

C&E
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EXTENDED TO NOVEMBER 15, 2018

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.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning , and ending

Name of foundation THE JAMES HUNTINGTON FOUNDATION C/O MR. SAMUEL H. ELLIS			A Employer identification number 36-3553345						
Number and street (or P O box number if mail is not delivered to street address) 311 S. WACKER DRIVE		Room/suite 3390	B Telephone number 312-855-4460						
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60606			C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table style="width:100%"> <tr> <td>Initial return</td> <td>Initial return of a former public charity</td> </tr> <tr> <td>Final return</td> <td>Amended return</td> </tr> <tr> <td>Address change</td> <td>Name change</td> </tr> </table>			Initial return	Initial return of a former public charity	Final return	Amended return	Address change	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"/>
Initial return	Initial return of a former public charity								
Final return	Amended return								
Address change	Name change								
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust 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) ▶ \$ 20,756,563.		J Accounting method: <input checked="" type="checkbox"/> Cash Accrual Other (specify) _____							
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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		62,299.	62,299.		STATEMENT 1
4 Dividends and interest from securities		266,309.	266,309.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,131,867.			
b Gross sales price for all assets on line 6a 14,114,292.					
7 Capital gain net income (from Part IV, line 2)			2,131,867.		
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)					
11 Other income		1,369,842.	5,064.		STATEMENT 3
12 Total. Add lines 1 through 11		3,830,317.	2,465,539.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		5,735.	5,735.		0.
c Other professional fees STMT 5		473,922.	473,922.		0.
17 Interest					
18 Taxes STMT 6		51,453.	42,453.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		2,709.	2,709.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		533,819.	524,819.		0.
25 Contributions, gifts, grants paid		762,800.			762,800.
26 Total expenses and disbursements. Add lines 24 and 25		1,296,619.	524,819.		762,800.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		2,533,698.			
b Net investment income (if negative, enter -0-)			1,940,720.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	5,660,214.	8,712,962.	8,712,962.
	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			
	7 Other notes and loans receivable ▶ 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			
	b Investments - corporate stock STMT 8	12,276,896.	11,915,629.	11,915,629.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	200,542.	127,271.	148,244.
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
15 Other assets (describe STATEMENT 10)	64,240.	186.	-20,272.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	18,201,892.	20,756,048.	20,756,563.	
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			
	22 Other liabilities (describe FORWARD CONTRACTS)	0.	20,458.	
23 Total liabilities (add lines 17 through 22)	0.	20,458.		
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	18,201,892.	20,735,590.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	18,201,892.	20,735,590.	
31 Total liabilities and net assets/fund balances	18,201,892.	20,756,048.		

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)	18,201,892.
2 Enter amount from Part I, line 27a	2,533,698.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	20,735,590.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	20,735,590.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHMENT A	P	VARIOUS	VARIOUS
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 14,114,292.		11,982,425.	2,131,867.
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,131,867.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	2,131,867.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	801,000.	17,832,858.	.044917
2015	906,865.	18,149,733.	.049966
2014	915,767.	18,419,653.	.049717
2013	887,651.	17,779,622.	.049925
2012	748,330.	15,402,391.	.048585

2 Total of line 1, column (d)	2	.243110
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.048622
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	19,671,696.
5 Multiply line 4 by line 3	5	956,477.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,407.
7 Add lines 5 and 6	7	975,884.
8 Enter qualifying distributions from Part XII, line 4	8	762,800.

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.

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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 type="checkbox"/> and enter 1% of Part I, line 27b		1	38,814.
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	0.
3 Add lines 1 and 2		3	38,814.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	38,814.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	9,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	50,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	59,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
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	20,186.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 20,186. Refunded <input type="checkbox"/>	11	0.	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► N/A		
14 The books are in care of ► SAMUEL H. ELLIS Telephone no. ► 312-855-4462		
Located at ► 311 SOUTH WACKER DRIVE STE 3390, CHICAGO, IL ZIP+4 ► 60606		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here		
		15 N/A
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		
		16 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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	N/A	
Organizations relying on a current notice regarding disaster assistance, check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 ►		
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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SAMUEL H. ELLIS 311 SOUTH WACKER DRIVE STE 3390 CHICAGO, IL 60606	TRUSTEE	0.00	0.	0.

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

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

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

0

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Part VIII

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

(continued)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KINNEY ASSET MANAGEMENT, LLC - 175 W. JACKSON BLVD. 4TH FLOOR, CHICAGO, IL 60604	INVESTMENT ADVISORY	469,990.

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

0

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	N/A	
2		
3		
4		

Part IX-B

Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0

Total. Add lines 1 through 3

0.

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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	19,971,265.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	19,971,265.
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	0.
3 Subtract line 2 from line 1d	3	19,971,265.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	299,569.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,671,696.
6 Minimum investment return. Enter 5% of line 5	6	983,585.

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	983,585.
2a Tax on investment income for 2017 from Part VI, line 5	2a	38,814.	
b Income tax for 2017. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	38,814.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	944,771.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	944,771.	
6 Deduction from distributable amount (see instructions)	6	0.	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	944,771.	

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	762,800.
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	
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	762,800.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	762,800.

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.

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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				944,771.
2 Undistributed income, if any, as of the end of 2017			754,644.	
a Enter amount for 2016 only				
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 762,800.			754,644.	
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			8,156.
d Applied to 2017 distributable amount	0.			
e Remaining amount distributed out of corpus	0.			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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				936,615.
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)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
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				

Form 990-PF (2017)

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N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2017)

THE JAMES HUNTINGTON FOUNDATION

Form 990-PF (2017)

C/O MR. SAMUEL H. ELLIS

36-3553345

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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 Paid during the year				
SEE ATTACHMENT B				762,800.
Total			3a	762,800.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2017)

Form 990-PF (2017)

C/O MR. SAMUEL H. ELLIS

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Enter gross amounts unless otherwise indicated.

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

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

[illegible]

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

THE JAMES HUNTINGTON FOUNDATION
C/O MR. SAMUEL H. ELLIS

Employer identification number

36-3553345

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 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 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 33 1/3% 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

THE JAMES HUNTINGTON FOUNDATION
C/O MR. SAMUEL H. ELLIS

Employer identification number

36-3553345

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	SAMUEL H ELLIS 10 SOUTH WACKER DRIVE, SUITE 3390 CHICAGO, IL 60606	\$ 486,538.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

36-3553345

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	5,000 SHARES OF SARTORIUS AG PFD	\$ 486,538.	08/14/2017
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	

Name of organization

Employer identification number

THE JAMES HUNTINGTON FOUNDATION
C/O MR. SAMUEL H. ELLIS

36-3553345

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 info once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ATTACHMENT A

REALIZED GAINS AND LOSSES JAMES HUNTINGTON FOUNDATION CONSOLIDATED ACCOUNTS From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-25-2010	01-06-2017	3,600	MICROSOFT CORP	86,269 68	225,447 60		139,177 92
08-25-2010	01-09-2017	1,280	MICROSOFT CORP	30,673 66	80,386 60		49,712 94
08-31-2010	01-09-2017	1,520	MICROSOFT CORP	35,765 60	95,459 08		59,693 48
07-10-2013	01-09-2017	900	LECTRA	6,273 59	16,393 82		10,120 23
	01-10-2017		Australian Dollars	1 81	1 86	0 05@	
	01-10-2017		Canadian Dollars	1,684 68	1,714 40	29 72@	
	01-10-2017		British Pound	2,034 63	2,012 76	-21 87@	
08-31-2010	01-10-2017	2,680	MICROSOFT CORP	63,060 40	168,600 48		105,540 08
07-10-2013	01-12-2017	232	LECTRA	1,617 19	4,267 50		2,650 31
06-27-2013	01-12-2017	368	LECTRA	2,447 05	6,769 13		4,322 08
06-27-2013	01-18-2017	750	LECTRA	4,987 20	13,827 41		8,840 21
	01-23-2017		European Euros	17,890 26	17,922 83	32 57@	
06-27-2013	01-23-2017	1,300	LECTRA	8,644 48	24,125 22		15,480 74
06-27-2013	01-24-2017	580	LECTRA	3,856 77	10,804 82		6,948 05
06-27-2013	01-26-2017	1,622	LECTRA	10,785 65	30,728 50		19,942 85
06-27-2013	01-30-2017	1,250	LECTRA	8,312 00	23,762 91		15,450 91
	02-01-2017		Canadian Dollars	1,737 55	1,729 98	-7 57@	
	02-03-2017		European Euros	1,127,256 27	1,150,004 30	22,748 03@	
	02-03-2017		Swiss Francs	546,557 98	550,000 00	3,442 02@	
06-27-2013	02-10-2017	3,375	LECTRA	22,442 40	65,920 58		43,478 18
06-27-2013	02-13-2017	955	LECTRA	6,350 37	18,561 68		12,211 31
06-27-2013	02-14-2017	1,750	LECTRA	11,636 80	34,770 00		23,133 20
06-27-2013	02-15-2017	550	LECTRA	3,657 28	11,486 01		7,828 73
06-27-2013	02-16-2017	667	LECTRA	4,435 28	14,126 02		9,690 74
	02-22-2017		European Euros	1,703 24	1,695 66	-7 58@	
06-27-2013	02-22-2017	833	LECTRA	5,539 12	17,278 51		11,739 39
10-24-2013	03-02-2017	45	SA DES CEMENTS VICAT	3,442 31	3,010 28		-432 03
10-30-2013	03-02-2017	225	SA DES CEMENTS VICAT	17,049 59	15,051 42		-1,998 17
10-29-2013	03-02-2017	485	SA DES CEMENTS VICAT	36,748 72	32,444 18		-4,304 54
08-08-2014	03-02-2017	170	SA DES CEMENTS VICAT	12,813 10	11,372 19		-1,440 91
	03-03-2017		Canadian Dollars	1,702 41	1,686 94	-15 47@	
	03-03-2017		Swiss Francs	25 99	25 82	-0 17@	
	03-03-2017		European Euros	18 99	19 01	0 02@	
06-23-2015	03-09-2017	56,750	CAIRN HOMES PLC	67,769 65	80,888 46		13,118 81
06-10-2015	03-09-2017	800	CAIRN HOMES PLC	905 60	1,140 28		234 68
06-10-2015	03-14-2017	13,250	CAIRN HOMES PLC	14,999 00	19,657 52		4,658 52
04-22-2013	03-15-2017	440	SARTORIUS AG PFD	10,660 27	37,604 24		26,943 98
06-10-2015	03-15-2017	4,750	CAIRN HOMES PLC	5,377 00	7,103 44		1,726 44
12-09-2013	03-15-2017	25	PARGESA HOLDING SA-BR	1,952 26	1,744 09		-208 18
01-06-2015	03-15-2017	500	PARGESA HOLDING SA-BR	38,037 99	34,881 72		-3,156 27
01-07-2015	03-15-2017	45	PARGESA HOLDING SA-BR	3,384 35	3,139 35		-245 00
	03-22-2017		Swiss Francs	39,765 15	40,134 88	369 73@	
06-10-2015	03-22-2017	12,400	CAIRN HOMES PLC	14,036 80	19,394 60		5,357 80
08-08-2014	03-30-2017	530	SA DES CEMENTS VICAT	39,946 72	36,620 10		-3,326 62
10-31-2013	03-30-2017	200	SA DES CEMENTS VICAT	15,020 38	13,818 91		-1,201 47
01-22-2016	03-30-2017	1,425	LAFARGEHOLCIM LTD	57,490 73	83,887 41		26,396 68
	04-03-2017		Canadian Dollars	1,700 24	1,690 21	-10 03@	
04-22-2013	04-04-2017	730	SARTORIUS AG PFD	17,686 35	62,525 68		44,839 33
06-10-2015	04-04-2017	32,000	CAIRN HOMES PLC	36,224 00	51,033 67		14,809 67
	04-05-2017		Swiss Francs	5 65	5 66	0 01@	
10-28-2016	04-05-2017	900	TOTVS SA	8,089 50	8,148 19	58 69	

ATTACHMENT A

REALIZED GAINS AND LOSSES JAMES HUNTINGTON FOUNDATION CONSOLIDATED ACCOUNTS From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
09-09-2016	04-05-2017	2,500	TOTVS SA	22,395 38	22,633 86	238 48	
01-27-2015	04-06-2017	5,000	ALS LTD	19,797 35	23,201 72		3,404 37
09-09-2016	04-06-2017	300	TOTVS SA	2,687 45	2,698 02	10 57	
09-12-2016	04-06-2017	1,400	TOTVS SA	12,435 52	12,590 74	155 22	
01-07-2015	04-07-2017	355	PARGESA HOLDING SA-BR	26,698 76	25,113 10		-1,585 66
02-03-2015	04-07-2017	230	PARGESA HOLDING SA-BR	16,913 28	16,270 46		-642 82
01-28-2015	04-07-2017	165	PARGESA HOLDING SA-BR	11,972 94	11,672 29		-300 65
01-28-2015	04-10-2017	235	PARGESA HOLDING SA-BR	17,052 37	16,680 49		-371 88
08-02-2013	04-10-2017	165	PARGESA HOLDING SA-BR	11,871 95	11,711 83		-160 12
01-22-2016	04-10-2017	1,300	LAFARGEHOLCIM LTD	52,447 68	75,644 96		23,197 28
08-02-2013	04-11-2017	300	PARGESA HOLDING SA-BR	21,585 36	21,273 21		-312 15
03-25-2015	04-12-2017	2,700	ORIGIN ENTERPRISES PLC	24,749 20	20,659 19		-4,090 01
	04-13-2017		European Euros	2,314 54	2,312 48	-2 06@	
03-25-2015	04-20-2017	4,200	ORIGIN ENTERPRISES PLC	38,498 76	32,654 13		-5,844 63
10-07-2015	04-24-2017	1,500	TOTVS SA	12,510 94	13,441 20		930 26
04-29-2016	04-24-2017	1,075	TOTVS SA	8,798 42	9,632 86	834 44	
11-04-2016	04-24-2017	1,525	TOTVS SA	12,443 40	13,665 21	1,221 81	
08-02-2013	04-26-2017	35	PARGESA HOLDING SA-BR	2,518 29	2,584 14		65 85
03-12-2013	04-26-2017	665	PARGESA HOLDING SA-BR	47,496 44	49,098 58		1,602 14
06-10-2015	04-28-2017	23,400	CAIRN HOMES PLC	26,488 80	39,775 36		13,286 56
03-12-2013	05-02-2017	135	PARGESA HOLDING SA-BR	9,642 14	10,117 92		475 78
08-08-2013	05-02-2017	100	PARGESA HOLDING SA-BR	7,134 53	7,494 75		360 22
06-03-2015	05-02-2017	125	PARGESA HOLDING SA-BR	8,842 34	9,368 44		526 10
06-01-2015	05-02-2017	217	PARGESA HOLDING SA-BR	15,259 66	16,263 61		1,003 95
03-14-2013	05-02-2017	373	PARGESA HOLDING SA-BR	26,213 03	27,955 43		1,742 40
01-27-2015	05-02-2017	8,000	ALS LTD	31,675 77	38,358 15		6,682 38
06-10-2015	05-02-2017	17,100	CAIRN HOMES PLC	19,357 20	29,297 45		9,940 25
	05-02-2017		European Euros	0 18	0 17	-0 01@	
	05-02-2017		British Pound	0 30	0 28	-0 01@	
	05-03-2017		Canadian Dollars	1,658 28	1,651 87	-6 41@	
01-27-2015	05-03-2017	6,000	ALS LTD	23,756 82	28,467 67		4,710 85
11-04-2016	05-03-2017	6,000	TOTVS SA	48,957 64	53,188 05	4,230 41	
06-10-2015	05-03-2017	11,150	CAIRN HOMES PLC	12,621 80	19,262 48		6,640 68
	05-08-2017		European Euros	17,030 01	16,723 05	-306 96@	
03-14-2013	05-08-2017	625	PARGESA HOLDING SA-BR	43,922 64	45,582 09		1,659 45
11-04-2016	05-08-2017	265	TOTVS SA	2,162 30	2,457 30	295 00	
10-06-2015	05-08-2017	2,135	TOTVS SA	17,356 75	19,797 48		2,440 73

ATTACHMENT A

REALIZED GAINS AND LOSSES JAMES HUNTINGTON FOUNDATION CONSOLIDATED ACCOUNTS From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-27-2016	05-08-2017	470	SAP SE	33,838 22	48,186 93	14,348 71	
03-14-2013	05-09-2017	2	PARGESA HOLDING SA-BR	140 55	146 32		5 77
07-14-2015	05-09-2017	100	PARGESA HOLDING SA-BR	6,868 00	7,316 15		448 15
07-31-2015	05-09-2017	210	PARGESA HOLDING SA-BR	14,206 26	15,363 92		1,157 66
07-08-2015	05-09-2017	138	PARGESA HOLDING SA-BR	8,993 77	10,096 29		1,102 52
07-08-2015	05-10-2017	112	PARGESA HOLDING SA-BR	7,299 29	8,236 14		936 85
10-09-2015	05-10-2017	220	PARGESA HOLDING SA-BR	14,321 16	16,178 13		1,856 97
08-18-2015	05-10-2017	318	PARGESA HOLDING SA-BR	20,501 77	23,384 76		2,882 99
06-10-2015	05-10-2017	10,900	CAIRN HOMES PLC Swiss Francs	12,338 80	18,798 37		6,459 57
	05-10-2017		Swiss Francs	22,043 81	22,468 11	424 30@	
08-18-2015	05-11-2017	82	PARGESA HOLDING SA-BR	23,944 84	24,405 74	460 90@	
				5,286 62	6,065 77		779 15
08-21-2015	05-11-2017	200	PARGESA HOLDING SA-BR	12,861 79	14,794 56		1,932 77
08-19-2015	05-11-2017	243	PARGESA HOLDING SA-BR	15,604 16	17,975 39		2,371 23
	05-15-2017		European Euros	1,154,117 34	1,146,963 59	-7,153 75@	
	05-15-2017		Swiss Francs	494,507 01	503,126 15	8,619 14@	
	05-15-2017		British Pound	13,386 05	13,337 47	-48 58@	
08-19-2015	05-16-2017	107	PARGESA HOLDING SA-BR	6,870 97	8,274 69		1,403 72
10-16-2015	05-16-2017	543	PARGESA HOLDING SA-BR	34,799 53	41,992 14		7,192 61
	05-16-2017		European Euros	14,637 10	14,767 09	129 99@	
10-31-2013	05-16-2017	150	SA DES CEMENTS VICAT	11,265 28	10,788 15		-477 13
08-13-2014	05-16-2017	150	SA DES CEMENTS VICAT	11,183 13	10,788 14		-394 99
06-10-2015	05-16-2017	38,000	CAIRN HOMES PLC	43,016 00	66,267 29		23,251 29
08-12-2016	05-19-2017	7,400	HOWDEN JOINERY GROUP PLC	42,522 19	44,096 14	1,573 95	
08-10-2016	05-19-2017	2,100	HOWDEN JOINERY GROUP PLC	12,002 93	12,513 77	510 84	
09-28-2015	05-19-2017	36	KSB AG PREFS	14,813 38	17,716 24		2,902 86
04-22-2013	05-19-2017	560	SARTORIUS AG PFD	13,567 61	53,635 11		40,067 50
06-10-2015	05-19-2017	17,700	CAIRN HOMES PLC	20,036 40	30,672 21		10,635 81
09-28-2015	05-22-2017	50	KSB AG PREFS	20,574 14	25,159 76		4,585 62
01-22-2016	05-22-2017	65	LAFARGEHOLCIM LTD	2,622 38	3,882 42		1,260 04
02-02-2016	05-22-2017	535	LAFARGEHOLCIM LTD	21,479 71	31,955 32		10,475 61
06-10-2015	05-23-2017	22,150	CAIRN HOMES PLC	25,073 80	37,982 04		12,908 24
06-24-2016	05-23-2017	3,960	CAIRN HOMES PLC	4,330 80	6,790 47	2,459 67	
07-05-2016	05-23-2017	140	CAIRN HOMES PLC	146 09	240 07	93 98	
01-27-2015	05-24-2017	7,004	ALS LTD	27,732 13	34,448 58		6,716 45
02-03-2015	05-24-2017	1,700	ALS LTD	6,699 78	8,361 31		1,661 53
11-21-2014	05-24-2017	9,300	ALS LTD	35,972 74	45,741 26		9,768 52
04-24-2015	05-24-2017	496	ALS LTD	1,812 40	2,439 53		627 13

ATTACHMENT A

Huntington Management LLC
REALIZED GAINS AND LOSSES
JAMES HUNTINGTON FOUNDATION
CONSOLIDATED ACCOUNTS
From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-16-2015	05-24-2017	67	PARGESA HOLDING SA-BR	4,293 86	5,210 13		916 27
10-14-2015	05-24-2017	373	PARGESA HOLDING SA-BR	23,817 11	29,005 67		5,188 56
04-24-2015	05-25-2017	7,004	ALS LTD	25,592 87	34,712 29		9,119 42
08-27-2015	05-25-2017	2,996	ALS LTD	10,592 61	14,848 37		4,255 76
08-13-2014	05-25-2017	75	SA DES CEMENTS VICAT	5,591 56	5,420 43		-171 14
08-19-2013	05-25-2017	95	SA DES CEMENTS VICAT	6,785 69	6,865 88		80 19
08-27-2015	05-26-2017	3,404	ALS LTD	12,035 13	16,602 31		4,567 18
04-22-2015	05-26-2017	8,096	ALS LTD	28,569 12	39,486 58		10,917 46
07-05-2016	05-26-2017	4,610	CAIRN HOMES PLC	4,810 43	7,823 92	3,013 49	
07-07-2016	05-26-2017	10,000	CAIRN HOMES PLC	9,934 52	16,971 63	7,037 11	
07-06-2016	05-26-2017	19,490	CAIRN HOMES PLC	19,257 64	33,077 72	13,820 08	
03-25-2015	05-26-2017	2,200	ORIGIN ENTERPRISES PLC	20,166 01	16,676 19		-3,489 82
03-25-2015	05-26-2017	10,800	ORIGIN ENTERPRISES PLC	98,996 80	81,865 41		-17,131 39
09-25-2015	05-26-2017	15,400	ORIGIN ENTERPRISES PLC	109,946 74	116,734 00		6,787 26
06-27-2016	05-30-2017	80	SAP SE	5,759 70	8,482 22	2,722 52	
10-28-2014	05-30-2017	370	SAP SE	24,721 20	39,230 29		14,509 09
10-14-2015	05-30-2017	82	PARGESA HOLDING SA-BR	5,235 93	6,383 79		1,147 86
10-15-2015	05-30-2017	413	PARGESA HOLDING SA-BR	26,193 32	32,152 48		5,959 16
04-22-2015	05-30-2017	5,504	ALS LTD	19,422 48	27,890 34		8,467 86
08-20-2015	05-30-2017	2,100	ALS LTD	7,363 51	10,641 30		3,277 79
04-20-2015	05-30-2017	3,396	ALS LTD	11,887 86	17,208 50		5,320 64
07-06-2016	05-30-2017	22,680	CAIRN HOMES PLC	22,409 61	38,720 52	16,310 91	
04-20-2015	05-30-2017	5,404	ALS LTD	18,916 97	27,462 68		8,545 71
08-18-2015	05-30-2017	1,296	ALS LTD	4,527 26	6,586 16		2,058 90
09-28-2015	05-31-2017	34	KSB AG PREFS	13,990 42	17,288 99		3,298 57
09-24-2015	05-31-2017	33	KSB AG PREFS	13,226 79	16,780 49		3,553 70
09-21-2015	05-31-2017	103	KSB AG PREFS	40,696 46	52,375 49		11,679 03
08-18-2015	05-31-2017	2,404	ALS LTD	8,397 78	12,076 92		3,679 14
08-19-2015	05-31-2017	400	ALS LTD	1,396 44	2,009 47		613 03
04-23-2015	05-31-2017	9,100	ALS LTD	31,703 62	45,715 47		14,011 85
08-24-2015	05-31-2017	96	ALS LTD	317 33	482 27		164 94
09-25-2015	05-31-2017	2,950	ORIGIN ENTERPRISES PLC	21,061 23	22,072 18		1,010 95
10-15-2015	06-01-2017	27	PARGESA HOLDING SA-BR	1,712 40	2,095 14		382 74
10-07-2015	06-01-2017	300	PARGESA HOLDING SA-BR	18,839 64	23,279 34		4,439 70
10-08-2015	06-01-2017	33	PARGESA HOLDING SA-BR	2,071 78	2,560 73		488 95
	06-01-2017		European Euros	1 20	1 20	0 00@	
	06-01-2017		European Euros	21 31	21 39	0 08@	
	06-02-2017		European Euros	12,263 80	12,321 28	57 48@	
	06-02-2017		Swiss Francs	28 77	28 83	0 06@	
	06-02-2017		Canadian Dollars	1,677 44	1,673 97	-3 47@	
10-08-2015	06-02-2017	237	PARGESA HOLDING SA-BR	14,879 14	18,464 58		3,585 44

ATTACHMENT A

REALIZED GAINS AND LOSSES JAMES HUNTINGTON FOUNDATION CONSOLIDATED ACCOUNTS From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-25-2015	06-02-2017	100	PARGESA HOLDING SA-BR	6,261 93	7,790 96		1,529 03
10-06-2015	06-02-2017	113	PARGESA HOLDING SA-BR	7,009 37	8,803 78		1,794 41
09-25-2015	06-02-2017	4,700	ORIGIN ENTERPRISES PLC	33,555 17	35,502 66		1,947 49
	06-06-2017		Australian Dollars	1 14	1 16	0 02@	
10-06-2015	06-06-2017	400	PARGESA HOLDING SA-BR	24,811 93	30,855 45		6,043 52
08-10-2016	06-07-2017	1,400	HOWDEN JOINERY GROUP PLC	8,001 95	8,143 24	141 29	
08-11-2016	06-07-2017	4,300	HOWDEN JOINERY GROUP PLC	24,381 38	25,011 38	630 00	
08-05-2016	06-07-2017	400	HOWDEN JOINERY GROUP PLC	2,254 75	2,326 64	71 89	
	06-20-2017		British Pound	17,526 37	17,296 04	-230 33@	
02-10-2017	06-21-2017	1,800	ROLLS-ROYCE HOLDINGS PLC	16,449 12	21,104 45	4,655 33	
08-24-2015	06-27-2017	4,104	ALS LTD	13,566 01	24,249 53		10,683 52
08-25-2015	06-27-2017	450	ALS LTD	1,458 02	2,658 94		1,200 92
12-01-2015	06-27-2017	7,446	ALS LTD	18,256 59	43,996 58		25,739 99
12-01-2015	06-28-2017	13,600	ALS LTD	33,345 36	78,162 93		44,817 57
	06-30-2017		European Euros	3,934 34	4,012 33	77 99@	
	07-06-2017		Canadian Dollars	1,746 53	1,749 90	3 37@	
	07-06-2017		British Pound	5,583 13	5,579 03	-4 10@	
	07-06-2017		Australian Dollars	11,800 86	11,672 40	-128 46@	
12-01-2015	07-06-2017	8,000	ALS LTD	19,614 92	46,287 64		26,672 72
	07-10-2017		European Euros	0 95	0 95	0 00@	
	07-11-2017		European Euros	6,315 91	6,336 12	20 21@	
09-21-2015	07-11-2017	50	KSB AG PFEFS	19,755 56	26,900 80		7,145 24
	07-12-2017		European Euros	1 39	1 40	0 01@	
09-21-2015	07-12-2017	30	KSB AG PFEFS	11,853 34	16,611 33		4,757 99
04-22-2013	07-13-2017	300	SARTORIUS AG PFD	7,268 36	31,850 38		24,582 02
	08-02-2017		Canadian Dollars	1,814 56	1,803 72	-10 84@	
	08-02-2017		Australian Dollars	2 02	2 01	-0 01@	
10-06-2015	08-04-2017	450	PARGESA HOLDING SA-BR	27,913 42	37,280 44		9,367 02
12-01-2015	08-04-2017	6,000	ALS LTD	14,711 19	36,832 53		22,121 34
12-01-2015	08-07-2017	5,500	ALS LTD	13,485 26	34,341 72		20,856 46
02-02-2016	08-08-2017	600	LAFARGEHOLCIM LTD	24,089 39	36,481 52		12,392 13
12-01-2015	08-08-2017	23,000	ALS LTD	56,392 89	143,331 28		86,938 39
10-06-2015	08-09-2017	487	PARGESA HOLDING SA-BR	30,208 52	40,224 27		10,015 75
12-11-2015	08-09-2017	213	PARGESA HOLDING SA-BR	13,185 01	17,592 95		4,407 94
09-18-2003	08-14-2017	5,000	SARTORIUS AG PFD	11,238 04	485,794 60		474,556 56
	08-14-2017		European Euros	485,794 60	485,114 81	-679 79@	
	08-18-2017		European Euros	1,235,445 75	1,150,000 89	-85,444 86@	
	08-18-2017		Swiss Francs	505,081 56	490,000 00	-15,081 56@	
	09-05-2017		Australian Dollars	0 86	0 86	0 00@	
	09-05-2017		Swiss Francs	12 32	12 35	0 03@	
	09-05-2017		Canadian Dollars	1,814 16	1,829 69	15 53@	
	09-05-2017		European Euros	9 69	9 68	-0 01@	

ATTACHMENT A

REALIZED GAINS AND LOSSES JAMES HUNTINGTON FOUNDATION CONSOLIDATED ACCOUNTS From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
12-11-2015	09-20-2017	2	PARGESA HOLDING SA-BR	123 80	166 61		42 81
08-24-2015	09-20-2017	200	PARGESA HOLDING SA-BR	12,327 97	16,661 08		4,333 11
10-05-2015	09-20-2017	148	PARGESA HOLDING SA-BR	9,074 97	12,329 20		3,254 23
10-05-2015	09-21-2017	300	PARGESA HOLDING SA-BR	18,395 21	24,871 40		6,476 19
10-05-2015	09-22-2017	450	PARGESA HOLDING SA-BR	27,592 82	37,305 04		9,712 22
10-05-2015	09-26-2017	620	PARGESA HOLDING SA-BR	38,016 77	50,953 56		12,936 79
10-05-2015	10-02-2017	600	PARGESA HOLDING SA-BR	36,790 42	49,536 20		12,745 78
10-05-2015	10-03-2017	557	PARGESA HOLDING SA-BR	34,153 77	46,558 58		12,404 81
09-22-2015	10-03-2017	68	PARGESA HOLDING SA-BR	3,994 13	5,683 99		1,689 86
09-22-2015	10-06-2017	222	PARGESA HOLDING SA-BR	13,039 64	18,545 96		5,506 32
10-02-2015	10-06-2017	378	PARGESA HOLDING SA-BR	22,195 05	31,578 25		9,383 20
	10-09-2017		Canadian Dollars	1,886 35	1,873 73	-12 62@	
10-02-2015	10-09-2017	645	PARGESA HOLDING SA-BR	37,872 50	53,931 16		16,058 66
10-02-2015	10-11-2017	630	PARGESA HOLDING SA-BR	36,991 75	53,169 64		16,177 89
05-26-2006	10-12-2017	2,400	BROOKFIELD REAL ESTATE SERVICES	23,209 16	32,102 60		8,893 44
10-02-2015	10-12-2017	617	PARGESA HOLDING SA-BR	36,228 42	51,984 66		15,756 24
10-02-2015	10-13-2017	600	PARGESA HOLDING SA-BR	35,230 23	50,434 11		15,203 88
05-26-2006	10-17-2017	1,200	BROOKFIELD REAL ESTATE SERVICES	11,604 58	15,907 54		4,302 96
10-02-2015	10-17-2017	400	PARGESA HOLDING SA-BR	23,486 82	33,442 81		9,955 99
10-02-2015	10-18-2017	425	PARGESA HOLDING SA-BR	24,954 75	35,559 38		10,604 63
09-25-2015	10-18-2017	7,100	ORIGIN ENTERPRISES PLC	50,689 73	58,394 18		7,704 45
10-02-2015	10-19-2017	425	PARGESA HOLDING SA-BR	24,954 75	35,227 30		10,272 55
10-02-2015	10-20-2017	620	PARGESA HOLDING SA-BR	36,404 57	51,343 82		14,939 25
10-02-2015	10-23-2017	385	PARGESA HOLDING SA-BR	22,606 07	31,908 74		9,302 67
09-30-2015	10-23-2017	45	PARGESA HOLDING SA-BR	2,638 83	3,729 59		1,090 76
09-30-2015	10-24-2017	115	PARGESA HOLDING SA-BR	6,743 66	9,495 11		2,751 45
09-29-2015	10-24-2017	145	PARGESA HOLDING SA-BR	8,391 45	11,972 10		3,580 65

ATTACHMENT A

REALIZED GAINS AND LOSSES JAMES HUNTINGTON FOUNDATION CONSOLIDATED ACCOUNTS From 01-01-17 Through 12-31-17

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
09-28-2015	10-24-2017	140	PARGESA HOLDING SA-BR	8,075 76	11,559 27		3,483 51
09-28-2015	10-25-2017	185	PARGESA HOLDING SA-BR	10,671 55	15,422 24		4,750 69
02-11-2016	10-25-2017	115	PARGESA HOLDING SA-BR	6,493 15	9,586 79		3,093 64
05-26-2006	10-27-2017	4,900	BROOKFIELD REAL ESTATE SERVICES	47,385 38	63,001 58		15,616 20
05-26-2006	10-31-2017	900	BROOKFIELD REAL ESTATE SERVICES	8,703 44	11,425 69		2,722 25
	11-01-2017		Canadian Dollars	1,825 24	1,825 52	0 28@	
10-28-2014	11-01-2017	570	SAP SE	38,084 01	66,327 53		28,243 52
	11-03-2017		Canadian Dollars	6 68	6 62	-0 06@	
05-26-2006	11-06-2017	2,100	BROOKFIELD REAL ESTATE SERVICES	20,308 02	26,850 51		6,542 49
	11-07-2017		European Euros	75,730 76	75,833 77	103 01@	
	11-09-2017		European Euros	0 91	0 91	0 00@	
05-26-2006	11-14-2017	2,300	BROOKFIELD REAL ESTATE SERVICES	22,242 12	28,869 15		6,627 03
	11-17-2017		British Pound	0 42	0 43	0 01@	
05-26-2006	11-21-2017	2,700	BROOKFIELD REAL ESTATE SERVICES	26,110 31	33,664 32		7,554 01
05-26-2006	11-22-2017	3,900	BROOKFIELD REAL ESTATE SERVICES	37,714 89	49,177 62		11,462 73
	11-24-2017		European Euros	1,256,445 55	1,250,000 00	-6,445 55@	
	11-24-2017		Swiss Francs	493,332 62	500,000 00	6,667 38@	
05-26-2006	11-24-2017	4,200	BROOKFIELD REAL ESTATE SERVICES	40,616 04	52,670 57		12,054 53
	12-05-2017		Canadian Dollars	1,191 23	1,211 81	20 58@	
	12-05-2017		Swiss Francs	15 78	15 72	-0 06@	
	12-05-2017		European Euros	13 10	13 17	0 07@	
	12-05-2017		British Pound	8,072 02	8,200 28	128 26@	
	12-20-2017		Australian Dollars	7,625 63	7,614 71	-10 92@	
	12-27-2017		Swiss Francs	477,935 69	480,000 00	2,064 31@	
TOTAL GAINS						119,849 54	2,178,935 63
TOTAL LOSSES						-115,633 13	-51,285 57
TOTAL REALIZED GAIN/LOSS						4,216.41	2,127,650.06
		2,131,866 47		11,982,425.40	14,114,291.87		

An '@' denotes a currency transaction

ATTACHMENT B

The James Huntington Foundation

12/31/2017

Part XV, Line 3: List of Grants and Contributions Paid During the Year

Receipt of Donation	City	State	Relationship to Donor	Foundation status of recipient	Purpose of the Grant	Amount	Date
Santa Barbara Family YMCA	SANTA BARBARA	CALIFORNIA	None	PC	General Purpose	\$500	2/9/2017
National Guild for Community Arts Education	NEW YORK	NEW YORK	None	PC	General Purpose	\$1,000	2/28/2017
Project Healing Waters Fishing, Inc - Tucson	HELENA	MONTANA	None	PC	General Purpose	\$3,500	2/28/2017
Tucson Museum of Art	TUCSON	ARIZONA	None	PC	General Purpose	\$1,000	3/20/2017
Max McGraw Wildlife Foundation	DUNDEE	ILLINOIS	None	PC	General Purpose	\$4,900	4/25/2017
Sonoran Institute	TUCSON	ARIZONA	None	PC	General Purpose	\$10,000	6/13/2017
Mayo Clinic	ROCHESTER	MINNESOTA	None	PC	General Purpose	\$50,000	9/7/2017
Project Hero	CALABASAS	CALIFORNIA	None	PC	General Purpose	\$2,000	9/7/2017
Advocate Good Shepherd Hospital	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$10,000	9/26/2017
Amerind Foundation	DRAGOON	ARIZONA	None	PC	General Purpose	\$3,000	9/26/2017
Antiquarian Society	CHICAGO	ILLINOIS	None	PC	General Purpose	\$2,000	9/26/2017
Arizona Opera	PHOENIX	ARIZONA	None	PC	General Purpose	\$2,500	9/26/2017
Arizona-Sonora Desert Museum	TUCSON	ARIZONA	None	PC	General Purpose	\$5,000	9/26/2017
Art Institute of Chicago	CHICAGO	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Association House of Chicago	CHICAGO	ILLINOIS	None	PC	General Purpose	\$2,000	9/26/2017
Barrington Area Community Foundation	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$10,000	9/26/2017
Barrington Area Conservation Trust	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Barrington Children's Charities	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$2,500	9/26/2017
Barrington Giving Day	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$3,000	9/26/2017
Brain Research Foundation	CHICAGO	ILLINOIS	None	PC	General Purpose	\$2,000	9/26/2017
Chicago Botanic Garden	GLENCOE	ILLINOIS	None	PC	General Purpose	\$3,000	9/26/2017
Chicago Foundation for Education	CHICAGO	ILLINOIS	None	PC	General Purpose	\$4,000	9/26/2017
Chicago Public Media	CHICAGO	ILLINOIS	None	PC	General Purpose	\$2,000	9/26/2017
Chicago Shakespeare Theater	CHICAGO	ILLINOIS	None	PC	General Purpose	\$2,500	9/26/2017
Chicago Symphony Orchestra Association	CHICAGO	ILLINOIS	None	PC	General Purpose	\$7,500	9/26/2017
Chicago Zoological Society	BROOKFIELD	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Citizens For Conservation	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$2,000	9/26/2017
Cuba Cares Fund	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$1,000	9/26/2017
District 220 Educational Foundation	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$7,500	9/26/2017
Ducks Unlimited, Inc	MEMPHIS	TENNESSEE	None	PC	General Purpose	\$5,000	9/26/2017
Field Museum of Natural History	CHICAGO	ILLINOIS	None	PC	General Purpose	\$3,000	9/26/2017
Fresh Air Fund	LINCOLN	NEBRASKA	None	PC	Bill Pfeiff Award	\$3,000	9/26/2017
Foundation for Lincoln Public Schools (Bill Pfeiff Award)	NEW YORK	NEW YORK	None	PC	General Purpose	\$10,000	9/26/2017
Global Wildlife Conservation - Zambesi Elephant Fund	AUSTIN	TEXAS	None	PC	General Purpose	\$3,000	9/26/2017
Hadley School for the Blind	WINNETKA	ILLINOIS	None	PC	General Purpose	\$2,000	9/26/2017
Heritage Foundation	WASHINGTON	DC	None	PC	General Purpose	\$2,500	9/26/2017
Home of the Sparrow	MCHENRY	ILLINOIS	None	PC	General Purpose	\$2,500	9/26/2017
JourneyCare Foundation	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$10,000	9/26/2017
Lune Children's Hospital of Chicago	CHICAGO	ILLINOIS	None	PC	General Purpose	\$20,000	9/26/2017
Lync Opera of Chicago	CHICAGO	ILLINOIS	None	PC	General Purpose	\$10,000	9/26/2017
Ment School of Music	CHICAGO	ILLINOIS	None	PC	General Purpose	\$60,000	9/26/2017
Nature Conservancy of Illinois	ARLINGTON	VIRGINIA	None	PC	General Purpose	\$3,000	9/26/2017
Northwestern University	CHICAGO	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Old Town School of Folk Music	CHICAGO	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Openlands	CHICAGO	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Opportunity International	OAK BROOK	ILLINOIS	None	PC	General Purpose	\$15,000	9/26/2017
Presbyterian Church of Barrington	BARRINGTON	ILLINOIS	None	PC	General Purpose	\$10,000	9/26/2017
Rehabilitation Institute of Chicago (now Shirley Ryan AbilityLab)	CHICAGO	ILLINOIS	None	PC	General Purpose	\$5,000	9/26/2017
Ride 2 Recovery	CALABASAS	CALIFORNIA	None	PC	General Purpose	\$1,500	9/26/2017
Rush University Medical Center	CHICAGO	ILLINOIS	None	PC	General Purpose	\$10,000	9/26/2017
Shedd Aquarium	CHICAGO	ILLINOIS	None	PC	General Purpose	\$3,000	9/26/2017

St Luke's Home	
The Chicago Council on Global Affairs	
The Wetlands Initiative	
The Woman's Board of Northwestern Memorial Hospital	
Troust Unlimited	
Trustees of Deerfield Academy	
Trustees of Phillips Academy - Ellis Family Fund	
Tucson Museum of Art (2)	
Tucson Symphony Orchestra	
University of Arizona Foundation	
University of Michigan Parents Pledge Program	
University of Nebraska Foundation	
Wild Salmon Center	
WTTW Channel 11	
Young Naperville Singers	
Invest For Kids	
Bootstraps	
Del Sur Educational Foundation	
Delphos Stadium Club, Inc	
Evergreen Garden Club	
Active4ALL Evergreen Foundation	
Link Unlimited	
Independent Institute	
Evergreen Middle School PTA	
Evans Scholars Foundation	
Salvation Army - Chicago	
Salvation Army - Tucson	
National Guild for Community Arts Education (2)	

\$762,800

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS	62,299.	62,299.	
TOTAL TO PART I, LINE 3	62,299.	62,299.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS	266,309.	0.	266,309.	266,309.	
TO PART I, LINE 4	266,309.	0.	266,309.	266,309.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DISTRIBUTIONS FROM PARTNERSHIPS	29,689.	0.	
UNREALIZED GAIN FROM SECURITIES	1,319,784.	0.	
TAXABLE INCOME FROM PFIC	0.	5,064.	
FEDERAL REFUND	9,131.	0.	
CONTRIBUTIONS AT COST	11,238.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,369,842.	5,064.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND LEGAL FEES	5,735.	5,735.		0.
TO FORM 990-PF, PG 1, LN 16B	5,735.	5,735.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER AND BANK FEES	473,922.	473,922.		0.
TO FORM 990-PF, PG 1, LN 16C	473,922.	473,922.		0.

FORM 990-PF	TAXES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN DIVIDEND WITHHOLDING	42,338.	42,338.		0.
PERMITS	115.	115.		0.
FEDERAL	9,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	51,453.	42,453.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGE	2,709.	2,709.		0.
TO FORM 990-PF, PG 1, LN 23	2,709.	2,709.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8	
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK			11,915,629.	11,915,629.
TOTAL TO FORM 990-PF, PART II, LINE 10B			11,915,629.	11,915,629.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN GS MEZZANINE PARTNERS 2006 OFFSHORE, L.P.	FMV	12,490.	12,490.
INVESTMENT IN GOLDMAN SACHS WLR OPPORTUNITIES FUND OFFSHORE, L.P.	FMV	114,781.	135,754.
TOTAL TO FORM 990-PF, PART II, LINE 13		127,271.	148,244.

FORM 990-PF	OTHER ASSETS	STATEMENT 10	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	23.	186.	186.
CANADIAN DOLLARS	1,685.	0.	0.
FORWARD CONTRACT	62,532.	0.	-20,458.
TO FORM 990-PF, PART II, LINE 15	64,240.	186.	-20,272.