

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 Lily Lai Foundation		A Employer identification number 27-1159623
Number and street (or P O box number if mail is not delivered to street address) 4227 Mancilla Ct	Room/suite	B Telephone number (see instructions) (858) 537-7130
City or town, state or province, country, and ZIP or foreign postal code San Diego, CA 92130		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) ▶ \$ 15,157,837	J Accounting method: <input type="checkbox"/> Cash <input checked="" 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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,780	1,780		
	4 Dividends and interest from securities	191,829	191,829		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,010,028			
	b Gross sales price for all assets on line 6a	3,107,705			
	7 Capital gain net income (from Part IV, line 2)		1,010,028		
	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)					
12 Total. Add lines 1 through 11	1,203,637	1,203,637			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	18,067	6,092		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	566			
	24 Total operating and administrative expenses. Add lines 13 through 23	18,633	6,092		0
	25 Contributions, gifts, grants paid	688,000			688,000
26 Total expenses and disbursements. Add lines 24 and 25	706,633	6,092		688,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	497,004				
b Net investment income (if negative, enter -0-)		1,197,545			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	107,113	20,542	20,542
	2 Savings and temporary cash investments	1,273,119	2,956,449	2,956,449
	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	10,444	17,499	17,499
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	11,779,672	12,163,347	12,163,347
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	1			
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,170,349	15,157,837	15,157,837	
Liabilities	17 Accounts payable and accrued expenses	501	525	
	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)	501	525	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	13,169,848	15,157,312	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	13,169,848	15,157,312		
31 Total liabilities and net assets/fund balances (see instructions) .	13,170,349	15,157,837		

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	13,169,848
2 Enter amount from Part I, line 27a	2	497,004
3 Other increases not included in line 2 (itemize) ▶ _____	3	1,490,460
4 Add lines 1, 2, and 3	4	15,157,312
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	15,157,312

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	P		
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 3,107,705		2,097,677	1,010,028
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			1,010,028
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	1,010,028
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	1,010,028

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	619,353	12,217,941	0 05069
2015	611,343	12,534,711	0 04877
2014	531,491	12,778,384	0 04159
2013	466,422	11,044,143	0 04223
2012	477,000	9,797,701	0 04869

2 Total of line 1, column (d)	2	0 231975
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 046395
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	13,995,550
5 Multiply line 4 by line 3	5	649,324
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,975
7 Add lines 5 and 6	7	661,299
8 Enter qualifying distributions from Part XII, line 4	8	688,000

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and credits/payments. Total amount owed is 17,469.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

Located at 4227 Mancilla Ct San Diego CA ZIP+4 921302203

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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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.	<input type="checkbox"/>		No
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<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? <i>If "Yes" to 6b, file Form 8870</i>			6b
				No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b
				No

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	(e) Expense account, other allowances
See Additional Data Table				

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

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

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
NONE		

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
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	11,634,746
b	Average of monthly cash balances.	1b	2,573,934
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,208,680
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	14,208,680
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	213,130
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	13,995,550
6	Minimum investment return. Enter 5% of line 5.	6	699,778

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	699,778
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	11,975
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,975
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	687,803
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	687,803
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	687,803

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	688,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	688,000
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	11,975
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	676,025

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				687,803
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			582,309	
b Total for prior years 20___, 20___, 20___				
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>688,000</u>				
a Applied to 2016, but not more than line 2a			582,309	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				105,691
e Remaining amount distributed out of corpus				
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				
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				582,112
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				
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.				

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or 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				688,000
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
George Lai 4227 Mancilla Ct San Diego, CA 92130	President 1 00	0		
Edwin Luwa 4227 Mancilla Ct San Diego, CA 92130	Secretary 1 00	0		
Doreen Young 4227 Mancilla Ct San Diego, CA 92130	Treasurer 1 00	0		
Antoinette Haskel 4227 Mancilla Ct San Diego, CA 92130	Director 1 00	0		
Ching Huang 4227 Mancilla Ct San Diego, CA 92130	Director 1 00	0		

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>				
UC San Diego Foundation 9500 Gilman Drive San Diego, CA 92093	N/A	PC	Moore's Cancer Center Program and Preuss School Program	110,000
San Diego Public Library Foundation 330 Park Boulevard San Diego, CA 92101	N/A	PC	Program/General Support	100,000
Monarch School Project 1625 Newton Avenue San Diego, CA 92113	N/A	PC	Program/General Support	30,000
YWCA of San Diego County 1012 C Street San Diego, CA 92101	N/A	PC	Program/General Support	60,000
Feeding America San Diego 9455 Waples Street Suite 135 San Diego, CA 92121	N/A	PC	Program/General Support	60,000
Total ▶				688,000
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Children's Alopecia Project 906 Penn Avenue Wyomissing, PA 19610	N/A	PC	Program/General Support	3,000
Casa de Amparo 325 Buena Creek Road San Marcos, CA 92069	N/A	PC	Program/General Support	50,000
A Reason to Survive 200 E 12th Street National City, CA 91950	N/A	PC	Program/General Support	40,000
Reality Changers 3910 University Avenue Suite 300-RC San Diego, CA 92105	N/A	PC	Program/General Support	10,000
Community Resource Center 650 Second Steet Encinitas, CA 92024	N/A	PC	Program/General Support	10,000
Total ▶ 3a				688,000

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>				
Computers 2 SD Kids8324 Miramar Mall San Diego, CA 92121	N/A	PC	Program/General Support	10,000
Promises2Kids9400 Ruffin Court Suite A San Diego, CA 92123	N/A	PC	Program/General Support	30,000
Women's Resource Center 1963 Apple Steet Oceanside, CA 92054	N/A	PC	Program/General Support	10,000
A Bridge for Kids 4445 Eastgate Mall Ste 200 San Diego, CA 92121	N/A	PC	Program/General Support	5,000
Century Club of San Diego 9404 Genesee Avenue Suite 310 La Jolla, CA 92037	N/A	PC	Just In Time for Foster Youth Program	30,000
Total 3a	▶			688,000

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>				
Kitchens for Good 404 Euclid Ave San Diego, CA 92114	N/A	PC	Program/General Support	10,000
San Diego Center for Children 3002 Armstrong Street San Diego, CA 92111	N/A	PC	Program/General Support	20,000
Focusing Philanthropy 1637 16th Street Santa Monica, CA 90404	N/A	PC	Voices for Children Program	100,000
Total ▶				688,000
3a				

TY 2017 Investments Corporate Stock Schedule**Name:** Lily Lai Foundation**EIN:** 27-1159623**Software ID:** 17005038**Software Version:** 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALIBABA (BABA)	362,103	362,103
ALPHABET (GOOG)	577,613	577,613
AMAZON (AMZN)	964,813	964,813
AMERICA MOVIL (AMX)	379,015	379,015
APACHE (APA)	59,108	59,108
APPLE (AAPL)	676,920	676,920
AT&T (T)	69,984	69,984
AUTONATION (AN)	76,995	76,995
BAIDU (BIDU)	327,894	327,894
BANK OF AMERICA (BAC)	150,552	150,552
BAXTER (BAX)		
BHP BILLITON (BHP)	82,782	82,782
BIOGEN (BIIB)	127,428	127,428
CBS (CBS)	41,300	41,300
CISCO (CSCO)		
CITIGROUP (C)	126,497	126,497
COCA-COLA (KO)	155,992	155,992
DICKS SPORTING GOODS (DKS)	155,196	155,196
EXPRESS SCRIPTS (ESRX)	171,672	171,672
FACEBOOK (FB)	282,336	282,336
FORD MOTOR (F)	119,904	119,904
FOSSIL (FOSL)	23,310	23,310
GENERAL ELECTRIC (GE)	17,450	17,450
GENERAL MOTORS (GM)	176,257	176,257
GOLDCORP (GG)	120,038	120,038
GOLDMAN SACHS (GS)	50,952	50,952
HEWLETT PACKARD ENTERPRISE (HPE)	43,080	43,080
HONDA MOTOR (HMC)	132,912	132,912
HP (HPQ)	42,020	42,020
ILLUMINA (ILMN)	21,849	21,849

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTEL (INTC)	503,144	503,144
INTERNATIONAL BUSINESS MACHINE (IBM)	276,156	276,156
JOY GLOBAL (JOY)		
JPMORGAN CHASE (JPM)	1,122,870	1,122,870
METLIFE (MET)	55,616	55,616
MICHAEL KORS (KORS)	648,385	648,385
MONSANTO (MON)	11,678	11,678
MORGAN STANLEY (MS)	26,235	26,235
NETAPP (NTAP)		
ORACLE (ORCL)	316,776	316,776
PANERA BREAD (PNRA)		
PENSKE AUTO GROUP (PAG)	124,410	124,410
PENTAIR (PNR)	56,496	56,496
PETROLEO BRASILEIRO (PBR/A)	312,594	312,594
POTASH OF SASKATCHEWAN (POT)	346,755	346,755
QUALCOMM (QCOM)	230,472	230,472
SCHLUMBERGER (SLB)	33,695	33,695
SIEMENS (SIEGY)	34,635	34,635
TEVA PHARMACEUTICAL (TEVA)	257,720	257,720
TIME WARNER (TWX)	27,441	27,441
TOYOTA MTR (TM)	50,868	50,868
TRANSOCEAN (RIG)	12,816	12,816
TWENTY-FIRST CENTY (FOXA)	27,624	27,624
URBAN OUTFITTERS (URBN)	157,770	157,770
VALE	712,532	712,532
VALE/P		
VERIZON COMMUNICATIONS (VZ)	174,669	174,669
VMWARE (VMW)		
WAL-MART (WMT)	128,375	128,375
WHOLE FOODS MARKET (WFM)		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
YELP	92,312	92,312
YUM		
CHEVERON (CVX)	50,076	50,076
CARMAX (KMX)		
CHIPOTLE MEXICAN GRILL (CMG)	346,836	346,836
JOHNSON CTRLS INTL (JCI)	44,551	44,551
PRINCIPAL FINANCIAL (PFG)		
RESTORATION HARDWARE (RH)		
SHIRE (SHPG)	9,152	9,152
YUM CHINA (YUMC)		
ALEXION PHARMA (ALXN)	35,877	35,877
AMERISOURCEBERGEN (ABC)	27,546	27,546
BRIGHTHOUSE FINL (BHF)	5,864	5,864
BRISTOL MYERS SQUIBB (BMY)	61,280	61,280
CELGENE CORP (CELG)	20,872	20,872
CHEESECAKE FACTORY (CAKE)	67,452	67,452
GILEAD SCIENCES (GILD)	28,656	28,656
KROGER COMPANY (KR)	65,880	65,880
MATTEL INC (MAT)	76,900	76,900
MICRO FOCUS INTL PLC (MFGP)	13,805	13,805
TJX COS INC (TJX)	30,584	30,584

TY 2017 Other Expenses Schedule**Name:** Lily Lai Foundation**EIN:** 27-1159623**Software ID:** 17005038**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Postage	18			
State Filing Fee Form 199	10			
State Registration Fee Form RRF-1	75			
Tax Preparation Software	376			
Tax Preparation Software REP Fee	87			

TY 2017 Taxes Schedule**Name:** Lily Lai Foundation**EIN:** 27-1159623**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Federal Tax Form 990-PF	11,975			
Foreign Tax on Dividends	6,092	6,092		