efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491319020078

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
The Willard TC Johnson Foundation Inc

% EISNERAMPER LLP

Number and street (or P O box number if mail is not delivered to street address)
The Johnson Co 610 FIFTH AVENUE Su

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10020

A Employer identification number
13-2993310

B Telephone number (see instructions)
(212) 322-7500

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 66,447,614

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	9,304	9,304		
	4	Dividends and interest from securities	2,037,072	2,037,072		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	171,039			
	b	Gross sales price for all assets on line 6a 9,896,551				
	7	Capital gain net income (from Part IV, line 2)		171,039		
	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)	3,446	3,446		
	12	**Total.** Add lines 1 through 11	2,220,861	2,220,861		
Operating and Administrative Expenses	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)	25,707	12,854	0	12,853
	c	Other professional fees (attach schedule)	109,341	109,341		
	17	Interest	278	278		
	18	Taxes (attach schedule) (see instructions)	18,062	7,062		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	33,799	32,299		1,500
	24	**Total operating and administrative expenses.** Add lines 13 through 23	187,187	161,834	0	14,353
	25	Contributions, gifts, grants paid	3,190,000			3,190,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,377,187	161,834	0	3,204,353
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,156,326			
	b	**Net investment income** (if negative, enter -0-)		2,059,027		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing	626,957	701,797	701,797
2 Savings and temporary cash investments	3,198,200	2,736,427	2,736,427
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)	1,354,220	1,427,400	1,401,613
b Investments—corporate stock (attach schedule)	14,807,040	14,896,598	50,544,634
c Investments—corporate bonds (attach schedule)	9,320,244	1,534,914	1,534,906
11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments—mortgage loans			
13 Investments—other (attach schedule)	2,601,185	9,454,259	9,527,532
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)	580	705	705
16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	31,908,426	30,752,100	66,447,614
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	31,908,426	30,752,100	
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)	31,908,426	30,752,100	
31 **Total liabilities and net assets/fund balances** (see instructions)	31,908,426	30,752,100	

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	31,908,426
2	Enter amount from Part I, line 27a	2	-1,156,326
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	30,752,100
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	30,752,100

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	ST PUBLICLY TRADED SECURITIES - BNY 0860	P	2016-10-25	2017-03-29
b	LT PUBLICLY TRADED SECURITIES - BNY 0860	P	2004-12-15	2017-10-09
c	LT PUBLICLY TRADED SECURITIES - BNY 0850	P	2013-02-05	2017-10-17
d	ST PUBLICLY TRADED SECURITIES - BNY 1450	P	2017-01-25	2017-02-16
e	LT PUBLICLY TRADED SECURITIES - BNY 1450	P	2016-08-02	2017-11-27

	(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	16,342		15,804	538
b	1,262,993		1,012,711	250,282
c	7,613,869		7,685,330	-71,461
d	149,206		151,139	-1,933
e	846,462		860,528	-14,066

	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				538
b				250,282
c				-71,461
d				-1,933
e				-14,066

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	171,039
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))
2016	2,872,058	57,985,091	0 049531
2015	2,896,871	58,676,279	0 04937
2014	2,463,516	58,346,462	0 042222
2013	2,051,441	53,236,153	0 038535
2012	2,799,599	49,294,503	0 056793

2	**Total** of line 1, column (d)	2	0 236451
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 04729
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	61,978,650
5	Multiply line 4 by line 3	5	2,930,970
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	20,590
7	Add lines 5 and 6	7	2,951,560
8	Enter qualifying distributions from Part XII, line 4 , ...	8	3,204,353

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**	20,590
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**	20,590
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**	20,590
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	**6a**	16,606		
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**	54,606
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			**8**	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			**9**	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			**10**	34,016
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 34,016 **Refunded** ▶			**11**	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	**1a**		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	**1b**		No
	*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**		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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) ▶ 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 2017 or the taxable year beginning in 2017 (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)

			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		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶EISNERAMPER LLP Telephone no ▶(212) 891-6046

Located at ▶750 THIRD AVENUE NEW YORK NY ZIP+4 ▶10017

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 2017, 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		No
	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 ▶			

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		
	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 2017?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ▶ 20___, 20___, 20___, 20___	☐ Yes ☑ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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	(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
BETTY W JOHNSON C/O THE JOHNSON CO INC 610 5TH AVE 610 Fifth Ave 2nd Fl NEW YORK, NY 10020	CHAIRMAN/DIR 0 25	0	0	0
ROBERT W JOHNSON IV C/O THE JOHNSON CO INC 610 5TH AVE 610 Fifth Ave 2nd Fl NEW YORK, NY 10020	PRES/DIR 0 25	0	0	0
CHRISTOPHER W JOHNSON C/O THE JOHNSON CO INC 610 5TH AVE 610 Fifth Ave 2nd Fl NEW YORK, NY 10020	DIR ,VP,SEC ,TREAS 0 25	0	0	0
MARY ANN ADAMS C/O THE JOHNSON CO INC 610 5TH AVE 610 Fifth Ave 2nd Fl NEW YORK, NY 10020	ASSISTANT SECRETARY 0 25	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	(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

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

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
EISNERAMPER LLP 750 THIRD AVENUE NEW YORK, NY 10017	ACCOUNTING SERVICES	25,707

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	54,577,197
b	Average of monthly cash balances.		1b	3,504,430
c	Fair market value of all other assets (see instructions).		1c	4,840,860
d	**Total** (add lines 1a, b, and c).		1d	62,922,487
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	62,922,487
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	943,837
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	61,978,650
6	**Minimum investment return.** Enter 5% of line 5.		6	3,098,933

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	3,098,933
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 20,590		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	20,590
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	3,078,343
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	3,078,343
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	3,078,343

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	3,204,353
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	3,204,353
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	20,590
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	3,183,763

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7					3,078,343
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.				2,852,138	
b Total for prior years 2015 , 2014 , 2013					
3 Excess distributions carryover, if any, to 2017					
a From 2012.					
b From 2013.					
c From 2014.					
d From 2015.					
e From 2016.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 3,204,353					
a Applied to 2016, but not more than line 2a				2,852,138	
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 2017 distributable amount.					352,215
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2017 *(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 2016 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					2,726,128
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 2012 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2013. . . .					
b Excess from 2014. . . .					
c Excess from 2015. . . .					
d Excess from 2016. . . .					
e Excess from 2017. . . .	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 2017, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 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))

NA

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

NA

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

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

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

ROBERT W JOHNSON IV
610 fifth avenue
new york, NY 10020
(212) 332-7500

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

No specific format

c Any submission deadlines

No specific format

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

NO RESTRICTIONS EXCEPT THAT THE ORGANIZATIONS MUST BE LISTED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE

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* See Additional Data Table				
Total . . . . ▶ **3a**				3,190,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	9,304	
4 Dividends and interest from securities			14	2,037,072	
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			01	3,446	
8 Gain or (loss) from sales of assets other than inventory			18	171,039	
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)				2,220,861	

13 Total. Add line 12, columns (b), (d), and (e). 13 2,220,861

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2018-11-12	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
STEPHANIE HINES				P00191243

Firm's name ▶ EISNERAMPER LLP

Firm's EIN ▶

Firm's address ▶ 750 THIRD AVENUE

NEW YORK, NY 100172703

Phone no (212) 891-6046

Form 990PF Part XV Line 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*				
middlesex county college foundation inc 2600 woodbridge avenue edison, NJ 08818	none	PC	general support	150,000
PRINCETON-BLAIRSTOWN CENTER 350 ALEXANDER STREET PRINCETON, NJ 08540	none	PC	general support	40,000
THE JOHNSON CENTER FOR CHILD HEALTH & DEVELOPMENT 1700 RIO GRAND STREET SUITE 200 AUSTIN, TX 78701	none	PC	general support	600,000
Total . . . . ▶ 3a				3,190,000

Form 990PF Part XV Line 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*				
CENTRAL PARK CONSERVANCY INC 14 EAST 60TH STREET NEW YORK, NY 10022	none	PC	general Support	1,200,000
ALLIANCE FOR LUPUS RESEARCH INC 28 WEST 44TH STREET SUITE 501 NEW YORK, NY 10036	NONE	PC	UNRESTRICTED	450,000
STONY BROOK-MILLSTONE WATERSHED ASSOC 31 TITUS MILL ROAD PENNINGTON, NJ 08534	NONE	PC	UNRESTRICTED	250,000
Total . . . . ▶ **3a**				3,190,000

Form 990PF Part XV Line 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*				
SUCCESS ACADEMY CHARTER SCHOOLS 95 PINE STREET 6TH FLOOR NEW YORK, NY 10005	NONE	PC	UNRESTRICTED	500,000
Total . . . . ▶ 3a				3,190,000

TY 2017 Accounting Fees Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	25,707	12,854		12,853

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

TY 2017 Depreciation Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

TY 2017 Investments - Other Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
THE BLACKSTONE GROUP LP	AT COST	62,057	94,518
APOLLO GLOBAL MANAGEMENT LLC	AT COST	59,426	100,238
JOHNSON PFIV LLC	AT COST	9,332,776	9,332,776

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491319020078

TY 2017 Other Assets Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDENDS RECEIVABLE	580	705	705

TY 2017 Other Expenses Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JOHNSON PFIV LLC-INVEST EXP	32,196	32,196		0
THE BLACKSTONE GROUP-INVEST EX	85	85		0
APOLLO GLOBAL MGMT -INVEST EXP	18	18		0
FILING FEE	1,500	0		1,500

TY 2017 Other Income Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
class action settlements	1,319	1,319	
the blackstone group lp	1,580	1,580	
APOLLO GLOBAL MANAGEMENT LLC	505	505	
Other Income	42	42	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319020078

TY 2017 Other Professional Fees Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT/CUSTODY FEES	109,341	109,341		

TY 2017 Taxes Schedule

Name: The Willard TC Johnson Foundation Inc

EIN: 13-2993310

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	7,062	7,062		
FEDERAL TAXES PAID	11,000			

THE WILLARD T C JOHNSON FOUNDATION INC
EIN 13-2993310
DETAILS ATTACHMENT FOR PART II LINE 10a of FORM 990-PF

DESCRIPTIONS	(b) BOOK VALUE	('C) FAIR MARKET VALUE
US AND STATE GOV'T OBLIGATIONS		
US Treasury		
TSY Infl Index Note 2020-04-15 , 125%	15,666 17	15,767 39
TSY Infl Protected Securıty 2021-07-15 , 0 625%	41,151 12	39,042 19
TSY Infl Protected Securıty 2022-01-15 , 0 125%	32,960 10	32,563 50
TSY Infl Protected Securıty 2027-01-15 , 0 375%	45,662 17	45,620 62
US Treasury Notes 2019-05-15 , 0 875%	139,649 97	138,157 04
US Treasury Notes 2019-06-15 , 0 875%	24,716 66	24,650 50
US Treasury Notes 2019-09-30 , 1 375%	134,686 19	133,834 95
US Treasury Notes 2019-10-15 , 1 00%	24,834 42	24,619 25
US Treasury Notes 2020-02-15 , 3 625%	25,181 74	25,895 50
US Treasury Notes 2020-02-29 , 1 250%	15,042 25	14,795 51
US Treasury Notes 2020-04-30 , 1 125%	14,919 79	14,732 22
US Treasury Notes 2020-5-15 , 1 500%	59,866 41	59,425 80
US Treasury Notes 2020-6-15 , 1 50%	59,833 59	59,395 20
US Treasury Notes 2020-11-30 , 2 00%	82,672 47	80,075 04
US Treasury Notes 2021-02-28 , 1	49,499 85	48,623 06
US Treasury Notes 2021-05-15 , 3 125%	30,180 79	31,040 64
US Treasury Notes 2021-06-30 , 1 125%	24,795 76	24,210 95
US Treasury Notes 2022-01-31 , 1 875%	64,614 06	64,324 59
US Treasury Notes 2022-02-28 , 1 875%	24,778 72	24,729 50
US Treasury Notes 2022-07-31 , 2 00%	10,039 45	9,923 83
US Treasury Notes 2022-09-30 , 1 75%	55,788 47	53,897 86
US Treasury Notes 2023-06-30 , 1 375%	34,789 45	33,435 92
US Treasury Notes 2023-08-31 , 1 375%	34,654 49	33,366 20
US Treasury Notes 2023-09-30 , 1 375%	44,314 50	42,866 01
US Treasury Notes 2023-10-31 , 1 625%	64,558 20	62,752 95
US Treasury Notes 2024-11-15 , 2 25%	57,048 83	54,716 42
US Treasury Notes 2026-05-15 , 1 625%	75,442 97	70,640 63
US Treasury Notes 2027-02-15 , 2 25%	24,732 42	24,672 00
Total U S Treasury	1,312,081 01	1,287,775 27
Federal Nat'l Mtg Assn 2020-04-30 , 2 00%	9,927 60	10,000 54
Total Government Agencıes	9,927 60	10,000 54
Calıfornıa State 2022-04-01, 2 367%	10,000 00	9,968 40
Calıfornıa State Earthq 2019-07-01 , 2 805%	12,599 45	12,610 33
Florıda ST Hurrıcan 2020-07-01 , 2 995%	15,000 00	15,196 35
Massachusetts St 2021-12-01 , 4 20%	27,792 25	26,215 50
South Carolına ST 2023-12-01 , 2 388%	10,000 00	9,519 70
Unıv of Calıfornıa 2025-01-07 , 3 063%	30,000 00	30,326 70
Total Munıcıpals	105,391 70	103,836 98
TOTAL INVESTMENT - US and STATE GOV'T	**1,427,400**	**1,401,613**

THE WILLARD T C JOHNSON FOUNDATION INC
EIN 13-2993310
DETAILS ATTACHMENT FOR PART II LINE 10b of FORM 990-PF

DESCRIPTIONS	(b) BOOK VALUE	('C) FAIR MARKET VALUE
CORPORATE STOCK		
Domestic Stocks		
Abbott Laboratories	101,661 82	228,280 00
Abbvie Inc	33,289 34	145,065 00
Accenture PLC	30,218 00	61,236 00
Medtronic PLC	86,659 50	88,825 00
Air Products & Chemicals, Inc	123,437 58	492,240 00
Alphabet Inc GOOG	30,399 59	104,640 00
Alphabet Inc GOOGL	137,756 43	210,680 00
Altaba Inc	46,049 50	209,550 00
Amazon Com Inc	328,806 50	327,451 60
American Express Co	414,381 02	1,350,616 00
Amgen Inc	31,596 34	34,780 00
Andarko Petroleum Corp	79,484 70	53,640 00
AT&T Inc	518,903 80	659,404 80
Avon Products Inc	4,765 00	2,150 00
Bank of America Corp	266,723 50	590,400 00
Bank of New York Mellon Corp	399,842 58	563,968 06
Becton, Dickinson & Co	169,090 00	1,070,300 00
Berkshire Hathaway Inc Del Cl B	257,520 60	396,440 00
Boeing Co	272,441 00	1,179,640 00
BP Plc ADR	166,906 20	126,090 00
Bristol-Myers Squibb Co	61,655 50	61,280 00
Broadcom Ltd	29,410 64	205,520 00
Carnival Corp	53,041 50	99,555 00
CBS Corp	140,583 05	147,500 00
Chevron Corp	508,922 50	1,577,394 00
Cintas Corp	377,906 25	1,402,470 00
Cisco Systems Inc	178,400 00	383,000 00
Citigroup Inc	142,919 40	223,230 00
Coca-Cola Co	80,960 00	91,760 00
Comcast Corp Cl A Spl	108,281 60	560,700 00
Conduent Inc	17,549 03	19,392 00
ConocoPhillips	110,922 16	164,670 00
CVS Caremark Corp	210,144 84	510,400 00
Deere & Co	31,690 00	62,604 00
EBAY Inc	16,906 92	30,192 00
Emerson Electric Co	176,673 75	348,450 00
Exxon Mobil Corp	123,607 40	167,280 00
Facebook Inc-A	73,577 30	617,610 00
General Electric Co	602,576 40	422,290 00
General Motors Corp	35,619 80	40,990 00
Grainger WW Inc	24,994 00	23,625 00
Halliburton Co	180,470 00	244,350 00
Home Depot Inc	190,048 50	284,295 00
Honeywell Intl Inc	30,414 70	46,008 00
Intel Corp	178,121 25	401,592 00
International Business Machines Corp	729,298 96	1,073,940 00
Laboratory Corp of America Holdings	395,794 40	1,276,080 00
Lions Gate Entertainment B	9,220 41	10,759 86
McDonald's Corporation	52,704 00	103,272 00
Mednax Inc	56,045 12	85,504 00
Merck & Co Inc	62,095 00	56,270 00
Microsoft Corp	688,783 91	1,710,800 00
Msc Indl Direct Inc	33,836 75	48,330 00
Net App Inc	38,592 00	55,320 00
Oracle Corp	115,212 30	156,024 00
Paypal Holdings Inc	24,909 08	58,896 00
Pfizer, Inc	101,816 40	217,320 00

THE WILLARD T C JOHNSON FOUNDATION INC
EIN 13-2993310
DETAILS ATTACHMENT FOR PART II LINE 10b of FORM 990-PF

DESCRIPTIONS	(b) BOOK VALUE	('C) FAIR MARKET VALUE
CORPORATE STOCK		
Domestic Stocks		
Pioneer Natural Resources Company	55,057 50	51,855 00
PJT Partners Inc	285 68	3,420 00
PVH Corp	62,814 75	68,605 00
QUALCOMM Inc	18,214 32	32,010 00
Red Hat Inc	33,636 82	84,070 00
Ross Stores Inc	45,450 48	128,400 00
Royal Dutch Shell PLC	552,883 52	747,152 00
Schlumberger Ltd	51,895 68	48,251 24
Southwest Airlines Inc	386,165 00	1,636,250 00
Starbucks Corp	33,604 08	34,458 00
State Street Corp	101,260 80	195,220 00
Target Corp	219,600 00	391,500 00
Tenet Healthcare Corp	11,706 00	7,580 00
The Mosaic Co	9,230 00	5,132 00
Thermo Fisher Scientific Inc	26,480 66	37,976 00
Time Inc	7,791 27	13,837 50
Time Warner Inc	181,574 73	548,820 00
Twenty-first Century Fox Inc	34,099 50	34,530 00
Twitter Inc	52,100 18	52,822 00
U S Bancorp Del	360,592 00	664,392 00
United Continental Holdings Inc	23,097 34	26,960 00
United Parcel Service Cl B	105,556 00	119,150 00
United Rentals Inc	10,501 17	17,191 00
United Technologies Corp	401,437 30	1,403,270 00
Varex Imaging Corporation	5,420 03	11,247 60
Varian Medical Systems Inc	40,016 48	77,805 00
Verizon Communications Inc	66,880 77	80,188 95
Versum Materials Inc	10,995 41	56,775 00
Visa Inc Cl A	84,177 22	148,226 00
Vmware Inc	52,321 60	75,192 00
Wal-Mart Stores, Inc	849,487 75	1,491,125 00
Walgreens Boots Alliance Inc	272,377 00	508,340 00
Walt Disney Co	130,959 60	430,040 00
Wells Fargo & Co New	350,755 00	715,906 00
Xerox Corp	41,549 77	43,725 00
Yum! Brands Inc	60,454 74	97,932 00
Yum China Holdings Inc	23,941 30	48,024 00
Zoetis Inc	49,811 76	86,448 00
Tapestry Inc	10,060 50	8,846 00
Total Domestic Stocks	14,327,881 53	31,116,741 61
International Stocks		
Weatherford Intl Ltd	33,969 10	12,510 00
Cnh Industrial NV	121,849 50	153,885 60
Anheuser Busch Inbev Spn	62,403 00	66,936 00
Baidu, Inc	34,754 00	46,842 00
McDermott Intl Inc	17,797 80	13,160 00
Vodafone Group PLC	30,184 85	20,862 60
Total International Stocks	300,958 25	314,196 20
CONCENTRATED EQUITY		
Johnson & Johnson Co	267,757 50	19,113,696 00
TOTAL CONCENTRATED EQUITY	267,757 50	19,113,696 00
TOTAL INVESTMENTS - CORPORATE STOCK	**14,896,598**	**50,544,634**

THE WILLARD T C JOHNSON FOUNDATION INC
EIN 13-2993310
DETAILS ATTACHMENT FOR PART II LINE 10c of FORM 990-PF

DESCRIPTIONS	(b) BOOK VALUE	('C) FAIR MARKET VALUE
CORPORATE BONDS		
CORPORATE		
Abbvie Inc 2023-05-14 , 2 85%	15,318 75	14,967 12
Abbott Laboratories 2019-11-22 , 2 35%	14,985 30	15,016 32
Actavis Funding Scs 2022-03-15 , 3 45%	14,978 70	15,240 81
Adobe Systems Inc 2020-02-01 , 4 750%	22,359 80	21,002 35
Amazon com Inc 2019-12-05 , 2 6%	25,706 25	25,255 10
American Express Credit Co 2018-7-31, 1 8%	19,973 80	19,986 84
Amgen Inc 2019-02-01 , 5 70%	9,977 70	10,379 54
Anheuser Busch Inc 2021-02-01 , 2 65%	24,921 75	25,125 45
Apple Inc 2021-02-23 , 2 250%	30,538 50	29,964 90
AT&T Inc 2022-06-30 , 03 00%	25,265 25	25,044 50
Automatic Data Process 2020-09-15 , 2 25%	14,986 65	15,038 61
Bank of America Corp 2019-01-15 , 2 600%	20,208 20	20,068 46
Bank of America Corp 2025-04-21 , 3 95%	19,941 00	20,682 36
Bank of Montreal 2019-12-12 , 2 1%	25,048 95	24,930 73
Berkshire Hathaway Fin 2019-03-15 , 1 7%	9,992 40	9,967 66
BP Cap Mkts PLC 2019-03-10 , 4 75%	22,212 60	20,620 78
Brandywine Oper Partner 11-15-27, 3 95%	14,887 50	14,889 00
Caterpillar Financial 2019-06-09 , 2 10%	20,000 00	20,009 68
Cisco Systems Inc 2019-03-01 , 2 125%	30,149 60	30,033 70
Citigroup Inc 2019-07-29, 2 50%	19,844 60	20,061 40
Citigroup Inc 2025-06-10, 4 40%	20,379 40	21,110 68
Citizens Financial Goup 2025-12-03 , 4 300%	24,973 75	26,222 08
Coca-Cola Co 2018-04-01 , 1 15%	19,987 32	19,973 34
Cooperative Rabobank 2026-07-21 , 3 75%	19,957 90	20,260 72
Credit Suisse Gp 2021-04-16 , 3 45%	20,211 80	20,467 02
CVS Health Corp 2020-07-20 , 2 80%	15,525 90	15,062 49
Deutsche Bank AG 2021-05-12 , 03 375%	14,888 97	15,138 36
Discovery Communication 2023-03-20 , 2 95%	14,981 10	14,845 20
Dow Chemical 2020-11-15 , 4 250%	16,899 34	16,709 95
Dr Pepper Snapple Gr 2019-01-15 , 2 6%	15,180 45	15,047 22
EBAY Inc 2020-06-05 , 2 15%	14,984 85	14,894 70
Edison International 2022-09-15 , 2 4%	9,986 85	9,783 40
Emc Corp 2018-06-01 , 1 875%	14,991 45	14,928 68
Enterprise Products 10-15-19 , 2 55%	10,129 10	10,031 49
Fidelity National Inform 08-15-21 , 2 25%	19,872 60	19,662 80
Fiserv Inc 06-01-25 , 03 85%	19,986 60	20,863 66
Ford Motor Credit Co , 3 81% 2024-01-09	15,024 30	15,312 90
General Electric Cap Cor 2021-02-11 , 5 300%	32,602 80	32,393 73
GlaxoSmithKline Cap Corp 2018-05-15 , 5 65%	14,754 13	15,206 34
GNMA REMIC Trus	10,916 69	10,670 84
Goldman Sachs Group 2019-01-31 , 2 625%	40,678 00	40,172 80
Healthcare Realty TR 2028-01-15 , 3 625%	4,957 65	4,946 80
Hnda 2021-09-09 , 1 7%	14,976 40	14,609 66
HSBC Finance Corp 2021-01-15 , 6 676%	10,291 23	10,006 26
IBM Corp 2019-02-12 , 1 95%	35,520 45	35,042 81
Intel Corp 2020-07-29 , 2 450%	41,182 80	40,435 88
Intercontinentalexcha 2020-12-01 , 2 75%	19,977 60	20,223 80
John Deere Capital Co , 2022-09-08 , 02 15%	14,969 55	14,680 50
Jpmorgan Chase & Co 2023-05-01 , 3 375%	29,737 00	30,493 86
Microsoft Corp 2025-11-03 , 3 125%	24,993 50	25,523 58
Morgan Stanley 2022-11-01 , 4 875%	26,129 10	26,920 55
NBC Universal Media 2021-04-01 , 4 375%	28,277 59	26,497 00
Nisource Finance Corp 2027-05-15 , 3 49%	14,997 60	15,267 62
Noble Energy Inc 2028-01-15 , 3 85%	9,968 80	10,030 60

THE WILLARD T C JOHNSON FOUNDATION INC
EIN 13-2993310
DETAILS ATTACHMENT FOR PART II LINE 10c of FORM 990-PF

DESCRIPTIONS	(b) BOOK VALUE	('C) FAIR MARKET VALUE
CORPORATE BONDS		
CORPORATE		
Oneok Inc 2027-07-13 , 4 0% ,	9,984 50	10,135 30
Oracle Corp 2018-04-15 , 5 75%	24,912 00	25,039 40
Petroleos 2022-01-24 , 4 875%	20,850 00	20,845 00
Premier Health Part 2026-11-15 , 2 911%	25,000 00	23,929 45
Private Export Funding Corp 2019-08-15 , 1 45%	4,990 05	4,955 50
Prov ST Joseph Hlth 2026-10-01 , 2 746%	15,000 00	14,530 77
Public Service Enterprise 11-15-22, 2 65%	14,980 95	14,868 00
Qualcomm Inc 2019-05-20 , 1 85%	19,990 80	19,924 40
Royal Bank of Canada 2026-01-27 , 4 65%	24,946 50	26,940 60
Santander Holdings US 2020-04-17 , 2 65%	14,940 15	14,992 04
Shire Acq Inv 2026-09-23 , 3 2%	14,982 15	14,666 30
Snap-On Inc 2027-01-03 , 3 25%	15,009 85	15,242 70
Societe Generale 2018-10-01 , 2 625%	15,104 10	15,062 42
Southern Co 2018-07-01 , 1 55%	19,990 40	19,959 47
Spectra Energy Partner 2025-03-15 , 3 5%	9,964 40	10,042 10
Sumitomo Mitsui Bank 2018-10-19 , 1 7620%	20,002 45	19,971 39
Telefonica Emisiones 2023-04-27 , 4 57%	15,778 65	16,222 62
The Kroger Co 2019-01-15 , 2 3%	15,087 30	15,012 42
Time Warner Inc 2022-01-15 , 4 0%	26,344 95	26,031 03
Toyota Moto Credit 2020-03-15 , 2 15%	15,127 50	14,952 60
UDR Inc 2026-09-01 , 2 95%	15,000 00	14,416 16
Unitedhealth Group Inc 2018-07-16 , 1 9%	14,980 95	15,006 03
Verizon Communications 2023-09-15 , 5 15%	36,649 55	38,942 54
Wal-Mart Stores Inc 2020-10-25 , 3 25%	26,182 00	25,756 25
Waste Management Inc 2025-03-01 , 3 125%	14,959 00	15,117 15
Total Corporate	1,514,948 07	1,514,284 27
Foreign Bonds		
Province of Ontario 2019-10-07 , 4 00%	19,965 60	20,622 26
Total Foreign Bonds	19,965 60	20,622 26
TOTAL INVESTMENTS - CORPORATE BONDS	**1,534,914**	**1,534,906**