS 2	P	2016-03-01	2017-06-13
12 4 CALIBER THERAPEU UNITS 2	P	2016-12-07	2017-06-13
12 4 CALIBER THERAPEU UNITS 2	P	2016-11-15	2017-06-13
57 6 CALIBER THERAPEU UNITS 2	P	2015-12-29	2017-06-13
1060 CARDIOVASCULAR SYSTEMS	P	2008-08-25	2017-02-17
1030 CARDIOVASCULAR SYSTEMS	P	2008-08-28	2017-02-27

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
589		171,500	-170,911
515		150,000	-149,485
		46,200	-46,200
25,674		25,674	
35,704		35,704	
12,389		12,389	
12,386		12,386	
57,637		57,637	
31,109		13,032	18,077
30,228		12,669	17,559

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-170,911
			-149,485
			-46,200
			18,077
			17,559

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2300 CARDIOVASCULAR SYSTEMS	P	2008-09-24	2017-02-17
1120 CARDIOVASCULAR SYSTEMS	P	2008-09-15	2017-02-17
580 CARDIOVASCULAR SYSTEMS	P	2008-09-30	2017-02-17
1200 CARDIOVASCULAR SYSTEMS	P	2008-09-05	2017-02-17
2000 CARDIOVASCULAR SYSTEMS	P	2008-09-23	2017-02-17
2050 CARDIOVASCULAR SYSTEMS	P	2008-09-29	2017-02-17
4580 CARDIOVASCULAR SYSTEMS	P	2008-09-18	2017-02-17
1130 CARDIOVASCULAR SYSTEMS	P	2008-09-19	2017-02-17
1330 CARDIOVASCULAR SYSTEMS	P	2008-09-17	2017-02-17
3460 CARDIOVASCULAR SYSTEMS	P	2008-09-12	2017-02-17

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

(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)
67,500		27,830	39,670
32,869		13,440	19,429
17,022		6,871	10,151
35,217		14,760	20,457
58,695		24,336	34,359
60,163		24,582	35,581
134,412		54,562	79,850
33,163		13,673	19,490
39,032		15,847	23,185
101,543		41,603	59,940

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			39,670
			19,429
			10,151
			20,457
			34,359
			35,581
			79,850
			19,490
			23,185
			59,940

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1470 CARDIOVASCULAR SYSTEMS	P	2008-10-03	2017-02-21
2030 CARDIOVASCULAR SYSTEMS	P	2008-10-06	2017-02-21
1170 CARDIOVASCULAR SYSTEMS	P	2008-10-02	2017-02-21
1330 CARDIOVASCULAR SYSTEMS	P	2008-09-30	2017-02-21
1540 CARDIOVASCULAR SYSTEMS	P	2008-10-08	2017-03-01
840 CARDIOVASCULAR SYSTEMS	P	2008-10-06	2017-03-01
6050 CARDIOVASCULAR SYSTEMS	P	2008-10-10	2017-03-01
1450 CARDIOVASCULAR SYSTEMS	P	2008-10-15	2017-03-01
1691 CARDIOVASCULAR SYSTEMS	P	2008-10-17	2017-03-01
1630 CARDIOVASCULAR SYSTEMS	P	2008-10-27	2017-04-03

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

(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)
43,002		17,346	25,656
59,384		23,548	35,836
34,226		13,806	20,420
38,907		15,757	23,150
44,899		17,653	27,246
24,490		9,744	14,746
176,388		67,566	108,822
42,275		16,324	25,951
49,301		19,096	30,205
47,704		18,518	29,186

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			25,656
			35,836
			20,420
			23,150
			27,246
			14,746
			108,822
			25,951
			30,205
			29,186

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1498 CARDIOVASCULAR SYSTEMS	P	2008-10-31	2017-04-03
429 CARDIOOVASCULAR SYSTEMS	P	2008-10-17	2017-04-07
4663 CARDIOVASCULAR SYSTEMS	P	2008-11-04	2017-04-07
92 CARDIOVASCULAR SYSTEMS	P	2008-10-31	2017-04-07
2000 CARDIOVASCULAR SYSTEMS	P	2008-11-03	2017-04-07
3170 CARDIOVASCULAR SYSTEMS	P	2008-10-16	2017-04-07
5947 CARDIOVASCULAR SYSTEMS	P	2008-11-04	2017-04-20
2 31 CATALYST BIOSCIENCES	P	2014-08-11	2017-02-13
151000 COVALENT DATA SER A PFD	P	2013-09-06	2017-06-27
1260025 DR SEARS FAM ESS B1 PF	P	2011-02-11	2016-12-31

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

(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)
43,841		17,013	26,828
12,559		4,845	7,714
136,512		49,073	87,439
2,693		1,045	1,648
58,551		22,700	35,851
92,804		34,173	58,631
173,797		62,586	111,211
2			2
		350,229	-350,229
		900,018	-900,018

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			26,828
			7,714
			87,439
			1,648
			35,851
			58,631
			111,211
			2
			-350,229
			-900,018

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
115962 EVOTEC AG ADS	P	2006-10-26	2017-09-06
1500 FORESTAR GROUP INC	P	2008-02-06	2017-10-05
2000 FORESTAR GROUP INC	P	2008-03-10	2017-10-05
10121 FORESTAR GROUP INC	P	2008-03-11	2017-10-05
5000 FORESTAR GROUP INC	P	2008-03-13	2017-10-05
10000 FORESTAR GROUP INC	P	2008-02-05	2017-10-05
19900 FORESTAR GROUP INC	P	2008-06-18	2017-10-05
7902 GIGPEAK, INC COM (ESC)	P	2013-10-24	2017-04-05
5775 GIGPEAK, INC COM (ESC)	P	2012-02-21	2017-04-05
116763 GIGPEAK, INC COMMON	P	2016-06-21	2017-04-10

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

(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)
4,747,919		837,078	3,910,841
26,625		35,295	-8,670
35,500		47,040	-11,540
179,648		238,032	-58,384
88,750		117,600	-28,850
177,500		235,725	-58,225
353,225		468,247	-115,022
24,338		7,998	16,340
17,787		227,771	-209,984
359,630		249,651	109,979

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,910,841
			-8,670
			-11,540
			-58,384
			-28,850
			-58,225
			-115,022
			16,340
			-209,984
			109,979

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
110366 GIGPEAK, INC COMMON	P	2016-06-13	2017-04-10
34513 GIGPEAK, INC COMMON	P	2016-06-17	2017-04-10
7805 GIGPEAK, INC COMMON	P	2016-06-20	2017-04-10
700 GIGPEAK, INC COMMON	P	2016-06-14	2017-04-10
2609 GIGPEAK, INC COMMON	P	2016-06-16	2017-04-10
54343 GIGPEAK, INC COMMON	P	2016-06-10	2017-04-10
45237 GIGPEAK, INC COMMON	P	2013-10-24	2017-08-01
33063 GIGPEAK, INC COMMON	P	2012-02-21	2017-08-01
1 HOMESTORE COM LITIGATION DIS	P	2000-04-24	2017-06-08
7500 INCYTE CORP	P	2002-06-11	2017-03-03

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

(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)
339,927		236,172	103,755
106,300		73,858	32,442
24,039		16,703	7,336
2,156		1,498	658
8,036		5,583	2,453
167,376		116,006	51,370
139,330		45,787	93,543
101,834		1,304,035	-1,202,201
237			237
1,006,303		46,416	959,887

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			103,755
			32,442
			7,336
			658
			2,453
			51,370
			93,543
			-1,202,201
			237
			959,887

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7500 INCYTE CORP	P	2002-06-11	2017-03-02
5300 LIVE MICROSYSTEMS	P	2000-12-06	2017-10-12
670 LIVE MICROSYSTEMS	P	2000-12-06	2017-10-13
3030 LIVE MICROSYSTEMS	P	2000-12-07	2017-10-13
638747 5 MARKET FORCE COMMON	P	2015-04-28	2017-07-21
690745 MARKET FORCE COMMON	P	2015-11-24	2017-07-21
220588 MARKET FORCE A-1 CV PF	P	2015-11-24	2017-07-21
139731 MARKET FORCE B-1 CV PFD	P	2015-11-24	2017-07-21
250000 MARKET FORCE B-1 CV PFD	P	2011-09-07	2017-07-21
3 MIRAGEN THERAPEUTICS INC	P	2015-02-25	2017-02-13

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,006,303		46,416	959,887
2,120		457,655	-455,535
268		57,855	-57,587
1,212		261,640	-260,428
		1	-1
148,224		91,830	56,394
159,063		58,169	100,894
284,569		665,000	-380,431
3			3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			959,887
			-455,535
			-57,587
			-260,428
			-1
			56,394
			100,894
			-380,431
			3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
81400 NEPHROGENEX INC	P	2014-02-11	2017-03-02
3 ROOT9B TECHNOLOGIES INC COM	P	2013-05-15	2016-12-05
6229 SYNERON MEDICAL LTD	P	2000-12-22	2017-07-17
2038 SYNERON MEDICAL LTD	P	2000-12-27	2017-07-17
3842 SYNERON MEDICAL LTD	P	2000-12-28	2017-07-17
3493 SYNERON MEDICAL LTD	P	2000-12-26	2017-07-17
23 7 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
43 2 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
50 7 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
27 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03

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

(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)
488		976,800	-976,312
68,519		59,416	9,103
22,418		19,484	2,934
42,262		36,564	5,698
38,423		33,240	5,183
23,760		21,384	2,376
43,200		38,880	4,320
50,760		45,684	5,076
27,000		24,300	2,700

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-976,312
			9,103
			2,934
			5,698
			5,183
			2,376
			4,320
			5,076
			2,700

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
60 5 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
44 3 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
44 3 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
56 1 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
31 3 TARGACEPT CV NOTE 2-19-18	P	2015-08-19	2017-03-03
20340 VIOLIN MEMPORY COMMON	P	2012-04-03	2017-04-21
CAPITAL GAIN DIVIDENDS	P		

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

(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)
60,480		54,432	6,048
44,280		39,852	4,428
44,280		39,852	4,428
56,160		50,544	5,616
31,320		28,188	3,132
		960,000	-960,000
			5,509

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,048
			4,428
			4,428
			5,616
			3,132
			-960,000

Form 990PF Part XV Line 1a - 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).

EJEFFREY PEIERLS
BRIAN ELIOT PEIERLS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FOUNDATION FOR THE BLIND 2 PENN PLAZA SUITE 1102 NEW YORK, NY 10121		PC	SUPPORT	21,400
AMERICAN RED CROSS PO BOX 25834 LEHIGH VALLEY, PA 180025834		PC	SUPPORT	695,200
CHIEF SEATTLE COUNCIL BOY SCOUTS OF AMERICA PO BOX 440408 SEATTLE, WA 981149758		PC	SUPPORT	33,200
MEHARRY MEDICAL COLLEGE 1005 DRIVE DB TODD JR BLVD NASHVILLE, TN 372083599		PC	SUPPORT	61,200
PLANNED PARENTHOOD OF THE GREAT NORTHWEST 2001 EAST MADISON STREET SEATTLE, WA 981222959		PC	SUPPORT	85,700
Total ► 3a				5,645,100


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEARNING ALLY 20 ROSZEL ROAD PRINCETON, NJ 085409983		PC	SUPPORT	32,200
THAT MAN MAY SEE INC 10 KORET WAY BOX 0352 SAN FRANCISCO, CA 941430352		PC	SUPPORT	111,200
NARAL PRO-CHOICE AMERICA FOUNDATION 1156 15TH STREET NW SUITE 700 WASHINGTON, DC 20005		PC	SUPPORT	58,200
ARTHRITIS FOUNDATION 1355 PEACHTREE STREET NE SUITE 600 ATLANTA, GA 383092904		PC	SUPPORT	29,400
NORTHERN NEW JERSEY COUNCIL BSA PO BOX 670 OAKLAND, NJ 074361709		PC	SUPPORT	33,200
Total ► 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001		PC	SUPPORT	240,200
PLANNED PARENTHOOD OF METROPOLITAN NEW JERSEY 151 WASHINGTON STREET NEWARK, NJ 07102		PC	SUPPORT	85,700
LAKE WASHINGTON INSTITUTE OF TECH FNDN 11605 132ND AVENUE NE KIRKLAND, WA 980348506		PC	SUPPORT	66,200
PLANNED PARENTHOOD OF GREATER TEXAS 201 EAST BEN WHITE BLVD SUITE B AUSTIN, TX 78704		PC	SUPPORT	85,700
PACIFIC LEGAL FOUNDATION 930 G STREET SACRAMENTO, CA 95814		PC	SUPPORT	41,300
Total ▶ 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VIRGINIA GARCIA MEMORIAL HEALTH CENTER PO BOX 486 CORNELIUS, OR 97113		PC	SUPPORT	74,700
BIG BROTHERS BIG SISTERS OF AUSTIN TEXAS PO BOX 4555 AUSTIN, TX 78765		PC	SUPPORT	79,700
BOY SCOUTS OF AMERICA CAPITAL AREA COUNCIL 12500 N IH 35 AUSTIN, TX 787531312		PC	SUPPORT	33,200
AUSTIN COMMUNITY COLLEGE FOUNDATION 5930 MIDDLE FISKVILLE ROAD AUSTIN, TX 78752		PC	SUPPORT	47,000
RAISING AUSTIN (TOGETHER4CHILDREN) PO BOX 10047 AUSTIN, TX 787661047		PC	SUPPORT	71,200
Total ▶ 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011		PC	SUPPORT	60,500
THE INTERFAITH ALLIANCE FOUNDATION 1250 24TH STREET NW SUITE 300 WASHINGTON, DC 200371186		PC	SUPPORT	58,700
AMERICAN HEART ASSOCIATION OF COLORADO 1777 SOUTH HARRISON STREET SUITE 5 DENVER, CO 80210		PC	SUPPORT	18,200
BOY SCOUTS OF AMERICA DENVER AREA COUNCIL 10455 WEST 6TH AVENUE SUITE 100 DENVER, CO 80215		PC	SUPPORT	30,600
CARE INC 465 CALIFORNIA STREET SUITE 475 SAN FRANCISCO, CA 94104		PC	SUPPORT	418,200
Total ▶ 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 101681289		PC	SUPPORT	440,600
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 EAST 38TH AVENUE DENVER, CO 802032706		PC	SUPPORT	84,600
STANFORD GRADUATE SCHOOL OF BUSINESS 655 KNIGHT WAY STANFORD, CA 943057298		PC	SUPPORT	38,200
THE NATURE CONSERVANCY 2424 SPRUCE STREET BOULDER, CO 803024617		PC	SUPPORT	493,100
YALE UNIVERSITY OFFICE OF DEVELOPMENT PO BOX 2038 NEW HAVEN, CT 065212038		PC	SUPPORT	44,200
Total ▶ 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLORADO UPLIFT 3914 KING STREET DENVER, CO 802111932		PC	SUPPORT	145,200
AMERICAN INDIAN COLLEGE FUND 8333 GREENWOOD BLVD DENVER, CO 802214488		PC	SUPPORT	124,200
HEARING HEALTH FOUNDATION 363 SEVENTH AVENU 10TH FLOOR NEW YORK, NY 100013904		PC	SUPPORT	36,200
UNITARIAN UNIVERSALIST ASSOCIATION 24 FARNSWORTH STREET BOSTON, MA 022101409		PC	SUPPORT	23,500
UNITARIAN-UNIVERSALIST SERVICE COMMITTEE 689 MASSACHUSETTS AVENUE CAMBRIDGE, MA 021393302		PC	SUPPORT	48,200
Total 				5,645,100
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
METROPOLITAN STATE COLLEGE OF DENVER FOUNDATION PO BOX 173362 - CAMPUS BOX 14 DENVER, CO 802173362		PC	SUPPORT	90,200
GIRLS INCORPORATED OF METRO DENVER 1499 JULIAN STREET DENVER, CO 80204		PC	SUPPORT	41,200
COLORADO I HAVE A DREAM FOUNDATION 1836 GRANT STREET DENVER, CO 802032022		PC	SUPPORT	142,700
DOCTORS WITHOUT BORDERS USA 333 SEVENTH AVENUE SECOND FLOOR NEW YORK, NY 100015004		PC	SUPPORT	580,200
ENERGY OUTREACH COLORADO 225 EAST 16TH AVENUE SUITE 200 DENVER, CO 802031612		PC	SUPPORT	36,400
Total 3a				5,645,100

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOPE CENTER 3400 ELIZABETH STREET DENVER, CO 802054244		PC	SUPPORT	57,200
BIG BROTHERS BIG SISTERS OF COLORADO 1391 NORTH SPEER BLVD SUITE 450 DENVER, CO 802042561		PC	SUPPORT	70,200
AMERICAN UNITED FOR SEPARATION OF CHURCH AND STATE 1901 L STREET SUITE 400 WASHINGTON, DC 20005		PC	SUPPORT	59,200
MILE HIGH UNITED WAY (READING CORP) 711 PARK AVENUE WEST DENVER, CO 80205		PC	SUPPORT	90,100
READING PARTNERS COLORADO 3131 OSCEOLA STREET 303 DENVER, CO 80212		PC	SUPPORT	78,200
Total ▶ 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WESTMINSTER PUBLIC SCHOOLS FOUNDATION 7002 RELEIGH STREET WESTMINSTER, CO 80030		GOV	SUPPORT	72,200
DENVER SCHOLARSHIP FOUNDATION 303 EAST 17TH AVENUE SUITE 200 DENVER, CO 80203		PC	SUPPORT	50,300
ACCESS ESPERANZA CLINICS INC 916 E HACKBERRY AVENUE MCALLEN, TX 785015737		PC	SUPPORT	104,000
SIERRA CLUB FOUNDATION 1536 WYNCOOP STREET SUITE 200 DENVER, CO 80202		PC	SUPPORT	35,200
SOUTHERN INSTITUTE FOR EDUCATION & RESEARCH INC MR BOX 1692 31 MCALISTER DRIVE NEW ORLEANS, LA 70112		PC	SUPPORT	17,600
Total 3a				5,645,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TSNE MISSIONWORLS (FOR TOOLS OF THE MIND) 89 SOUTH STREET SUITE 700 BOSTON, MA 021112680		PC	SUPPORT	70,200
Total ▶ 3a				5,645,100

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: PEIERLS FOUNDATION

EIN: 13-6082503

TY 2016 Investments Corporate Stock Schedule

Name: PEIERLS FOUNDATION
EIN: 13-6082503

Name of Stock	End of Year Book Value	End of Year Fair Market Value
10818 ACHIEVE LIFE SCIENCE	1,101,262	18,715
10330 ACUSPHERE INC.		
577688 AERO GROW INT'L INC.		
242005 AERO GROW INT'L COMMON	402,512	532,411
49046 AGENUS INC.	1,094,970	179,508
72949 ALIEN TECHNOLOGY SER. A'	208,113	104,318
1228 AMERICAN INT'L GP WT EXP	20,004	27,654
2300 AMERICAN INTERNATIONAL GR	2,255,578	148,603
7354 APOLLO ENDOSURGEY INC CS	2,854,684	30,078
20975 ARCA BIOPHARMA, INC.	1,733,166	27,268
295900 ARRAY BIOPHARMA INC.	1,275,345	3,092,155
22920 ASTEA INTERNATIONAL INC.	251,546	57,071
463000 ATRECA SER B CV PFD	899,841	898,220
5 BACTOLAC PHARMACEUTICAL INC.	160,650	600,000
707698 BAROFOLD INC SER. A CV.	261,848	70,770
157667 BIOCEPT WARRANTS		
157667 BIOCEPT, INC COMMON	591,250	138,747
243900 BIOCRYST PHARMACEUTICAL	1,299,997	1,097,550
3266891 BIOPTIX DIAG COMMON		
307061 CALIBER THER SERIES A1	307,031	184,237
3657952 CALIBIER THER B		
119.016 CALIBER THERA NOTES		
157566 CALIBER THER PRM NOTE	157,566	157,566
57783 CALIBER THERAPEUTICS B	57,778	71,651
267787 CALIBER THERAPEUTICS B	267,560	332,056
77044 CALIBER THERAPEUTICES WT		
157566 CALIBER THERAPEUTICES W		
1876000 CALIENT TECH. SER 4 PF	938,000	1,031,800
800000 CALIENT TECH. SER 5 PF	600,000	680,000
513938 CALIENT TECH SER 6 PRF	416,290	539,635

Name of Stock	End of Year Book Value	End of Year Fair Market Value
702000 CALIENT TECH SER 7 CV	877,500	1,053,000
536000 CALIENT TECH 7-A COV PF	670,000	1,005,000
536000 CALINET TECH COMMON	5,360	26,800
324600 CANCER GENTICS INC. COM	700,092	1,022,490
276600 CAPSTONE THERAPEUTICS C	1,250,076	15,766
58840 CARDIOVASCULAR SYSTEMS I		
431327 CARMENTA BIOSCIENCES A	431,327	431
172000 CASTLE BIO SER F PFD	1,001,178	1,001,040
50428 CATALYST BIOSCIENCES CS		
381.240 CATALYST NON-INT NOTE		
3361 CATALYST BIOSCIENCES COM	782,991	16,570
76 CEL-SCI CORP.	92,834	127
53571 CERECOR INC. COMMON	900,000	60,535
5211 CERTES NETWORKS COMMON	521,134	1
136 CERTES SEC PROM NOTE		
27200 CERTES NETWORKS WTS		13,328
145092 CERTES NETWORKS CV PFD	145,092	72,546
1 CGROWTH CAP INC COMMON		
81840 CHEMOCENTRYX	930,940	537,689
25102 CIBER, INC.	183,709	161
171600 CLOSETBOX A-1 PFD	330,330	330,330
220220 CLOSETBOX CV PRM NOTE	220,220	220,220
226000 CODEXIS INC.	874,271	1,389,900
151000 COVALENT DATA SER A CV		
190747 CONTRAFECT COMMON	914,177	196,469
4420 CROSSROADS SYSTEMS, INC.	1,054,245	14,586
99232 CUR MEDIA COMMON	967,506	69,462
5214 CYCLACEL PHARMACEUTICALS	832,387	8,760
337500 CYTRX CORP COMMON	799,916	122,513
49000 DIGI INTERNATIONAL INC.	450,280	509,600

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1260025 DR SEARS FAM. B-1 PFD		
49198 EASIC CORP SER B CV PFD	230,601	230,739
41161 EASIC CORP WARRANT	33	192,633
145625 EASIC CORP. COMMON	941,583	109,219
34159 EASIC CORP. SER A-2	32,645	179,335
9459 EASIC CORP. SER A-1 PD	130,575	709,425
19600 EDCI HOLDINGS, INC.	311,194	6,272
196252 EDGE THERAPEUTIC	870,100	2,131,297
9687 ENSERVCO CORP.	32,645	4,650
341000 ENUMERAL BIOMEDICAL WTS		
635000 ENUMERAL BIOMEDICAL CS	635,000	2,413
240 ENUMERICAL BIOMEDICAL NOTE		
5031360 ENUMERICAL BIOMED COM	387,960	19,119
117100 EVOKE PHARMACEUTICAL	1,123,949	357,155
195395 EVOTEC AG ADS		
79433 EVOTEC AG SPONSORED	1,398,035	3,334,041
88684 EXELIXIS INC.	1,578,428	2,198,476
482900 FLAGSHIP BIOSCIENCES CO	1,200,007	1,202,421
516240 FLUOROFINDER CL A	15,580	30,974
1552441 FLUOROFINDER CL A-1	14,962	93,146
245 FLUOROFINDER PROM NOTE 2	245,000	122,500
100 FLUOROFINDER PROM NOTE 3	100,000	50,000
60 FLUOROFINDER PROM NOTE 4	60,000	48,000
57.351 FLUOROFINDER PROM NT 5	57,351	57,351
403 FC GLOBAL REALTY	366,788	431
54500 FORESTAR GROUP INC.		
5979 FORESTAR GROUP INC.	140,696	106,426
234828 GENMARK DIAGNOSTICS	1,599,635	1,749,469
442497 GIGPEAK INC. COMMON		
23421 GIGPEAK INC. COMMON	343,451	65,579

Name of Stock	End of Year Book Value	End of Year Fair Market Value
13654 GOOD TIMES RESTAURANTS I	284,495	38,914
157900 GTX, INC.	1,411,181	128,057
420100 HARBOR DIVERSIFIED INC.	1,165,104	10,503
3304000 HAT AKSOR HOLDINGS UTS	429,463	594,720
336000 HEAT BIOLOGICS INC. COM	982,750	191,520
192750 HEAT BIOLOGICS SER A WT		
150000 HIBERNA CORP. COMMON	150,000	6,000
1380000 IMTHERA MED SER A-1	1,375,607	4,968,000
75400 INCYTE CORP		
60400 INCYTE CORP	373,310	6,840,300
133200 KINDRED BIOSCIENCES INC	1,247,716	992,340
8680 KINROSS GOLD CORP.	71,507	34,286
5000 KUBCO INC. COMMON		
58933 LANTRONIX INC.	779,706	107,847
128571 LEXICON PHARMA INC CL A	885,987	1,310,138
520000 LINEAGEN INC SER C-1 PF	520,000	520,000
76000 LINEGEN INC SER C-1 PF	76,000	76,000
26910 LIVE MICROSYSTEMS INC.		
17910 LIVE MICROSYSTEMS INC.	362,883	7,164
3521 LPATH WARRANTS 3/9/17		
40450 LPATH INC. COMMON		
211000 MAGNOLIA MEDICAL TECH	472,640	472,640
200 MARDIL INC PROM NOTE	200,000	150,000
650 MARDIL INC 8% PROM NOTE	650,000	487,500
220588 MARKET FORCE A-1 CV PFD		11,029
139731 MARKET FORCE B-1 PFD		11,947
690745 MARKET FORCE COMMON		
250000 MARKET FORCE B PFD		21,375
389731 MARKET FORCE SER B1 CV		
301524 MIRAGEN THERA SER A PRE		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
50028 MIRAGEN THERA SER B PREF		
116204 MIRAGEN THERA SER C PFD		
512254 MIRAGEN THERAPEUTICS CS	3,610,141	4,241,463
530 MOTUS GI MEDICAL TECH NOTE		
54780 MOTUS GI HOLDINGS WTS		32,868
251707 MOTUS GI HOLDINGS CS	852,774	1,208,194
63903 MOTUS GI A CV PFD	330,471	357,857
360000 MRI INTERVENTIONS WTS		216,000
360000 MRI INTERVENTIONS CS	720,000	954,000
38190 MS & AD INSURANCE GROUP	1,350,346	1,288,908
170000 MYREXIS, INC.	477,685	6,800
153079 NANTCELL INC. COMMON	465,025	1,074,615
81400 NEPHROGENEX INC COMMON		
1273696 NEUROTROPE COMMON		
9333.34 NEUROTROPE B CV PFD		
29167 NEUROTROPE SER C WTS		3
29167 NEUROTROPE SER D WTS		3
29167 NEUROTROPE SER E WTS		3
38125 NEUROTROPE SER F WTS		4
207268 NEUROTROPE COMMON	2,456,831	930,633
2850824 NEW FRONTIER ENERGY IN	644,030	2,281
575.3 NEW FRONTIER ENERGY SER		
1500 NEW FRONTIER SER B CV PFD	313,990	1,296
575.25 NEW FRONTIER SERB CV PF	99,120	400
1 NEWRON SPORT.COM		
130000 OMEROS CORP.	824,411	2,048,800
119000 ONCOGENEX PHARMACEUTICA		
290000 OSTENDO TECH	731,820	1,055,600
139480 OVASCIENCE INC. COMMON	1,028,426	212,010
25343 PAIN THERAPEUTICS INC.	408,724	89,461

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5314 PAION AG	450,055	17,272
488383 PEERNOVA SER A-1 CV PFD	781,510	4,884
2207600 PEERNOVA A-2 CV PFD	260,497	264,912
51829 PEREGRINE PHARMACEUTICA	634,242	242,485
403 PHOTOMEDEX, INC.		
94900 PROGENICS PHARMACEUTICAL	385,668	587,431
910746 RAPT MEDIA SER B PFD	350,000	145,719
2367693 REFLEX SYSTEMS SER A		118,385
382066 REFLEX SYS LLC SER B	15,265	19,104
1178 RESPIRERX PHARMA COMMON	795,484	1,473
140000 RING ENERGY	770,000	1,793,400
48231 RIOT BLOCKCHAIN	2,880,831	327,971
10576 ROOT9B TECH INC	112,771	5,711
15555 ROOT9B WTS EXP 12/26/17	31,500	2
246000 SANGAMO BIOSCIENCES INC	1,127,936	3,050,400
422288 SHUNFENG INTL CLEAN EN	99,522	28,146
353900 SCICLONE PHARMACEUTICAL		
360000 SIGNAL GENETICS		
5884 SOLITARIO EXPL. & ROYALTY	6,884	3,648
62725 SOMPO HOLDINGS	1,817,571	2,505,578
80200 SORRENTO EXPLOR	581,450	212,530
2954 STRASBAUGH	21,886	177
5000 SUGGESTION BOX INC COM	353,645	7
28.5 SUNIVA INC. SER. D CV PF		
112 SUNIVA INC. SER E CV P		
SUNIVA INC. - SAFE		
4063.37 SUNIVA CLA A COMMON	156,048	81,267
10700 SUNRISE TELECOM, INC.	20,066	246
700700 SYNCHR SER A CV PFD	729,429	784,784
500000 SYNCHR SER A-1 CV PFD	558,900	560,000

Name of Stock	End of Year Book Value	End of Year Fair Market Value
15602 SYNERON MEDICAL LTD.		
27928 TITAN PHARMACEUTICALS	1,047,803	57,252
59000 TOKIO MARINE HOLDINGS IN	896,155	2,520,857
61000 UNIQUE N.V.	945,435	908,900
922000 UR-ENERGY, INC	972,483	488,660
31300 URSTADT BIDDLE PROP. (A)	175,619	680,149
31300 URSTADT BIDDLE COMM	180,440	563,400
48231 VENAXIS, INC.		
532231.5 VERASTEM INC. COM	2,431,637	2,033,122
1242 VERNALIS PLC	498,746	422
20340 VIOLIN MEMORY COMMON		
1930656 VITAL ACCESS A-1 PFD	1,216,314	193
249087 VITAL ACCESS WARRANTS		25
59.342 VITAL ACCESS PROM NOTES	59,342	5,934
216750 VITAL ACCESS A-1 CV PRF	136,553	
235946 VITAL ACCESS A-1 CV PRF	148,553	
441269 VITAL ACCESS A-1 CV PRF	278,000	
64195 VITAL ACCESS A-1 CV PRF	40,443	
19196 VITAL ACCESS A-1 CV PRF	12,093	
953300 VITAL ACCESS A-1 CV PRF	600,579	
68000 YAMANASHI CHUO BANK	709,115	301,012

TY 2016 Investments - Other Schedule**Name:** PEIERLS FOUNDATION**EIN:** 13-6082503

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BOULDER VENTURES IV ANNEX, LP	AT COST	118,489	207,007
BOULDER VENTURES V, LP	AT COST	469,347	1,459,161
ORCHESTRA MEDICAL VEN II	AT COST	2,614,673	2,243,666
LONGWOOD FOUNDERS FUND LP	AT COST	574,591	291,726
SOFINNOVA HEALTHQUEST PARTNERS	AT COST	955,203	1,429,221
BOULDER VENTURES VI, LP	AT COST	169,362	1,207,557
DELTA-V CAPITAL 2015, L.P.	AT COST	205,025	218,145
HEALTHQUEST PARTNERS II	AT COST	255,332	239,165

TY 2016 Other Decreases Schedule**Name:** PEIERLS FOUNDATION**EIN:** 13-6082503

Description	Amount
BOULDER VENTURES IV ANNEX, LP NON-DED	49
BOULDER VENTURES V. L.P. NON-DEDUCTIBLE	61
BOULDER VENTURES VI, L.P. NON-DEDUCTIBLE	21
FLUOROFINDER, LLC NON-DEDUCTIBLE	5,095

TY 2016 Other Expenses Schedule**Name:** PEIERLS FOUNDATION**EIN:** 13-6082503**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOULDER VENTURES IV, ANNEX, LP	619	619		
ORCHESTRA MEDICAL VENTURES II	79,987	79,987		
BOULDER VENTURES V, LP	42,672	42,672		
LONGWOOD VENTURES LP	60,856	60,856		
SONFINNOVA HEALTHQUEST VENTURE	60,681	60,681		
BOULDER VENTURES VI, LP	62,285	62,285		
DELTA-V CVAPITAL 2015, LP	24,309	24,309		
HEALTHQUEST PARTNERS II, LP	11,439	11,439		
NEW YORK FILING FEE	1,500	1,500		

TY 2016 Other Income Schedule**Name:** PEIERLS FOUNDATION**EIN:** 13-6082503**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FLUOROFINDER, INC	-628,609	-628,609	
HAT AKSOR HOLDINGS, LLC	-69	-69	

TY 2016 Other Increases Schedule

Name: PEIERLS FOUNDATION

EIN: 13-6082503

Description	Amount
BASIS ADJUSTMENT	187,062

TY 2016 Other Professional Fees Schedule**Name:** PEIERLS FOUNDATION**EIN:** 13-6082503

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	9,500	9,400		100
AGENCY FEES	90,055	90,055		

TY 2016 Taxes Schedule**Name:** PEIERLS FOUNDATION**EIN:** 13-6082503

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	25,833	25,833		

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization PEIERLS FOUNDATION	Employer identification number 13-6082503

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization PEIERLS FOUNDATION	Employer identification number 13-6082503
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	UD ETHEL F PEIERLS CHAR LEAD TRUST NORTHERN TRUST 131 N MARKET ST 530 WILMINGTON, DE 19801	\$ 592,439	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

13-6082503

Part II	Noncash Property
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[illegible]

Name of organization PEIERLS FOUNDATION	Employer identification number 13-6082503
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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