

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

Name of foundation W F Whitman Family Foundation Inc		A Employer identification number 20-0413209	
% Foundation Source			
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd	Room/suite	B Telephone number (see instructions) (800) 839-1754	
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		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) \$ 5,970,786	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)	163,181			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	665	665		
	4 Dividends and interest from securities . . .	125,391	125,391		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	186,322			
	b Gross sales price for all assets on line 6a 2,652,876				
	7 Capital gain net income (from Part IV, line 2) . . .		186,322		
	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)	78	78		
	12 Total. Add lines 1 through 11	475,637	312,456		
	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)	25,827	25,827		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	8,114	161		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	28,146			28,146
	24 Total operating and administrative expenses. Add lines 13 through 23	62,087	25,988		28,146
	25 Contributions, gifts, grants paid	289,300			289,300
	26 Total expenses and disbursements. Add lines 24 and 25	351,387	25,988		317,446
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	124,250			
	b Net investment income (if negative, enter -0-)		286,468		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	73,034	131,702	131,702
	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)	3,874,381	4,198,140	4,834,563
	c	Investments—corporate bonds (attach schedule)	1,269,074	1,011,397	1,004,521
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,216,489	5,341,239	5,970,786	
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 type="checkbox"/> 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 ▶ <input checked="" 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	5,216,489	5,341,239	
	30	Total net assets or fund balances (see instructions)	5,216,489	5,341,239	
31	Total liabilities and net assets/fund balances (see instructions) .	5,216,489	5,341,239		

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	5,216,489
2	Enter amount from Part I, line 27a	2	124,250
3	Other increases not included in line 2 (itemize) ▶ _____	3	500
4	Add lines 1, 2, and 3	4	5,341,239
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	5,341,239

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 Publicly-traded Securities			
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 2,652,876		2,466,554	186,322
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			186,322
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 5px;">{</div> <div> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="font-size: 3em; margin-left: 5px;">}</div> </div>	2	186,322
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	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 5px;">{</div> <div></div> <div style="font-size: 3em; margin-left: 5px;">}</div> </div>	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	265,504	5,429,102	0 048904
2015	265,140	5,565,399	0 047641
2014	222,872	5,400,477	0 041269
2013	201,197	4,852,890	0 041459
2012	161,215	3,756,831	0 042912
2 Total of line 1, column (d)			2 0 222185
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 044437
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 5,828,638
5 Multiply line 4 by line 3			5 259,007
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,865
7 Add lines 5 and 6			7 261,872
8 Enter qualifying distributions from Part XII, line 4			8 317,446

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	2,865
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	2,865
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	2,865
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	4,500
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	4,500
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	1,635
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 1,635 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	Yes	
14	The books are in care of ► Foundation Source Telephone no ► (800) 839-1754			

Located at ► 501 Silverside Road Suite 123 Wilmington DE ZIP+4 ► 198091377

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 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? 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 checked="" 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 checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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 checked="" 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 checked="" 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"/>	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 2017? <input type="checkbox"/>	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? <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"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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))?	<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)?	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?				
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
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?	6b		No	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
		<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?	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
Thomas C Danziger Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	0	0	0
Heather B Warren Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	0	0	0
Laura B Whitman Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Pres / Dir / Sec 1 0	0	0	0
W Fifield Whitman III Foundation Source 501 Silverside Rd Wilmington, DE 198091377	VP / Dir / Treas 1 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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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

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	5,814,783
b	Average of monthly cash balances.	1b	102,616
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,917,399
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	5,917,399
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	88,761
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,828,638
6	Minimum investment return. Enter 5% of line 5.	6	291,432

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	291,432
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	2,865
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,865
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	288,567
4	Recoveries of amounts treated as qualifying distributions.	4	500
5	Add lines 3 and 4.	5	289,067
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	289,067

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	317,446
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	317,446
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	2,865
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	314,581

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				289,067
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			251,062	
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.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>317,446</u>				
a Applied to 2016, but not more than line 2a			251,062	
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.				66,384
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))				
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				222,683
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))
NONE

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	289,300
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(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.	***** 2018-03-16 *****	May the IRS discuss this return with the preparer shown below? (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Jeffrey D Haskell				P01345770
	Firm's name ▶ Foundation Source				Firm's EIN ▶
	Firm's address ▶ One Hollow Ln Ste 212 Lake Success, NY 11042				Phone no (800) 839-1754

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 MUSEUM OF NATURAL HISTORY 79TH ST AT CENTRAL PARK W NEW YORK, NY 10024	N/A	PC	General & Unrestricted	25,000
CENTRAL PARK CONSERVANCY INC 14 E 60TH ST 8TH FL NEW YORK, NY 10022	N/A	PC	General & Unrestricted	1,000
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVE DVB CLEVELAND, OH 44195	N/A	PC	Cleveland Clinic of Florida	10,000
COLD SPRING HARBOR LABORATORY PO BOX 100 COLD SPG HBR, NY 11724	N/A	PC	General & Unrestricted	5,000
GLEN COVE BOYS AND GIRLS CLUB AT LINCOLN HOUSE INC 113 GLEN COVE AVE GLEN COVE, NY 11542	N/A	PC	General & Unrestricted	500
Total ► 3a				289,300

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>				
GRACE CHURCH SCHOOL86 4TH AVE NEW YORK, NY 10003	N/A	PC	General & Unrestricted	20,000
GREEN VALE SCHOOL 250 VALENTINES LN OLD BROOKVILLE, NY 11545	N/A	PC	General & Unrestricted	5,000
ISLAND INSTITUTE386 MAIN ST ROCKLAND, ME 04841	N/A	PC	General & Unrestricted	37,500
JUPITER MEDICAL CENTER INC 1210 S OLD DIXIE HWY JUPITER, FL 33458	N/A	PC	General & Unrestricted	5,000
MARTIN MEMORIAL FOUNDATION INC PO BOX 9010 STUART, FL 34995	N/A	PC	General & Unrestricted	10,000
Total ► 3a				289,300

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>				
MEMORIAL SLOAN-KETTERING CANCER CENTER 633 3RD AVE 28TH FL NEW YORK, NY 10017	N/A	PC	Dr Peter Scardino's research on Prostate Cancer	5,000
NEW YORK SOCIETY FOR THE RELIEF OF RUPTURED & CRIP 535 E 70TH ST NEW YORK, NY 10021	N/A	PC	Spine Council Fund	10,000
OLD WESTBURY GARDENS INC 71 OLD WESTBURY RD OLD WESTBURY, NY 11568	N/A	PC	General & Unrestricted	800
OPERA HOUSE ARTSPO BOX 56 STONINGTON, ME 04681	N/A	PC	Live For \$5 00 Program	15,000
OPERA HOUSE ARTSPO BOX 56 STONINGTON, ME 04681	N/A	PC	Capital Campaign	20,000
Total ▶ 3a				289,300

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>				
SKIDMORE COLLEGE815 N BROADWAY SARATOGA SPGS, NY 12866	N/A	PC	capital Campaign	5,000
ST JOHNS CHURCHPO BOX 266 COLD SPRING HARBOR, NY 11724	N/A	PC	General & Unrestricted	500
TAFT SCHOOL CORPORATION 110 WOODBURY RD WATERTOWN, CT 06795	N/A	PC	General & Unrestricted	10,000
TAFT SCHOOL CORPORATION 110 WOODBURY RD WATERTOWN, CT 06795	N/A	PC	foundation pledge and Annual Fund	6,000
THE NEW YORK PUBLIC LIBRARY ASTOR LENOX AND TILDEN 445 5TH AVE NEW YORK, NY 10016	N/A	PC	General & Unrestricted	1,000
Total ▶ 3a				289,300

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>				
TRUSTEES OF PHILLIPS ACADEMY 180 MAIN ST ANDOVER, MA 01810	N/A	PC	General & Unrestricted	25,000
WILLIAMS COLLEGE75 PARK ST WILLIAMSTOWN, MA 01267	N/A	PC	General & Unrestricted	50,000
WILLIAMS COLLEGE75 PARK ST WILLIAMSTOWN, MA 01267	N/A	PC	WCMA MUSEUM gift FUND, laura whitmans class of '89 gift fund and annual fund	21,000
YALE UNIVERSITY ART GALLERY PO BOX 208271 NEW HAVEN, CT 06520	N/A	PC	Asian Art Division	1,000
Total ► 3a				289,300

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

TY 2017 Depreciation Schedule

Name: W F Whitman Family Foundation Inc

EIN: 20-0413209

TY 2017 Investments Corporate Bonds Schedule

Name: W F Whitman Family Foundation Inc

EIN: 20-0413209

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ACTAVIS FUNDING SCS NOTE - 2.3	50,316	50,040
ANHEUSER BUSCH - 2.650% - 02/0	50,386	50,251
BERKSHIRE HATHAWAY INC - 0.000	50,253	50,326
CBS CORP - 2.500% - 02/15/2023	49,713	48,755
DR PEPPER SNAPPLE GROUP INC -	49,532	49,609
EDWARDS LIFESCIENCESCOR BOND -	50,891	50,338
HOME DEPOT INC - 2.000% - 04/0	49,822	49,507
MARRIOTT INTL INC - 3.375% - 1	52,429	51,038
MORGAN STANLEY - 2.650% - 01/2	50,015	50,226
NATIONAL RURAL UTIL - 0.000% -	50,321	50,133
NORTHROP GRUMMAN CORP - 0.000%	52,378	51,562
ORACLE CORP NOTE - 2.400% - 09	49,978	49,375
ROYAL BANK OF CANADA - 2.100%	49,889	49,640
SANOFI-AVENTIS - 4.000% - 03/2	54,121	52,608
SANTANDER - 2.500% - 03/14/201	49,913	50,154
SMUCKER J M CO - 2.500% - 03/1	50,288	50,124
STRYKER CORP - 2.000% - 03/08/	49,942	49,923
SUMITOMO MITSUI FINANCIAL GROU	50,000	49,652
SUNTRUST BKS INC - 2.900% - 03	49,892	50,559
TJX COS INC - 2.750% - 06/15/2	51,318	50,701

TY 2017 Investments Corporate Stock Schedule

Name: W F Whitman Family Foundation Inc
EIN: 20-0413209

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	14,688	16,005
ABBOTT LABS	11,383	13,982
ABBVIE INC	9,723	12,862
ACADIA HEALTHCARE CO INC	2,534	2,219
ACCURAY INCORPORATED	3,080	2,387
ACTIVISION BLIZZARD INC	1,388	2,026
ACTUANT CORP CL A	3,122	3,061
ACXIOM CORPORATION	3,517	4,933
AEROVIRONMENT, INC.	1,658	3,594
AETNA INC	5,146	6,674
AFLAC INC	669	702
AIR PRODS & CHEM INC	4,812	5,251
ALAMO GP INC	2,380	2,935
ALEXANDRIA REAL ESTATE EQUITIE	839	914
ALLEGIANCE BANCSHARES INC	1,631	1,581
ALLERGAN PLC	4,343	3,435
ALLSCRIPTS HEALTHCARE SOLUTION	5,227	5,936
ALPHABET INC CL A	11,031	12,641
ALPHABET INC CL C	11,167	13,603
ALTRIA GROUP INC	12,155	13,639
AMAZON COM	2,996	3,508
AMER INTERNATIONAL GROUP INC	17,821	17,814
AMERICAN EXPRESS CO	4,220	4,568
AMERICAN TOWER REIT INC	5,693	7,276
AMERISAFE INC	3,738	4,004
AMGEN INC	11,476	11,825
AMN HEALTHCARE SERVICES INC	7,010	8,964
ANALOGIC CORPORATION	2,318	2,429
ANDEAVOR	2,422	2,859
ANTHEM INC	4,584	6,525

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	58,727	99,169
ARCHER DANIELS MDLND	1,173	1,122
ARRS INTERNATIONAL PLC	5,406	5,523
ARTISAN PARTNERS ASSET MANAGEM	2,337	2,805
AT&T, INC	49,855	51,049
ATLANTIC POWER CORP	1,699	1,941
ATRICURE, INC.	1,743	1,696
AUTOMATIC DATA PROCESSING INC	6,760	7,149
AVALONBAY CMNTYS INC	175	178
AVANGRID INC	2,423	2,377
AVERY DENNISON CORP	3,740	7,236
AVIS BUDGET GROUP INC	3,570	5,441
BABCOCK & WILCOX ENTERPRISES I	1,493	2,153
BALCHEM CORP	3,747	5,561
BANK OF THE OZARKS	8,633	9,399
BANKUNITED, INC	2,837	3,502
BB&T CP	7,828	8,701
BERKSHIRE HATHAWAY INC. CLASS	26,041	37,265
BEST BUY INC	2,082	2,739
BOEING CO	2,290	3,539
BRISTOL-MYERS SQUIBB CO	9,057	9,131
BUNGE LTD	80	67
CA INC	15,452	15,575
CABOT OIL & GAS CORP	1,552	1,802
CAMPBELL SOUP CO	2,133	2,165
CARDINAL HEALTH INC	15,377	15,011
CARNIVAL CORP	14,265	14,535
CEVA INC	1,128	2,354
CHARLES RIV LABORATORIES INTL	5,201	7,771
CHEVRON CORP	25,100	28,919

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHUBB LIMITED	13,498	13,590
CIENA CORP	9,542	9,837
CINCINNATI FINANCIAL CORP	12,258	12,895
CISCO SYSTEMS INC	31,392	42,934
CLEAN HARBORS, INC	2,789	3,577
CLIFFS NATURAL RESOURCES INC.	1,286	3,100
CME GROUP, INC	6,045	7,303
COLFAX CORPORATION	1,157	2,179
COLLIERS INTERNATIONAL GROUP I	3,618	5,069
COMCAST CORP	17,110	21,146
COMERICA INC	1,749	3,906
COMMONWEALTH REIT	3,649	5,099
CONDUENT INC	1,461	1,551
CORELOGIC INC	4,797	6,654
COTY INC	251	259
COVANTA HOLDING CORP	2,667	3,262
CREDIT ACCEPTANCE CORPORATION	6,041	11,322
CROCS INC	1,457	2,098
CROWN CASTLE INTL	4,265	4,662
CROWN HOLDINGS INC	4,412	5,569
CVS CAREMARK CORP	20,076	18,633
CYPRESS SEMICONDUCTR	2,436	4,023
DANAOS CORP	932	267
DARDEN RESTAURANTS INC	10,326	12,387
DECKERS OUTDOOR CORPORATION	3,211	4,976
DEERE CO	2,186	2,661
DIAMOND HILL INVESTMENT GROUP	3,470	3,720
DIEBOLD INC	2,465	1,913
DIGITAL RLTY TR INC	4,145	4,214
DISCOVER FINL SVCS COM	5,151	6,461

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOMINION ENERGY INC	20,330	20,265
DORMAN PRODUCTS INC	3,178	4,586
DST SYS INC. COM	3,016	3,724
DTE ENERGY CO COM	3,827	3,722
DUKE ENERGY CO	11,573	11,439
DYCOM INDS INC	3,891	5,237
DYNEGY INC HLDG CO	2,733	2,844
ELI LILLY & CO	1,961	2,027
EMERSON ELECTRIC CO	10,270	11,847
ENERSYS	3,557	5,083
ENTERGY CORP	1,793	1,872
ENVESTNET INC	2,736	2,642
ENVISION HEALTHCARE CORP	1,923	2,385
EPLUS, INC	5,072	5,038
EQUINIX, INC	4,668	5,892
EQUITY RESIDENTIAL PPTYS TR	265	255
ESSEX PRTY TR INC	5,260	6,034
EVEREST RE GROUP LTD	448	443
EXPONENT, INC	4,713	6,186
EXPRESS INC	3,294	2,883
EXXON MOBIL CORP	27,690	28,939
FACEBOOK INC	26,474	34,763
FASTENAL COMPANY	5,488	6,344
FIREEYE INC	3,529	4,033
FIRST ENERGY CORP	1,157	1,133
FIRSTSERVICE CORP	4,203	7,901
FLUIDIGM CORPORATION	2,554	3,245
FORMFACTOR INC.	821	1,596
FOX FACTORY HOLDING CORPORATIO	2,441	3,458
GALLAGHER ARTHUR J & CO	1,993	2,088

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GAP INC	3,241	3,883
GARMIN LTD	4,261	5,600
GENERAL ELECTRIC CO	28,845	17,084
GENERAL MILLS INC	19,340	20,752
GENUINE PARTS COMPANY	8,756	9,596
GILEAD SCIENCES INC	13,756	13,253
GOLDMAN SACHS HIGH YIELD FUND	298,374	323,392
GOLDMAN SACHS STRATEGIC FACTOR	337,845	337,254
GOLDMAN SACHS TACTICAL TILT IM	321,953	339,420
HAEMONETICS CP	1,974	3,078
HARSCO CORP	992	2,909
HARTFORD FINANCIALSERVICES GRO	3,616	3,771
HASBRO INC	474	454
HEICO CORP	4,316	9,435
HELEN OF TROY LIMITED	3,585	3,854
HERTZ GLOBAL HOLDINGS, INC	2,074	2,785
HOME BANCSHARES INC	4,243	4,976
HOME DEPOT INC	3,806	4,928
HONEYWELL INTL	1,240	1,380
HOOKE FURNITURE CORPORATION	2,422	2,377
HUNTINGTON BANCSHARES INC	2,431	4,193
II VI INC	1,051	2,160
ILLINOIS TOOL WORKS	443	501
IMPAX LABS INC	2,160	2,831
INFINERA CORPORATION	5,115	2,855
INFRAREIT INC	1,804	1,858
INSPERITY INC	4,984	7,685
INSTALLED BUILDING PRODUCTS IN	4,756	6,456
INTEL CORP	21,228	28,896
INTERNATIONAL BUSINESS MACHINE	27,074	27,922

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTERPUBLIC GROUP OF COS	11,601	9,878
INTERSECT ENT INC	1,034	2,722
ITRON INC	1,589	3,410
ITT INC	2,168	3,469
JOHN BEAN TECH CORP	4,670	5,872
JOHNSON & JOHNSON	33,551	37,864
KBR INC	3,084	4,422
KELLOGG CO	6,638	6,934
KLA TENCOR CORP	3,559	3,677
KLX INC	2,126	5,119
KOHL'S CORP	6,499	8,351
KRAFT HEINZ CO	8,338	7,698
LCI INDUSTRIES	4,755	10,400
LEGACYTEXAS FINANCIAL GROUP IN	2,592	5,783
LITHIA MOTORS INC CL A	7,191	10,677
LOCKHEED MARTIN CORP	17,120	17,658
LOWES COMPANIES INC	4,964	5,948
LUMINEX CORPORATION	2,609	2,620
MA COM TECHNOLOGY SOLUTIONS HO	5,342	4,425
MACY'S INC	10,672	11,008
MANITOWOC CO INC	888	2,321
MARSH AND MCLENNAN COMPANIES I	7,118	7,081
MAXIM INTEGRATED PRODS INC	8,453	10,195
MAXWELL TECHNOLOGIES, INC	1,488	1,238
MCDERMOTT INT PANAMA	424	1,066
MEDTRONIC PLC	24,853	25,194
MELLANOX TECHNOLOGIES, LTD	4,252	6,276
MERCK & CO INC	27,784	26,785
MERCURY COMPUTER SYSTEMS	1,395	3,749
MERITOR INC	459	1,642

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT CORP	31,222	48,758
MID-AMERICA APT COMMUNITIES IN	3,013	2,816
MITEL NETWORKS CORP	1,037	1,029
MOLINA HEALTHCARE	2,003	3,067
MONDELEZ INTERNATIONAL INC	2,317	2,440
MSG NETWORKS INC	1,767	1,701
NANOSTRING TECHNOLOGIES INC	1,522	911
NASDAQ OMX GROUP	1,374	1,460
NATIONAL GENERAL HOLDINGS CORP	4,239	4,223
NEENAH PAPER INC	3,142	4,895
NEOGEN CORPORATION	6,555	10,687
NETAPP, INC	1,732	1,936
NEW YORK & CO.	236	326
NEWMONT MINING CORP	1,697	2,401
NIelsen HOLDINGS N.V	6,194	5,788
NORFOLK SOUTHERN CORP	2,872	3,623
NRG ENERGY	1,447	4,130
NUANCE COMMUNICATIONS, INC	5,626	5,477
OCCIDENTAL PETROLEUM CORP	4,169	4,420
OFFICE DEPOT INC	2,048	1,621
OGE ENERGY CORP	8,267	7,800
OMNICOM GROUP	14,570	13,911
ON ASSIGNMENT, INC	4,652	8,291
ORACLE CORP	15,890	16,879
ORMAT TECHNOLOGIES	2,112	3,902
OSI SYSTEMS, INC	2,061	2,511
PACKAGING CORP AMER	3,390	3,617
PATRICK IND INC	3,318	6,459
PAYCHEX	10,847	12,254
PEPSICO INC	13,884	14,510

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PFIZER INC	29,513	34,155
PNC FINANCIAL GROUP INC	22,188	24,674
PORTFOLIO RECOVERY ASSOCIATES,	4,808	5,146
PPL CORPORATION	18,737	16,063
PRAXAIR INC	2,280	2,320
PROCTER GAMBLE CO	39,376	40,060
PROLOGIS	3,030	3,161
PUBLIC SVC ENTERPRISE GROUP IN	103	103
QUALCOMM INC	18,430	21,319
QUANTUM CORP	437	484
QUEST DIAGNOSTICS	4,364	4,235
R L I CP	6,499	6,612
RAMBUS, INC	4,719	5,574
RAYTHEON CO	4,607	4,696
RE MAX HOLDINGS INC	2,476	2,037
REALPAGE, INC	2,428	3,057
REPUBLIC SVCS INC	3,860	3,921
RESMED INC	1,254	1,355
REV GROUP INC	4,131	5,042
RIBBON COMMUNICATIONS INC	1,736	2,172
RYDER SYSTEM	2,448	3,956
SCANNA CORP	15,844	14,599
SCHLUMBERGER LTD	5,772	5,122
SEACHANGE INTERNATIONAL, INC	1,492	955
SEAWORLD ENTERTAINMENT INC	2,420	2,334
SOUTHERN CO	12,393	12,407
SOUTHWEST AIRLINES	110	131
SPDR S&P BANK ETF	99,423	165,690
SPIRIT AEROSYSTEMS HOLDINGS CL	2,790	5,759
STATE STREET HEDGED INTL DEV E	917,030	1,124,461

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SYNCHRONY FINANCIAL	58	77
SYSCO CORP	7,579	8,502
T. ROWE PRICE ASSOCIATES	9,384	13,746
TAPESTRY INC	8,603	9,200
TARGET CORPORATION	2,668	2,936
TCF FINANCIAL CORP	2,992	5,207
TELEDYNE TECH INC	1,870	4,348
TETRA TECHNOLOGIES	2,090	1,469
TEXAS CAPITAL BANCSHARES, INC	1,792	3,467
TEXTRON INC	2,579	4,301
THE COCA-COLA CO	26,812	27,849
THE HAIN CELESTIAL GROUP, INC	704	890
THE HERSHEY COMPANY	545	568
THE KEYW HOLDING CORPORATION	2,655	2,700
THE MADISON SQUARE GARDEN CO	4,254	5,904
TIME WARNER INC	7,351	7,592
TIVO INC	5,112	4,274
TRAVELERS COMPANIES INC	3,947	4,340
TREEHOUSE FOODS INC	2,839	1,830
TWIN DISC, INCORPORATED	734	1,780
TYLER TECHNOLOGIES, INC	5,712	6,551
TYSON FOODS INC CL A	874	892
UNDER ARMOUR INC CL C	1,496	1,785
UNION PACIFIC	14,690	17,165
UNISYS CP	1,703	1,280
UNITED PARCEL SERVICE	7,733	7,864
UNITED TECHNOLOGIES CORP	3,287	3,700
UNITEDHEALTH GROUP INC	13,690	18,078
UNITI GROUP INC. COMMON STOCK	2,862	2,330
UNIVERSAL FOREST PRODUCTS, INC	3,625	4,402

Name of Stock	End of Year Book Value	End of Year Fair Market Value
US BANCORP	16,482	16,985
V F CORP	3,534	4,440
VALERO ENERGY CORP	3,187	4,963
VALMONT INDUSTRIES INC	1,529	2,488
VASCO DATA SECURITY INTERNATIO	1,349	1,376
VEECO INSTRUMENTS INC	2,301	1,901
VERIFONE SYSTEMS INC	3,487	3,206
VERINT SYSTEMS INC	6,929	7,952
VERITEX HOLDINGS INC	2,120	2,124
VERIZON COMMUNICATIONS	19,745	20,484
VIAVI SOLUTIONS INC	1,342	2,176
VISA INC	946	1,026
VOYA FLOATING RATE FUND CLASS	320,329	324,387
WAGEWORKS INC	6,959	6,200
WAL-MART STORES INC	15,953	20,935
WALGREENS BOOTS ALLIANCE	4,396	3,994
WALT DISNEY HOLDINGS CO	9,876	10,106
WASTE MANAGEMENT INC	1,131	1,208
WELLS FARGO & CO	38,138	45,381
WESTERN UNION CO	12,767	12,376
WEX, INC	3,151	6,355
WILLDAN GROUP INC	1,248	1,005
WYNDHAM WORLDWIDE	2,250	2,549
XL GROUP LTD	8,100	6,258

TY 2017 Other Expenses Schedule**Name:** W F Whitman Family Foundation Inc**EIN:** 20-0413209**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	28,085			28,085
State or Local Filing Fees	61			61

TY 2017 Other Income Schedule

Name: W F Whitman Family Foundation Inc

EIN: 20-0413209

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Class Action Lawsuit Proceeds	78	78	

TY 2017 Other Increases Schedule

Name: W F Whitman Family Foundation Inc
EIN: 20-0413209

Description	Amount
RETURNED GRANT	500

TY 2017 Other Professional Fees Schedule**Name:** W F Whitman Family Foundation Inc**EIN:** 20-0413209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	25,827	25,827		

TY 2017 Taxes Schedule**Name:** W F Whitman Family Foundation Inc**EIN:** 20-0413209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2017	4,500			
990-PF Excise Tax for 2016	3,453			
Foreign Tax Paid	161	161		

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491085006088	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047
					2017
Name of the organization W F Whitman Family Foundation Inc				Employer identification number 20-0413209	

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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization W F Whitman Family Foundation Inc	Employer identification number 20-0413209
--	---

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	whitman clut dtd 22505 8050 SE LITTLE HARBOUR DRIVE Hobe Sound, FL33455	 \$ 163,181	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

Employer identification number

20-0413209

Part II

[illegible]

Name of organization W F Whitman Family Foundation Inc	Employer identification number 20-0413209
--	---

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
-----------------	--

(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>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(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>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(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>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(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>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	