

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

FRANKLIN PHILANTHROPIC FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

180 NORTH STETSON AVENUE

Room/suite

1940

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60601

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 8,446,761.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

36-3668125

B Telephone number

(312)819-4060C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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))

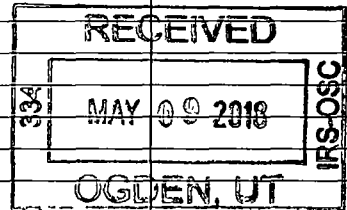
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received	600,000.		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	48,997.	48,997.		STATEMENT 1
	4	Dividends and interest from securities	23,553.	23,553.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	602,813.			
	b	Gross sales price for all assets on line 6a	1,821,268.			
	7	Capital gain net income (from Part IV line 2)		602,813.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	1,275,363.	675,363.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	45,013.	39,013.		6,000.
	b	Accounting fees				
	c	Other professional fees STMT 4	76,048.	76,048.		0.
	17	Interest				
	18	Taxes STMT 5	-514.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	40,778.	80.		750.
	24	Total operating and administrative expenses. Add lines 13 through 23	161,325.	115,141.		6,750.
	25	Contributions, gifts, grants paid	416,500.			416,500.
	26	Total expenses and disbursements. Add lines 24 and 25	577,825.	115,141.		423,250.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	697,538.			
	b	Net investment income (if negative, enter -0-)		560,222.		
	c	Adjusted net income (if negative, enter -0-)			N/A	



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	251,852.	37,243.	37,243.
	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 STMT 8	1,935,031.	2,228,306.	2,231,655.
	b Investments - corporate stock STMT 9	3,083,544.	3,702,416.	6,177,863.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,270,427.	5,967,965.	8,446,761.	
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 ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,270,427.	5,967,965.	
	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	5,270,427.	5,967,965.		
31 Total liabilities and net assets/fund balances	5,270,427.	5,967,965.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,270,427.
2 Enter amount from Part I, line 27a	2	697,538.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,967,965.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,967,965.

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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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 1,821,268.		1,218,455.	602,813.

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			
b			
c			
d			
e			602,813.

2 Capital gain net income or (net capital loss) 2 602,813.

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	366,365.	6,662,551.	.054989
2015	357,985.	6,672,441.	.053651
2014	313,718.	5,896,095.	.053208
2013	284,000.	5,484,406.	.051783
2012	217,000.	4,689,223.	.046276

2 Total of line 1, column (d)	2	.259907
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	.051981
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	8,024,526.
5 Multiply line 4 by line 3	5	417,123.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,602.
7 Add lines 5 and 6	7	422,725.
8 Enter qualifying distributions from Part XII, line 4 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.	8	423,250.

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)		1	5,602.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).		3	5,602.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
3 Add lines 1 and 2		5	5,602.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	388.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	388.	
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	5,214.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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. <input checked="" type="checkbox"/> IL		
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

N/A

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? Website address ► N/A	X	
14 The books are in care of ► JOHN A. SHEA Telephone no. ► (847) 866-7183 Located at ► 710 SHERIDAN ROAD, EVANSTON, IL ZIP+4 ► 60202		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input 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 Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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?	4a	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?	4b	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 ☒ Nob 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
Organizations relying on a current notice regarding disaster assistance, check here

N/A

5b

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.

6b

X

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

☐ Yes ☒ No

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

N/A

7b

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
SEE STATEMENT 10		0.	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 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	7,946,090.
b	Average of monthly cash balances	1b	200,637.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,146,727.
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	8,146,727.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	122,201.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,024,526.
6	Minimum investment return. Enter 5% of line 5	6	401,226.

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	401,226.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	5,602.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,602.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	395,624.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	395,624.
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	395,624.

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	423,250.
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	423,250.
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	5,602.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	417,648.

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				395,624.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013	17,147.			
c From 2014	21,477.			
d From 2015	25,893.			
e From 2016	34,007.			
f Total of lines 3a through e	98,524.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 423,250.				
a Applied to 2016, but not more than line 2a			0.	
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.			
d Applied to 2017 distributable amount				395,624.
e Remaining amount distributed out of corpus	27,626.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	126,150.			
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				0.
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	126,150.			
10 Analysis of line 9:				
a Excess from 2013	17,147.			
b Excess from 2014	21,477.			
c Excess from 2015	25,893.			
d Excess from 2016	34,007.			
e Excess from 2017	27,626.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
350.ORG. 20 JAY STREET, SUITE 1010 BROOKLYN, NY 11201	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	15,000.
A NEW WAY OF LIFE RE-ENTRY PROJECT P.O. BOX 875288 LOS ANGELES, CA 90087	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
ACLU OF NEW JERSEY FOUNDATION P.O. BOX 32159 NEWARK, NJ 07102	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
AFRICAN WILDLIFE FOUNDATION 1100 NEW JERSEY AVENUE, SE, #900 WASHINGTON, DC 20003	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
AIDS FOUNDATION OF CHICAGO 200 WEST JACKSON BOULEVARD, SUITE 2200 CHICAGO, IL 60607	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
Total	SEE CONTINUATION SHEET(S)			416,500.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2017)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	48,997.		
4 Dividends and interest from securities			14	23,553.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	602,813.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		675,363.		0.
13 Total. Add line 12, columns (b), (d), and (e)						675,363.

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

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

[illegible]

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a INOGEN INC - 400 SHARES	P	03/12/15	11/10/17
b NUVASIVE INC - 1,640 SHARES	P	06/10/16	11/01/17
c NUVASIVE INC - 202 SHARES	P	01/19/17	11/01/17
d NUVASIVE INC - 474 SHARES	P	09/20/17	11/01/17
e K2M GROUP HOLDINGS - 4,282 SHARES	P	03/28/17	10/10/17
f AMAZON.COM - 101 SHARES	P	03/24/14	10/09/17
g DYNAVAX TECHNOLOGIES - 13,160 SHARES	P	01/19/17	10/09/17
h SIGNATURE BANK - 750 SHARES	P	01/23/12	09/20/17
i SIGNATURE BANK - 202 SHARES	P	09/24/14	09/20/17
j NORD ANGLIA EDUCATION - 4,508 SHARES	P	07/14/14	04/25/17
k NORD ANGLIA EDUCATION - 1,042 SHARES	P	01/19/17	04/25/17
l PALO ALTO NETWORKS - 390 SHARES	P	06/18/15	04/24/17
m PALO ALTO NETWORKS - 517 SHARES	P	01/19/17	04/24/17
n IDEXX LABORATORIES - 209 SHARES	P	08/16/13	04/21/17
o DAVE & BUSTERS ENTERTAINMENT - 1,906 SHARES	P	10/20/15	04/05/17

(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 47,321.		12,419.	34,902.
b 91,916.		97,569.	-5,653.
c 11,322.		14,128.	-2,806.
d 26,566.		25,254.	1,312.
e 76,673.		84,967.	-8,294.
f 100,177.		35,587.	64,590.
g 300,046.		56,588.	243,458.
h 88,591.		46,443.	42,148.
i 23,861.		23,112.	749.
j 146,166.		87,746.	58,420.
k 33,785.		23,809.	9,976.
l 42,573.		71,513.	-28,940.
m 56,436.		72,829.	-16,393.
n 33,239.		9,998.	23,241.
o 115,301.		70,610.	44,691.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			34,902.
b			-5,653.
c			-2,806.
d			1,312.
e			-8,294.
f			64,590.
g			243,458.
h			42,148.
i			749.
j			58,420.
k			9,976.
l			-28,940.
m			-16,393.
n			23,241.
o			44,691.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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

FRANKLIN PHILANTHROPIC FOUNDATION

CONTINUATION FOR 990-PF, PART IV

36-3668125

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2

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MOBILEYE NV ORD - 841 SHARES	P	09/24/14	03/24/17
b	MOBILEYE NV ORD - 1,191 SHARES	P	02/20/15	03/24/17
c	MOBILEYE NV ORD - 588 SHARES	P	01/19/17	03/24/17
d	ZOES KITCHEN - 2,811 SHARES	P	12/10/14	02/24/17
e	ZOES KITCHEN - 3,257 SHARES	P	01/19/17	02/24/17
f	PREMIER INC CLASS A - 2,564 SHARES	P	11/25/13	02/16/17
g	PREMIER INC CLASS A - 900 SHARES	P	03/28/14	02/16/17
h	PREMIER INC CLASS A - 497 SHARES	P	01/19/17	02/16/17
i	IDEXX LABORATORIES - 420 SHARES	P	08/16/13	01/17/17
j	WAGEWORKS INC - 1,435 SHARES	P	03/13/13	01/13/17
k	CHARLES SCHWAB - 1,699 SHARES	P	10/21/13	01/10/17
l				
m				
n				
o				

(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 51,048.		42,842.	8,206.
b 72,717.		43,145.	29,572.
c 35,691.		25,625.	10,066.
d 55,356.		83,986.	-28,630.
e 64,138.		69,918.	-5,780.
f 79,824.		79,679.	145.
g 28,020.		29,680.	-1,660.
h 15,473.		16,182.	-709.
i 50,434.		20,092.	30,342.
j 104,749.		34,561.	70,188.
k 69,845.		40,173.	29,672.
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8,206.
b			29,572.
c			10,066.
d			-28,630.
e			-5,780.
f			145.
g			-1,660.
h			-709.
i			30,342.
j			70,188.
k			29,672.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	602,813.
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 XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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)				
AMERICA ROWS AND SWIMS NEWBURGH, INC. 275 NORTH STREET NEWBURGH, NY 12550	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004-2400	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
AMERICAN COUNCILS FOR INTERNATIONAL EDUCATION 1828 L STREET NW, SUITE 1200 WASHINGTON, DC 20036	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
AMERICAN FRIENDS OF GALILEE MEDICAL CENTER P.O. BOX 789856 PHILADELPHIA, PA 19178-9856	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 20 N. WACKER DRIVE, SUITE 2020 CHICAGO, IL 60606	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	10,000.
AMERICAN RED CROSS 431 18TH STREET, NW WASHINGTON, DC 20006	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
AMERICAN WILDLIFE FOUNDATION P.O. BOX 1246 MOLAALLA, OR 97038	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
AMNESTY INTERNATIONAL, USA 5 PENN PLAZA NEW YORK, NY 10001-1801	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
ATLANTA AUTISM CONSORTIUM 1932 OAK GROVE ROAD NE ATLANTA, GA 30345-3896	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
BACK ON MY FEET 100 SOUTH BROAD STREET, #2136 PHILADELPHIA, PA 19110	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	9,000.
Total from continuation sheets				393,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BEACON INSTITUTE FOR RIVERS AND ESTUARIES - CLARKSON UNIVERSITY 199 MAIN STREET BEACON, NY 12508	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,500.
BLOOMINGDALE AGING IN PLACE P.O. BOX 497 NEW YORK, NY 10025	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
BRENNAN CENTER FOR JUSTICE 161 AVENUE OF AMERICAS, 12TH FLOOR NEW YORK, NY 10013	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
BROOKLYN BOATWORKS 68 JAY STREET, SUITE 411 BROOKLYN, NY 11201	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	7,000.
CARE, INC. 151 ELLIS STREET NE ATLANTA, GA 30303	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
CARINGKIND 360 LEXINGTON AVENUE, 4TH FLOOR NEW YORK, NY 10017	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	12,000.
CARRIAGE HOUSE ARTS CENTER 390 GRUMMAN AVENUE NORWALK, CT 06851	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
CENTER FOR BIOLOGICAL DIVERSITY P.O. BOX 710 TUCSON, AZ 85702-0710	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
CENTER FOR FINANCIAL STABILITY 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
CENTER FOR PUBLIC INTEGRITY 910 17TH STREET NW, #700 WASHINGTON, DC 20006	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHICAGO SYMPHONY ORCHESTRA 220 SOUTH MICHIGAN AVENUE CHICAGO, IL 60604	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
CHILDREN'S AID SOCIETY 711 THIRD AVENUE NEW YORK, NY 10017	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
CONNECTICUT PUBLIC AFFAIRS NETWORK (HISTORY DAY) 21 OAK STREET HARTFORD, CT 06106	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE, 3 500 ARLINGTON, VA 22202	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
COUNCIL OF CHURCHES OF GREATER BRIDGEPORT 1718 CAPITOL AVENUE BRIDGEPORT, CT 06604	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
DEERFIELD VALLEY COMMUNITY CARES P.O. BOX 518 WILMINGTON, VT 05363	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
DEERFIELD VALLEY RESCUE P.O. BOX 854 WILMINGTON, VT 05363	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
DIRECT RELIEF 27 S. LA PATERA LANE SANTA BARBARA, CA 93117	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
DISASTER NETWORK ASSISTANCE ROTARIAN ACTION GROUP 9937 MAJORCA PLACE BOCA RATON, FL 33434-3715	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ELEPHANT SANCTUARY IN TENNESSEE P.O. BOX 393 HOHENWALD, TN 38462	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
EMPOWERMENT PLAN 1401 VERMONT STREET DETROIT, MI 48216	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
ENVIRONMENTAL DEFENSE FUND 1875 CONNECTICUT AVENUE, NW WASHINGTON, DC 20009	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
EVERYTOWN FOR GUN SAFETY P.O. BOX 4184 NEW YORK, NY 10163	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
F.I.R.S.T (FOR INSPIRATION AND RECOGNITION OF SCIENCE AND TECHNOLOGY) 200 BEDFORD STREET MANCHESTER, NH 03101	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
FEMINIST FREQUENCY 340 LEMON AVENUE, #9746 WALNUT, CA 91789	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
FOOD TRUST 1617 JOHN F. KENNEDY BLVD., #900 PHILADELPHIA, PA 19103	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
FOUNDATION FOR PUERTO RICO (FISCAL AGENT FOR CON PR MEDITOS) P.O. BOX 364029 SAN JUAN, PR 00936-4029	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
FRANCISCAN OUTREACH 1645 W. LEMOYNE CHICAGO, IL 60622	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF THE ARCHER SHAKESPEAREANS 116 CIMARRON DRIVE ROCHESTER, NY 14620	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,500.
FRIENDS OF THE CLEARWATER P.O. BOX 9241 MOSCOW, ID 83843	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	500.
FUGEES FAMILY P.O. BOX 388 SCOTTDAL, GA 30079	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	6,000.
G.A.I.T. P.O. BOX 69 MILFORD, PA 18337	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	10,000.
GEORGE MARK CHILDREN'S FUND 2121 GEORGE MARK LANE SAN LEANDRO, CA 94578-1017	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	9,000.
GEORGIA OPTIONS 1865 WEST BROAD STREET, SUITE E ATHENS, GA 30606	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
GIRLS WRITE NOW 247 W. 37TH STREET, SUITE 1800 NEW YORK, NY 10018	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
GREATER CHICAGO FOOD DEPOSITORY 4100 WEST ANN LURIE PLACE CHICAGO, IL 60632	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	10,000.
GREEN VILLAGE INITIATIVE 1 MORNINGSIDE DRIVE NORTH WESTPORT, CT 06880	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
GREENWAVE ORGANIZATION 43 E. PEARL STREET NEW HAVEN, CT 06513-4309	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HAMDEN EDUCATIONAL FOUNDATION 60 PUTNAM AVENUE HAMDEN, CT 06517	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
INTERFAITH NUTRITIONAL NETWORK 211 FULTON AVENUE HEMPSTEAD, NY 11550	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
INTERNATIONAL CHILDRENS HEART FOUNDATION 275 S. WALNUT BEND ROAD, #102 CORDOVA, TN 38018	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
INTERNATIONAL EXOTIC ANIMAL SANCTUARY, INC. P.O. BOX 637 BOYD, TX 76023	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	7,000.
INTERNATIONAL FUND - ANIMAL WELFARE 290 SUMMER STREET YARMOUTH PORT, MA 02675	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
INTERNATIONAL PLANNED PARENTHOOD FEDERATION 125 MAIDEN LANE, 9TH FLOOR NEW YORK, NY 10038	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
J STREET EDUCATION FUND P.O. BOX 66073 WASHINGTON, DC 20035	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
JOFFREY BALLET 10 EAST RANDOLPH STREET CHICAGO, IL 60601	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
KAUFMAN MUSIC CENTER 129 WEST 67TH STREET NEW YORK, NY 10023	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
LIFE AFTER HATE 917 W. WASHINGTON BLVD., #212 CHICAGO, IL 60607	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LILITH 250 57TH STREET, #2432 NEW YORK, NY 10107	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
LUCY MACKENZIE HUMANE SOCIETY 4832 ROUTE 44, P.O. BOX 637 BROWNSVILLE, VT 05037	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
MAG AMERICA 1750 K STREET NW, SUITE 350 WASHINGTON, DC 20006	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
MAYOR'S ALLIANCE FOR NYC'S ANIMALS 244 FIFTH AVENUE, SUITE R290 NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
MERCY LEARNING CENTER 637 PARK AVENUE BRIDGEPORT, CT 06604	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
MISSION K9 RESCUE 10902 BRITOAK LANE HOUSTON, TX 77079	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
MUSIC THEATER WORKS 516 4TH STREET WILMETTE, IL 60091	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN STREET LANDER, WY 82520	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
NATIONAL PARK FOUNDATION 1110 VERMONT AVENUE NW #200 WASHINGTON, DC 20005	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
NEW HAVEN READS 45 BRISTOL STREET NEW HAVEN, CT 06511	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW REACH 153 EAST STREET NEW HAVEN, CT 06511	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
NORTH JERSEY PUBLIC POLICY NETWORK P.O. BOX 476 RIDGEWOOD, NJ 07451	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	8,000.
OCEAN CONSERVANCY 1300 19TH STREET NW WASHINGTON, DC 20036	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	8,000.
OPERATION HOPE 636 OLD POST ROAD FAIRFIELD, CT 06824	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
PARTNERS IN HEALTH 800 BOYLSTON STREET, #1400 BOSTON, MA 02199	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
PHYSICIANS COMMITTEE FOR RESPONSIBLE MEDICINE 5100 WISCONSIN AVENUE NW, #400 WASHINGTON, DC 20016	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
PLANNED PARENTHOOD 18 S. MICHIGAN AVENUE, 6TH FLOOR CHICAGO, IL 60603	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	9,000.
POPULATION CONNECTION 2120 L STREET NW, #500 WASHINGTON, DC 20037	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
PROJECT AWARE 30151 TOMAS, #200 RANCHO SANTA MARGARITA, CA 92688	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
PROMETHEUS RADIO PROJECT P.O. BOX 42158 PHILADELPHIA, PA 19101	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PROTECT OUR WINTERS 311 MAPLETON AVENUE, SUITE 221-A BOULDER, CO 80304	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
RAIN FOREST ALLIANCE 233 BROADWAY, 28TH FLOOR NEW YORK, NY 10279	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
READER TO READER 38 WOODSIDE AVENUE AMHERST, MA 01002	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
SAMARITANS PURSE P.O. BOX 3000 BOONE, NC 28607	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
SIERRA CLUB FOUNDATION 2101 WEBSTER STREET, SUITE 1250 OAKLAND, CA 94612	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
SOI DOG FOUNDATION USA 2010 15TH STREET SAN FRANCISCO, CA 94114	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	8,000.
SOLAR FOUNDATION 600 14TH STREET NW, #400 WASHINGTON, DC 20005	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	6,000.
SOW MUCH GOOD P.O. BOX 680381 CHARLOTTE, NC 28216	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
STUDENT CONSERVATION ASSOCIATION 689 RIVER ROAD CHARLESTOWN, NH 03603	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SUNRISE USA P.O. BOX 250549 FRANKLIN, MI 48025	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
SYRIAN AMERICAN MEDICAL SOCIETY FOUNDATION 3660 STUTZ DRIVE, SUITE 100 CANFIELD, OH 44406	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
THE NEWBERRY LIBRARY ASSOCIATES 60 WEST WALTON STREET CHICAGO, IL 60610	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,500.
TRACE MEDIA INC. P.O. BOX 4184 NEW YORK, NY 10163	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
TRICYCLE COLLECTIVE 2727 2ND AVENUE, SUITE 313 DETROIT, MI 48201	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
TWICE BLESSED, INC. 45 ROUTE 100 N. W. DOVER, VT 05356	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
U.S. GREEN BUILDING COUNCIL - DETROIT CHAPTER 461 BURROUGHS DETROIT, MI 48202	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,500.
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE, MA 02138	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	10,000.
UNITED LEUKODYSTROPHY FOUNDATION 224 N. SECOND STREET DEKALB, IL 60115	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
UPON THIS ROCK MINISTRIES P.O. BOX 2929 NEW HAVEN, CT 06511	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
URBAN RESEARCH INSTITUTE 75 BROAD STREET, SUITE 505 NEW YORK, NY 10004	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
VERMONT INSTITUTE NATURAL SCIENCE 6565 WOODSTOCK ROAD, P.O. BOX 1281 QUEECHEE, VT 05059	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
WHOLESOME WAVE 855 MAIN STREET, SUITE 910 BRIDGEPORT, CT 06604	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	4,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX, NY 10460	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
WOMENS SPORTS MUSEUM 401 SOUTH PALM AVENUE, #501 SARASOTA, FL 34236	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
WORLD VETS 802 1ST AVENUE N FARGO, ND 58102	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
WTTW 11 5400 NORTH ST. LOUIS AVENUE CHICAGO, IL 60625	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
YALE UNIVERSITY - YALE CENTER FOR ANALYTICAL SCIENCES 300 GEORGE STREET, SUITE 555 NEW HAVEN, CT 06510	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,000.
YELLOWSTONE TO YUKON P.O. BOX 157 BOZEMAN, MT 59771	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ACLU OF NEW JERSEY FOUNDATION

GENERAL PURPOSES

GENERAL PURPOSES

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

Employer identification number

FRANKLIN PHILANTHROPIC FOUNDATION

36-3668125

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	Employer identification number
FRANKLIN PHILANTHROPIC FOUNDATION	36-3668125

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
<u>1</u>	<u>MORRIS F. GOODMAN</u> <u>1508 HINMAN AVENUE, UNIT 8B</u> <u>EVANSTON, IL 60201</u>	\$ <u>600,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

FRANKLIN PHILANTHROPIC FOUNDATION**36-3668125****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(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

FRANKLIN PHILANTHROPIC FOUNDATION**36-3668125****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

FRANKLIN PHILANTHROPIC FOUNDATION

E.I.N. 36-3668125

JANUARY 1, 2017 - DECEMBER 31, 2017 SCHEDULE OF INFORMATION FOR FORM 990-PF

PART I - LINE 16(a)

Legal Fees:

Ashcraft & Ashcraft, ltd.
for preparation of State and Federal
Compliance Returns and Corporate Matters \$ 45,012.71

PART I - LINE 16(c)

Other Professional Fees:

William Blair & Co.
Investment Counsel 76,048.43

PART I - LINE 23

Filing Fees - Annual Report and Illinois Charity Board	25.00
Annual/Special Meeting - Board of Directors	39,188.12
Insurance	750.00
Association Fees	750.00
Checkbook	15.00
Bank Charges	50.00
	<u>40,778.12</u>

PART VII B - LINE 1(a)(4)

During 2017, the Foundation paid \$ 76,048.43 to William Blair & Co., for investment counseling. John A. Shea is a Director and the Treasurer of the Foundation, and an employee of William Blair & Co. The payment is specifically excepted from the prohibition of self-dealing by Regulation §53.4941(d)-3(c)(2) - Example No. 2

During 2017, the Foundation paid \$ 45,012.71 to Ashcraft & Ashcraft, Ltd. for legal services. Charles F. Moles is a principal of Ashcraft & Ashcraft, Ltd. and a Director and Secretary of the Foundation. The payment is specifically excepted from the prohibition of self-dealing by Regulation §53.4941(d)-3(c)(2) - Example No. 1

FRANKLIN PHILANTHROPIC FOUNDATION
E.I.N. 36-3668125
JANUARY 1, 2017 - DECEMBER 31, 2017
SCHEDULE OF INFORMATION FOR FORM 990-PF
ASSET LIST

PART II - BALANCE SHEETS

Money Markets

FIDELITY GOVERNMENT CASH RESERVES
 7 DAY YIELD .94%
 Dividend Option Cash
 Capital Gain Option Cash
Total Cash and Cash Equivalents

\$ 37,243.31

HOLDINGS > EQUITIES -

<u>Description</u>	<u>Original/Adjusted Cost Basis</u>
Equity	
ABIOMED INC	\$96,328.76
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$100.34	
ACCELERATE DIAGNOSTICS INC COM USD0.001	\$47,466.55
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$14.44	
ACUITY BRANDS INC	\$131,760.06
Estimated Yield 0.29%	
Dividend Option Cash	
AFFILIATED MANAGERS GROUP	\$117,065.12
Estimated Yield 0.39%	
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$124.27	
ALBIREO PHARMA INC COM	\$30,565.80
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$24.81	
ALLIANCE DATA SYS CORP	\$47,946.80
Estimated Yield 0.82%	
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$85.93	
ALPHABET INC CAP STK CL A	\$112,387.28
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$891.96	
AMAZON.COM INC	\$62,213.77
Dividend Option Cash	
Capital Gain Option Cash	
Average Unit Cost \$255.51	

FRANKLIN PHILANTHROPIC FOUNDATION

E.I.N. 36-3668125

JANUARY 1, 2017 - DECEMBER 31, 2017

SCHEDULE OF INFORMATION FOR FORM 990-PF

PART X - LINE 1(a), 1(b) and 1(d)

2017 Cash/Security Balances

<u>Date</u>	<u>Cash</u>	<u>Securities</u>	<u>Total</u>
1/31/2017	103,353.46	7,310,119.95	7,413,473.41
2/28/2017	237,439.28	7,408,385.39	7,645,824.67
3/31/2017	112,970.98	7,720,699.88	7,833,670.86
4/30/2017	411,638.98	7,556,813.39	7,968,452.37
5/31/2017	415,327.69	7,615,184.73	8,030,512.42
6/30/2017	276,850.73	8,009,513.30	8,286,364.03
7/31/2017	264,530.44	8,284,587.06	8,549,117.50
8/31/2017	266,641.62	8,192,330.36	8,458,971.98
9/30/2017	170,152.84	8,303,651.54	8,473,804.38
10/31/2017	41,299.75	8,159,825.03	8,201,124.78
11/30/2017	70,030.04	8,368,253.33	8,438,283.37
12/31/2017	37,406.09	8,423,720.98	8,461,127.07
Average:	200,636.83	7,946,090.41	8,146,727.24

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
BOND DISCOUNT	1,427.	1,427.	
WILLIAM BLAIR (U.S. AGENCY \$49,487 - \$1,917 ACCRUED)	47,570.	47,570.	
TOTAL TO PART I, LINE 3	48,997.	48,997.	

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
WILLIAM BLAIR	23,427.	0.	23,427.	23,427.	
WILLIAM BLAIR #GER-000587 (MM)	126.	0.	126.	126.	
TO PART I, LINE 4	23,553.	0.	23,553.	23,553.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	45,013.	39,013.		6,000.
TO FM 990-PF, PG 1, LN 16A	45,013.	39,013.		6,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEE	76,048. 0.	76,048. 0.		0. 0.
TO FORM 990-PF, PG 1, LN 16C	76,048.	76,048.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2016 TAX REFUND	-514.	0.		0.
TO FORM 990-PF, PG 1, LN 18	-514.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT FILING FEE - ILLINOIS	10.	0.		0.
ANNUAL AND SPECIAL MEETING EXPENSE 2010	39,188.	0.		0.
INSURANCE	750.	0.		0.
ASSOCIATION FEES	750.	0.		750.
ILLINOIS CHARITABLE BUREAU - FILING FEE	15.	15.		0.
WILLIAM BLAIR #GER-000587 CHECKBOOK FEE	15.	15.		0.
WILLIAM BLAIR #GER-000587 STOP PAYMENT FEES	50.	50.		0.
TO FORM 990-PF, PG 1, LN 23	40,778.	80.		750.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		2,228,306.	2,231,655.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,228,306.	2,231,655.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,228,306.	2,231,655.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK/BONDS	3,702,416.	6,177,863.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,702,416.	6,177,863.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MORRIS F. GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
JOHN A. SHEA C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	TREASURER/DIRECTOR 0.00	0.	0.	0.
CHARLES F. MOLES C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	SECRETARY/DIRECTOR 0.00	0.	0.	0.
STANLEY GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
LINDA GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
JOYCE GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
JENNY GOODMAN-BOWDEN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
WILLIAM MICHAEL GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
DEBORAH GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.

FRANKLIN PHILANTHROPIC FOUNDATION

36-3668125

AARON CUBELLS C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
REBECCA CUBELLS C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
SARAH CUBELLS C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
YALE GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
PACE GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
DOUG GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
PAUL GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
DANIEL BOWDEN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
LES BOWDEN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
LEAH BOWDEN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FOOTNOTES

STATEMENT

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