



2949132802500 8

EXTENDED TO NOVEMBER 15, 2018

Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation HERBERT SIMON FAMILY FOUNDATION		A Employer identification number 38-3905454
Number and street (or P.O. box number if mail is not delivered to street address) 600 E. 96TH STREET	Room/suite 510	B Telephone number 317-636-1600
City or town, state or province, country, and ZIP or foreign postal code INDIANAPOLIS, IN 46240		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 36,136,418.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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		8,221,689.		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					
4 Dividends and interest from securities		727,013.	727,013.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,456,484.			
b Gross sales price for all assets on line 6a 11,447,468.					
7 Capital gain net income (from Part IV, line 2)			2,456,484.		
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		992.	992.		STATEMENT 2
12 Total. Add lines 1 through 11		11,406,178.	3,184,489.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		90,587.	0.		0.
15 Pension plans, employee benefits					
16a Legal fees STMT 3		435.	0.		0.
b Accounting fees STMT 4		42,600.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		53,203.	13,203.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		250,891.	197,271.		53,520.
24 Total operating and administrative expenses. Add lines 13 through 23		437,716.	210,474.		53,520.
25 Contributions, gifts, grants paid		6,208,187.			6,208,187.
26 Total expenses and disbursements. Add lines 24 and 25		6,645,903.	210,474.		6,261,707.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		4,760,275.			
b Net investment income (if negative, enter -0-)			2,974,015.		
c Adjusted net income (if negative, enter -0-)				N/A	

9-33

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,940,827.	8,852,230.	8,852,230.
	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	14,268,022.	12,819,348.	15,709,709.
	c Investments - corporate bonds STMT 9	7,572,203.	6,427,851.	6,720,554.
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	4,344,530.	4,727,782.	4,853,925.
	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)	30,125,582.	32,827,211.	36,136,418.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	30,125,582.	32,827,211.	
	30 Total net assets or fund balances	30,125,582.	32,827,211.	
	31 Total liabilities and net assets/fund balances	30,125,582.	32,827,211.	

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	30,125,582.
2 Enter amount from Part I, line 27a	2	4,760,275.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	34,885,857.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	2,058,646.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	32,827,211.

Form 990-PF (2017)

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 11,447,468.		8,990,984.	2,456,484.	
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			2,456,484.	
2 Capital gain net income or (net capital loss)		2		2,456,484.
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	7,477,719.	29,682,993.	.251919
2015	5,012,755.	32,982,434.	.151983
2014	4,883,515.	28,662,317.	.170381
2013	4,323,227.	16,866,023.	.256328
2012	2,730,499.	9,420,721.	.289840

2 Total of line 1, column (d)	2	1.120451
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	.224090
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	28,845,531.
5 Multiply line 4 by line 3	5	6,463,995.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,740.
7 Add lines 5 and 6	7	6,493,735.
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	6,261,707.

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	59,480.
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	59,480.
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	59,480.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	34,265.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	30,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	64,265.	
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	4,785.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 4,785. 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
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 type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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 type="checkbox"/> IN		
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 HERBERT SIMON Telephone no. 317-636-1600 Located at 600 EAST 96TH STREET, SUITE 510, INDIANAPOLIS, IN ZIP+4 46260		
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 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 Organizations relying on a current notice regarding disaster assistance, check here N/A		
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? If "Yes," list the years N/A	<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?		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

Form 990-PF (2017)

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

5b

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

X

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

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

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

☐ Yes ☒ No

7b

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

N/A

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 11		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

Form 990-PF (2017)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (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
STIFEL, NICOLAUS & COMPANY INC - 600 E. 96TH STREET, SUITE 575, INDIANAPOLIS, IN 46240	INVESTMENT ADVISORY	135,664.

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	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2017)

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	22,337,422.
b	Average of monthly cash balances	1b	2,093,455.
c	Fair market value of all other assets	1c	4,853,926.
d	Total (add lines 1a, b, and c)	1d	29,284,803.
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	29,284,803.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	439,272.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	28,845,531.
6	Minimum investment return. Enter 5% of line 5	6	1,442,277.

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	1,442,277.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	59,480.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	59,480.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,382,797.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,382,797.
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	1,382,797.

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	6,261,707.
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	6,261,707.
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	6,261,707.

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.

Form 990-PF (2017)

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				1,382,797.
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	2,295,565.			
b From 2013	3,325,935.			
c From 2014	3,536,582.			
d From 2015	3,394,178.			
e From 2016	6,029,265.			
f Total of lines 3a through e	18,581,525.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 6,261,707.				
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				1,382,797.
e Remaining amount distributed out of corpus	4,878,910.			
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:	23,460,435.			
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	2,295,565.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	21,164,870.			
10 Analysis of line 9:				
a Excess from 2013	3,325,935.			
b Excess from 2014	3,536,582.			
c Excess from 2015	3,394,178.			
d Excess from 2016	6,029,265.			
e Excess from 2017	4,878,910.			

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				
AAPLE FOUNDATION PO BOX 30636 SANTA BARBARA, CA 93130	N/A	PC	OPERATIONS	10,000.
ADVANCED ENERGY ECONOMIC INSTITUTE 1000 VERMONT AVE NW FL 3 WASHINGTON, DC 20005	N/A	PC	REDUCING CARBON EMISSIONS IN INDIANA	150,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	N/A	PC	OPERATIONS	10,000.
ARTMIX, INC 1505 N DELAWARE ST STE 100 INDIANAPOLIS, IN 46202	N/A	PC	BUILDING CAPACITY FOR ART REDEFINING DISABILITY	70,000.
BALL STATE UNIVERSITY FOUNDATION 2800 W BETHEL AVE MUNCIE, IN 47304	N/A	SO I	OPERATIONS	5,000.
Total	SEE CONTINUATION SHEET(S)			6,208,187.
b Approved for future payment				
NONE				
Total				0.

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

- | | | | |
|----------|---|--------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Time

SECRETARY 7
DIRECTOR

May the IRS deduct the return with the preparer shown below? See Inst.

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name _____

Preparer's signature _____

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
--	------

MARK N. BERNSTEIN

MARK N. BERNSTEIN

11/15/18

P00045271

Firm's name ► **KSM BUSINESS SERVICES, INC.**

Firm's EIN ▶ 35-2123203

Firm's address ► P.O. BOX 40857
INDIANAPOLIS, IN 46240-0857

Phone no. (317) 580-2000

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

HERBERT SIMON FAMILY FOUNDATION

Employer identification number

38-3905454

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
HERBERT SIMON FAMILY FOUNDATION	38-3905454

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	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 5,221,689.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 3,000,000.	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.)

Name of organization	Employer identification number
HERBERT SIMON FAMILY FOUNDATION	38-3905454

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
1099 MISC	0.	0.	0.	0.	
ICAHN ENTERPRISES	330.	0.	330.	330.	
OAKTREE CAPITAL	264.	0.	264.	264.	
OVERLOOK 3G	7,373.	0.	7,373.	7,373.	
SPROTT PRIVET FUND	10,415.	0.	10,415.	10,415.	
STIFEL ACCOUNTS	856,650.	163,622.	693,028.	693,028.	
STIFEL ACCOUNTS - ACCRUED INTEREST	0.	0.	0.	0.	
THE OVERLOOK PARTNERS	15,603.	0.	15,603.	15,603.	
TO PART I, LINE 4	890,635.	163,622.	727,013.	727,013.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ICAHN ENTERPRISES - INCOME	767.	767.	
STIFEL STATEMENT - OTHER INCOME	225.	225.	
TOTAL TO FORM 990-PF, PART I, LINE 11	992.	992.	

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	435.	0.		0.
TO FM 990-PF, PG 1, LN 16A	435.	0.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	100.	0.		0.
ACCOUNTING FEES	42,500.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	42,600.	0.		0.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	13,203.	13,203.		0.
TAX PAYMENTS	40,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	53,203.	13,203.		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
INVESTMENT ADVISORY FEES	135,765.	135,665.		0.
OTHER INVESTMENT EXPENSES	21,880.	21,880.		0.
WIRE TRANSFER FEES	30.	30.		0.
KIRKUS REVIEW SUBSCRIPTIONS	53,520.	0.		53,520.
MISCELLANEOUS EXPENSES	25.	25.		0.
BOND AMORTIZATION	39,671.	39,671.		0.
TO FORM 990-PF, PG 1, LN 23	250,891.	197,271.		53,520.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON CONTRIBUTED STOCK	2,058,646.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,058,646.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FPA CRESCENT INSTL CL	1,554,718.	1,656,595.
STIFEL NICOLAUS 1608-6630	365,743.	754,810.
STIFEL NICOLAUS 5322-9163	2,834,723.	3,893,415.
STIFEL NICOLAUS 5047-2546	564,704.	1,040,053.
GARDNER RUSSO 524008	1,646,486.	1,628,239.
STIFEL NICOLAUS 7651-9484	917,979.	1,284,195.
STIFEL NICOLAUS 3625-6504	977,145.	1,197,830.
STIFEL NICOLAUS 1490-4218	1,002,936.	993,899.
STIFEL NICOLAUS 6482-8021	1,392,646.	1,537,430.
STIFEL NICOLAUS 5389-2788	1,066,632.	1,234,667.
STIFEL NICOLAUS 2037-4859	495,636.	488,576.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,819,348.	15,709,709.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 1608-6630	5,943,420.	5,927,556.
STIFEL NICOLAUS 5047-2546	2,000.	2,045.
STIFEL NICOLAUS 4953-8009	401,047.	710,245.
STIFEL NICOLAUS 4953-8009	81,384.	80,708.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,427,851.	6,720,554.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE OVERLOOK PARTNERS FUND, L.P.	COST	804,381.	902,928.
OVERLOOK 3G INVESTMENTS, L.P.	COST	151,935.	188,315.
OAKTREE CAPITAL GROUP, LLC	COST	7,132.	5,347.
ICAHN ENTERPRISES, LP	COST	5,335.	16,854.
TIFF INVESTMENT MULTI ASSET	COST	2,778,750.	2,506,187.
SPROTT PRIVET FUND, L.P.	COST	480,249.	564,521.
HAWKEYE CAPITAL SER TRUST OFFSHORE CL A	COST	500,000.	669,773.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,727,782.	4,853,925.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
-------------	---	--------------

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HERBERT SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	PRESIDENT / DIRECTOR 0.50	0.	0.	0.
STEPHEN H. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	SECRETARY / DIRECTOR 0.10	0.	0.	0.
JENNIFER K. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
SARAH M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
RACHEL M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
ASHER M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

HERBERT SIMON FAMILY FOUNDATION

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	FROM K-1: SPROTT PRIVET FUND	P		
b	FROM K-1: SPROTT PRIVET FUND	P		
c	FROM K-1: ICAHN ENTERPRISES	P		
d	FROM K-1: ICAHN ENTERPRISES	P		
e	FROM K-1: OVERLOOK 3G INVESTMENTS	P		
f	FROM K-1: THE OVERLOOK PARTNERS FUND	P		
g	FROM K-1: THE OVERLOOK PARTNERS FUND	P		
h	FROM K-1: OAKTREE CAPITAL GROUP	P		
i	FROM K-1: OAKTREE CAPITAL GROUP	P		
j	CITIZENS FINL GRP INC	P		
k	STIFEL 6630 - SEE ATTACHED	P		
l	STIFEL 2892 - SEE ATTACHED	P		
m	STIFEL 9163 - SEE ATTACHED	P		
n	STIFEL 9163 - SEE ATTACHED	P		
o	STIFEL 2546 - SEE ATTACHED	P		

(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		1,172.	<1,172.>
b	31,785.		31,785.
c		59.	<59.>
d		211.	<211.>
e	8,595.		8,595.
f	3,821.		3,821.
g	69,411.		69,411.
h	30.		30.
i	465.		465.
j	423.	413.	10.
k	5,666,949.	4,110,574.	1,556,375.
l	500,000.	445,912.	54,088.
m	741,846.	622,995.	118,851.
n	55,624.	44,181.	11,443.
o	8,268.	14,657.	<6,389.>

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			<1,172.>
b			31,785.
c			<59.>
d			<211.>
e			8,595.
f			3,821.
g			69,411.
h			30.
i			465.
j			10.
k			1,556,375.
l			54,088.
m			118,851.
n			11,443.
o			<6,389.>

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	

HERBERT SIMON FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV

38-3905454

PAGE

2 OF

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	STIFEL 2546 - SEE ATTACHED	P		
b	STIFEL 8009 - SEE ATTACHED	P		
c	ICAHN ENTERPRISES LP RTS	P		
d	STIFEL 0747 - SEE ATTACHED	P		
e	STIFEL 0747 - SEE ATTACHED	P		
f	STIFEL 8021 - SEE ATTACHED	P		
g	STIFEL 2788 - SEE ATTACHED	P		
h	STIFEL 2788 - SEE ATTACHED	P		
i	PERSHING LLC	P		
j	TIFF MULTI-ASSET FUND	P	09/21/15	12/15/17
k	CAPITAL GAINS DIVIDENDS			
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 143,428.		118,056.	25,372.
b 65,842.		75,448.	<9,606.>
c 75.		75.	0.
d 806,530.		853,667.	<47,137.>
e 1,675,013.		1,366,073.	308,940.
f 500,000.		439,724.	60,276.
g 364,031.		354,381.	9,650.
h 536,868.		453,884.	82,984.
i 30,417.		23,432.	6,985.
j 74,425.		66,070.	8,355.
k 163,622.			163,622.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			25,372.
b			<9,606.>
c			0.
d			<47,137.>
e			308,940.
f			60,276.
g			9,650.
h			82,984.
i			6,985.
j			8,355.
k			163,622.
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	2,456,484.
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 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
BETH-EL ZEDECK FOUNDATION, INC 600 W. 70TH ST INDIANAPOLIS, IN 46260-4137	N/A	SO I	WRITING OURSELVES INTO TORAH PLEDGE #3	20,000.
BOYS & GIRLS CLUB OF INDIANAPOLIS 3530 S KEYSTONE AVE STE 200 INDIANAPOLIS, IN 46277	N/A	PC	CAMPAIGN FOR FAR EASTSIDE B&G CLUB #3	50,000.
CENTRAL INDIANA COMMUNITY FOUNDATION INC 615 NORTH ALABAMA STREET, SUITE 119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	252,512.
CENTRAL INDIANA LAND TRUST 1500 N DELAWARE ST INDIANAPOLIS, IN 46202	N/A	PC	CONSERVATION SUPPORT AND PLANNING	35,000.
CHILDREN'S MUSEUM OF INDIANAPOLIS, INC. PO BOX 3000 INDIANAPOLIS, IN 46206	N/A	PC	SPORTS LEGENDS EXPERIENCE #2	500,000.
CHRISTEL HOUSE INTERNATIONAL 10 WEST MARKET STREET, SUITE 1990 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	110,000.
CITY COLLEGE OF NEW YORK 160 CONVENT AVE, SHEPARD HALL 166 NEW YORK, NY 10031	N/A	PC	CCNY ATHLETICS	20,000.
CONSCIOUS ALLIANCE 2525 ARAPAHOE AVE. E4182 BOULDER, CO 80302	N/A	PC	OPERATIONS	10,000.
CONSERVATION LAW CENTER, INC 116 S INDIANA AVE STE 4 BLOOMINGTON, IN 47408	N/A	PC	CLEAN WATER CENTRAL INDIANA	40,000.
COUNCIL ON ALCOHOLISM & DRUG ABUSE A/K/A CADA 232 E CANON PERDIDO SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	20,000.
Total from continuation sheets				5,963,187.

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
ED SNIDER YOUTH HOCKEY FOUNDATION WELLS FARGO CENTER 3601 S BROAD STREET PHILADELPHIA, PA 19148	N/A	PC	OPERATIONS	10,000.
ELIE WIESEL FOUNDATION 555 MADISON AVE FL 20 NEW YORK, NY 10022	N/A	PC	ELIE WIESEL LEGACY AWARD	10,000.
ESKENAZI HEALTH FOUNDATION, INC. 720 ESKENAZI AVE, 5TH 3RD BANK BLDG INDIANAPOLIS, IN 46202	N/A	PC	PROGRAM FOR CENTRAL INDIANA DEPRESSED CHILDREN AND ADULTS	100,000.
FOUNDATION AGAINST COMPANION ANIMAL EUTHANASIA 1505 MASSACHUSETTS AVE INDIANAPOLIS, IN 46201	N/A	PC	IMAGINE CAMPAIGN #2	125,000.
FRIENDS OF ISRAEL DISABLED VETERANS INC 1133 BROADWAY STE 232 NEW YORK, NY 10010	N/A	PC	OPERATIONS	20,000.
GLOBAL GREEN USA 2218 MAIN ST., 2ND FLOOR SANTA MONICA, CA 90405	N/A	PC	OPERATIONS	197,500.
HABITAT FOR HUMANITY OF GREATER INDIANAPOLIS 3135 N. MERIDIAN ST INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	30,000.
HUMANE SOCIETY OF INDIANAPOLIS 7929 N MICHIGAN RD INDIANAPOLIS, IN 46268	N/A	PC	BREAKFAST FOR CHAMPIONS	5,000.
INDIANA BALLET CONSERVATORY 849 W CARMEL DRIVE CARMEL, IN 46032	N/A	PC	OPERATIONS	35,000.
INDIANA COALITION TO END SEXUAL ASSAULT 26 N ARSENAL AVE INDIANAPOLIS, IN 46201	N/A	PC	ALLEVIATING HUMAN TRAFFICKING PROGRAM	75,000.
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
INDIANA DENTAL ASSOCIATION FOUNDATION FOR DENTAL HEALTH INC 550 W NORTH ST STE 300 INDIANAPOLIS, IN 46202	N/A	SO I	OPERATIONS	24,900.
INDIANA FOREST ALLIANCE INC 2123 N MERIDIAN ST INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	50,000.
INDIANA HISTORICAL SOCIETY 450 WEST OHIO STREET INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	2,500.
INDIANA LEGAL SERVICES, INC 151 N DELAWARE ST STE 1850 INDIANAPOLIS, IN 46204	N/A	PC	HORIZON HOUSE LEGAL CLINIC	25,000.
INDIANA RECYCLING COALITION, INC 708 E MICHIGAN ST INDIANAPOLIS, IN 46202	N/A	PC	CREATING THE CLIMATE FOR CURBSIDE RECYCLING PROGRAM	55,000.
INDIANA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON, IN 47402	N/A	PC	10,000 TO CANCER CENTER; 75,000 TO SCHOOL OF INFORMATICS/SCHNABEL	85,000.
INDIANA UNIVERSITY HILLEL FOUNDATION, INC. 730 E 3RD ST BLOOMINGTON, IN 47401	N/A	PC	2017 CAMPUS SUPERSTAR	5,000.
INDIANAPOLIS JEWISH HOME, INC 7001 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	OPERATIONS	300,000.
INDIANAPOLIS MUSEUM OF ART INC 4000 MICHIGAN RD INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	10,000.
INDIANAPOLIS PUBLIC LIBRARY FOUNDATION PO BOX 6134 INDIANAPOLIS, IN 46206	N/A	PC	EARLY LITERACY SPECIAL ENDOWMENT FUND	200,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
INDIANAPOLIS ZOOLOGICAL SOCIETY INC 1200 WEST WASHINGTON ST INDIANAPOLIS, IN 46222	N/A	PC	SAVE THE ORANGUTANS	100,000.
INFORMATION AND REFERRAL NETWORK, INC 3901 N MERIDIAN ST STE 300 INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	45,000.
JAMESON, INC 2001 BRIDGEPORT RD INDIANAPOLIS, IN 46231	N/A	PC	ENVIRONMENTAL EDUCATION	35,000.
JDRF INTERNATIONAL A/K/A JDRF 26 BROADWAY 15TH FLOOR NEW YORK, NY 10004	N/A	PC	AMAZING GRACE CONTRIBUTION	5,000.
JEWISH COMMUNITY CENTER ASSOCIATION OF INDIANAPOLIS, INC. 6701 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	19TH ANNUAL ANN KATZ FESTIVAL OF BOOKS AND ARTS	15,000.
JEWISH FEDERATION OF GREATER INDIANAPOLIS INC A/K/A JFGI 6705 HOOVER RD INDIANAPOLIS, IN 46260-4120	N/A	PC	OPERATIONS	500,000.
JEWISH FEDERATION OF GREATER SANTA BARBARA 524 CHAPALA ST SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	20,000.
JULIAN CENTER, INC. 2011 NORTH MERIDIAN STREET INDIANAPOLIS, IN 46202	N/A	PC	SURVIVORS TO THRIVERS CAMPAIGN #2	75,000.
KENNEDY KING MEMORIAL INITIATIVE 850 FORT WAYNE AVE INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	35,000.
KIDS DANCE OUTREACH, INC 456 N MERIDIAN ST STE 44801 INDIANAPOLIS, IN 46244	N/A	PC	OPERATIONS	25,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
KIRKUS PRIZE WINNER - CHERIE DIMALINE 506 GLEBEHOLME BOULEVARD TORONTO, ONTARIO, CANADA M4C 1V2	N/A	I	KIRKUS PRIZE WINNER	50,000.
KIRKUS PRIZE WINNER - JACK E. DAVIS 1221 NE 3RD ST GAINSVILLE, FL 32601	N/A	I	KIRKUS PRIZE WINNER	50,000.
KIRKUS PRIZE WINNER - LESLEY ARIMAH 1357 PENNSYLVANIA AVE SOUTH APT 301 ST LOUIS PARK, MN 55426	N/A	I	KIRKUS PRIZE WINNER	50,000.
KURT VONNEGUT MEMORIAL LIBRARY, INC. 340 N SENATE AVE INDIANAPOLIS, IN 46204	N/A	PC	BANNED BOOKS WEEK	5,000.
LOS ANGELES OPERA COMPANY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	PC	JAMES CONLON 10TH ANNIVERSARY INITIATIVE	50,000.
LUTHERAN CHILD AND FAMILY SERVICES OF INDIANA 1525 N RITTER AVE INDIANAPOLIS, IN 46219	N/A	PC	OPERATIONS	45,000.
MARIAN UNIVERSITY 3200 COLD SPRING RD INDIANAPOLIS, IN 46222	N/A	PC	\$100,000 21ST CENTURY SCHOLARS	100,000.
METROPOLITAN INDIANAPOLIS PUBLIC BROADCASTING 1630 NORTH MERIDIAN ST INDIANAPOLIS, IN 46202	N/A	PC	THINK LOCAL EDUCATION REPORTING CAMPAIGN	125,000.
MIDWEST ACADEMY INC 1420 CHASE CT CARMEL, IN 46032	N/A	PC	OPERATIONS	1,500.
MIRACLE PLACE, INC. 940 N TEMPLE AVE INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	14,100.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
NATIONAL MULTIPLE SCLEROSIS SOCIETY, INDIANA STATE CHAPTER 3500 DEPAUW BLVD, SUITE 1040 INDIANAPOLIS, IN 46268	N/A	PC	OPERATIONS	5,000.
NEW YORK UNIVERSITY 105 EAST 17TH ST, 4TH FLOOR NEW YORK, NY 10003	N/A	PC	OPERATIONS	50,000.
NEXTECH ORG INC 615 N ALABAMA ST #119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	81,442.
OUTSIDE THE BOX, INC 3940 E 56TH ST INDIANAPOLIS, IN 46220	N/A	PC	OPERATIONS	24,400.
PEACE LEARNING CENTER 6040 DELONG RD INDIANAPOLIS, IN 46254	N/A	PC	ONE INDY CAMPAIGN #2	60,000.
PHALEN LEADERSHIP ACADEMIES 1001 MARINA DR APT 410 QUINCY, MA 02171	N/A	PC	OPERATIONS	265,000.
PHOENIX THEATRE, INC 749 N. PARK AVENUE INDIANAPOLIS, IN 46202	N/A	PC	PHOENIX THEATRE RISING PROGRAM	233,333.
PROACT INDY 5823 BEATLE DRIVE UNIT F INDIANAPOLIS, IN 46216	N/A	PC	OPERATIONS	47,000.
PUBLIC ADVOCATES IN COMMUNITY RE-ENTRY 2855 N KEYSTONE AVE STE 170 INDIANAPOLIS, IN 46218	N/A	PC	BUILDING STRONGER, SAFER COMMUNITIES PROGRAM	23,000.
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FL NEW YORK, NY 10003	N/A	PC	BENEFIT 2017	30,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
SANSUM CLINIC PO BOX 1200 SANTA BARBARA, CA 93102	N/A	PC	RIDLEY TREE CANCER CENTER	10,000.
PACERS BASKETBALL CORP FOUNDATION INC 125 S PENNSYLVANIA ST INDIANAPOLIS, IN 46204	N/A	PC	ANNUAL CAMPAIGN	50,000.
SIMON YOUTH FOUNDATION INC A/K/A SYF 225 WEST WASHINGTON STREET INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	50,000.
SOUTHERN POVERTY LAW CENTER, INC 400 WASHINGTON AVE MONTGOMERY, AL 36104	N/A	PC	PROMOTING INCLUSION PROGRAM	100,000.
ST. VINCENT HOSPITAL FOUNDATION INC 8402 HARCOURT ROAD INDIANAPOLIS, IN 46260	N/A	SO I	PRIMARY CARE CENTER	100,000.
STANFORD UNIVERSITY 3145 PORTER DRIVE PALO ALTO, CA 94304	N/A	PC	GLAUCOMA RESEARCH	10,000.
TECHPOINT FOUNDATION FOR YOUTH 5255 WINTHROP AVE STE 150 INDIANAPOLIS, IN 46220	N/A	PC	STATEWIDE VEX ROBOTICS INITIATIVE	100,000.
TEXAS BOOK FESTIVAL 610 BRAZOS STREET AUSTIN, TX 78701	N/A	PC	TEXAS BOOK FESTIVAL	20,000.
THE ARC OF INDIANA FOUNDATION INC 143 W MARKET ST STE 200 INDIANAPOLIS, IN 46204	N/A	SO I	OPERATIONS	25,000.
THE CHEESECAKE FACTORY - OSCAR AND EVELYN OVERTON CHARITABLE FOUNDATION 26901 MALIBU HILLS RD CALABASAS HILLS, CA 91301	N/A	PC	OPERATIONS	11,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
THE KITCHEN COMMUNITY 1980 8TH STREET BOULDER, CO 80302	N/A	PC	LEARNING GARDEN INITIATIVE	480,000.
TREEPEOPLE INC 12601 MULHOLLAND DR BEVERLY HILLS, CA 90210	N/A	PC	EVERGREEN AWARD	25,000.
UNITED BOYS AND GIRLS CLUBS OF GREATER SANTA BARBARA COUNTY PO BOX 1485 SANTA BARBARA, CA 93102	N/A	PC	OPERATIONS SUPPORT	25,000.
UNITED STATES FUND FOR UNICEF 500 N. MICHIGAN AVE., SUITE 1000 CHICAGO, IL 60611	N/A	PC	OPERATIONS AND FAMINE IN SOUTH SUDAN PROGRAM	167,500.
USC SHOAH FOUNDATION 650 MCCARTHY WAY LOS ANGELES, CA 90089	N/A	PC	OPERATIONS	72,500.
USS GABRIELLE GIFFORDS COMMISSIONING FOUNDATION 1510 WEST LOOP SOUTH HOUSTON, TX 77027	N/A	PC	OPERATIONS	15,000.
VILLAGES OF INDIANA, INC 2405 N SMITH PIKE BLOOMINGTON, IN 47404	N/A	PC	THE POWER OF ONE CAMPAIGN	40,000.
WPYI FOUNDATION, INC 1630 NORTH MERIDIAN ST INDIANAPOLIS, IN 46202	N/A	PC	WPYI OPERATIONS	10,000.
WHEELER MISSION 205 E NEW YORK ST INDIANAPOLIS, IN 46204	N/A	PC	HOPE BEGINS HERE CAMPAIGN	50,000.
WOMENS FUND OF CENTRAL INDIANA 615 N ALABAMA ST #119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	5,000.
Total from continuation sheets				

38-3905454

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**