



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	1,241,266	575,062	575,062
	3	Accounts receivable ▶ <u>1,401,393</u>			
		Less allowance for doubtful accounts ▶ _____	2,497	1,401,393	1,401,393
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	4,654,658	4,666,796	7,451,088
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	22,899,843	22,144,161	23,832,716	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)	13,569	0	0	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	28,811,833	28,787,412	33,260,259	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)	527	14,295	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	527	14,295	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	27	Capital stock, trust principal, or current funds . . . . .	51,467,862	53,245,642	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	164	
	29	Retained earnings, accumulated income, endowment, or other funds	-22,656,556	-24,472,689	
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	28,811,306	28,773,117	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	28,811,833	28,787,412		

**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	28,811,306
2	Enter amount from Part I, line 27a . . . . .	2	-38,353
3	Other increases not included in line 2 (itemize) ▶ _____	3	164
4	Add lines 1, 2, and 3 . . . . .	4	28,773,117
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	28,773,117

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	1,729,775
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	2,190,752	32,133,808	0 068176
2015	1,714,550	34,974,456	0 049023
2014	1,656,661	35,392,474	0 046808
2013	1,518,984	35,025,081	0 043368
2012	1,006,773	31,090,502	0 032382
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 239757
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0 047951
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 32,662,466
<b>5</b> Multiply line 4 by line 3			<b>5</b> 1,566,198
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 19,309
<b>7</b> Add lines 5 and 6			<b>7</b> 1,585,507
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 2,007,103

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

<b>1a</b>	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>b</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 . . . . .	<b>1</b>	19,309
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	19,309
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	19,309
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	12,588
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	28,588
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	9,279
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 9,279 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>THOMAS MOTSCHALL</b> Telephone no <b>(313) 961-0500</b>			

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<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b>	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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 checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶</b> 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶</b> 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</b>	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). <input type="checkbox"/>	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b> During the year did the foundation pay or incur any amount to <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>5b</b>		
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	<b>6b</b>		<b>No</b>
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>7b</b>		

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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

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

**Total** number of other employees paid over \$50,000. . . . . **0****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total** number of others receiving over \$50,000 for professional services. . . . . **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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	

**Total.** Add lines 1 through 3. . . . . **0**

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	17,348,875
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	1,180,779
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	14,630,210
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	33,159,864
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	33,159,864
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	497,398
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	32,662,466
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	1,633,123

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	1,633,123
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	19,309
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	10,248
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	29,557
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	1,603,566
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	1,603,566
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	1,603,566

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	2,007,103
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	2,007,103
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	19,309
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	1,987,794

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				1,603,566
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			1,083,294	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .				
<b>e</b> From 2016. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,007,103</u>				
<b>a</b> Applied to 2016, but not more than line 2a			1,083,294	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				923,809
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				679,757
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .				
<b>d</b> Excess from 2016. . . . .				
<b>e</b> Excess from 2017. . . . .				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

<b>1a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . ▶					
<b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )	
<b>b</b> List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed DAVID P LARSEN 1901 ST ANTOINE ST 6TH FLOOR DETROIT, MI 48226 (313) 259-7777	
<b>b</b> The form in which applications should be submitted and information and materials they should include BRIEF LETTER, FINANCIAL STATEMENT, AND COPY OF IRS DETERMINATION LETTER	
<b>c</b> Any submission deadlines NONE	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors AWARDS GENERALLY LIMITED TO CHARITABLE ORGANIZATIONS ALREADY FAVORABLY KNOWN TO, AND OF INTEREST TO, THE SUBSTANTIAL CONTRIBUTORS OF THIS FOUNDATION. NO GRANTS TO INDIVIDUALS	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	1,988,333
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3b</b>	2,258,333

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 (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .						
<b>4</b> Dividends and interest from securities. . . . .			14	357,789		
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income. . . . .			14	145,251		
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .			18	1,778,264		
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). . .		0		2,281,304		0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . . (See worksheet in line 13 instructions to verify calculations )			<b>13</b>		2,281,304	2,281,304

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**[illegible]

## Part XVII

Yes	No
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<b>1a(1)</b>	<b>No</b>
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<b>1a(2)</b>	<b>No</b>
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<b>1b(1)</b>	<b>No</b>
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<b>1b(2)</b>		<b>No</b>
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<b>1b(3)</b>		<b>No</b>
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<b>1b(4)</b>		<b>No</b>
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<b>1b(5)</b>		<b>No</b>
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<b>1b(6)</b>		<b>No</b>
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<b>1c</b>		<b>No</b>
-----------	--	-----------

value  
e

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . . ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

\*\*\*\*\* 2018-11-15 \*\*\*\*\* May the IRS discuss this return with the preparer shown

Signature of officer or trustee \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

Date

Title

(see instr )? ☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	ROSALBA TURO				P01075908
	Firm's name ▶ FORD ESTATES LLC				Firm's EIN ▶ 26-3014408
	Firm's address ▶ 2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251				Phone no (313) 961-0500

**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 38-6066332  
**Name:** THE HENRY FORD II FUND

**Form 990PF - Special Condition Description:**

Special Condition Description	
965 TAX	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
900 SHS WEATHERLOW OFFSHORE FUND I LTD CLASS IA	P		
PUBLICLY TRADED SECURITIES (EAGLE 5151)			
PUBLICLY TRADED SECURITIES (ICIA 3239)			
PUBLICLY TRADED SECURITIES (GARDNER 0190)			
PUBLICLY TRADED SECURITIES (MCD 8942)			
FROM K-1 IRIDIAN PRIVATE BUSINESS VALUE EQUITY, LP	P		
FROM K-1 SOMERSET EMERGING MARKETS SMALL CAP FUND	P		
IRIDIAN PRIVATE BUSINESS VALUE EQUITY, LP	P		
FROM K-1 BRUSH H FUND II LLC	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
977,233		900,000	77,233
966,346		465,935	500,411
3,340,501		3,234,606	105,895
24,429		20,456	3,973
87,916		80,191	7,725
			571,027
			45,050
			66,077
			298,812
53,572			53,572

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			77,233
			500,411
			105,895
			3,973
			7,725
			571,027
			45,050
			66,077
			298,812
			53,572

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

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	Expense account, <b>(e)</b> other allowances
EDSEL B FORD II	PRESIDENT, DIRECTOR & MEMB 0 25	0	0	0
2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251				
THOMAS J MOTSCHALL	TREASURER 0 50	0	0	0
2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251				
DAVID P LARSEN	SECRETARY 0 25	0	0	0
1901 ST ANTOINE STREET 6TH FLOOR DETROIT, MI 48226				
CYNTHIA N FORD	DIRECTOR & MEMBER 0 25	0	0	0
2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251				
HENRY FORD III	DIRECTOR & MEMBER 0 25	0	0	0
2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251				




Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE SALVATION ARMY 16130 NORTHLAND DRIVE SOUTHFIELD, MI 48075	NONE	PUBLIC CHARITY	ANNUAL BED & BREAD CLUB RADIOTHON	30,000
DETROIT ZOOLOGICAL SOCIETY 8450 W 10 MILE ROAD ROYAL OAK, MI 48067	NONE	PUBLIC CHARITY	GIRAFFE EXHIBIT	250,000
DETROIT HISTORICAL SOCIETY 5401 WOODWARD AVENUE DETROIT, MI 48202	NONE	PUBLIC CHARITY	DETROIT 67 LOOKING BACK TO MOVING FORWARD	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,988,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DETROIT PUBLIC TELEVISION 1 CLOVER CT WIXOM, MI 48393	NONE	PUBLIC CHARITY	SHIRLEE & BILL FOX FUND FOR LEADERSHIP & PUBLIC AFFAIRS	10,000
IRAQ AND AFGHANISTAN VETERANS OF AMERICA 119 WEST 40TH STREET 19TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PROGRAM SERVICES	50,000
NEW YORK-PRESBYTERIAN 654 WEST 170TH STREET NEW YORK, NY 10032	NONE	PUBLIC CHARITY	PROGRAM SERVICES	50,000
<b>Total . . . . .</b> <b>3a</b>				1,988,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PLANNED PARENTHOODPO BOX 3673 ANN ARBOR, MI 48106	NONE	PUBLIC CHARITY	NAVIGATING UNCHARTERED WATERS	125,000
THE HENRY FORD 20900 OAKWOOD BOULEVARD DEARBORN, MI 481245029	NONE	PUBLIC CHARITY	INNOVATION PROJECT CAMPAIGN	500,000
HENRY FORD ESTATE FAIR LANE 1100 LAKE SHORE ROAD GROSSE POINTE SHORES, MI 48236	NONE	PUBLIC CHARITY	CAMPAIGN FOR FAIR LANE	575,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,988,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVENUE DETROIT, MI 48201	NONE	PUBLIC CHARITY	ANNUAL FUND	25,000
DETROIT ZOOLOGICAL SOCIETY 8450 W 10 MILE ROAD ROYAL OAK, MI 48067	NONE	PUBLIC CHARITY	GIRAFFE EXHIBIT	333,333
MARIAN UNIVERSITY 45 SOUTH NATIONAL AVENUE FOND DU LAC, WI 54935	NONE	PUBLIC CHARITY	RIDENOUR SCIENCE CENTER	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				1,988,333

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DETROIT ZOOLOGICAL SOCIETY 8450 W 10 MILE ROAD ROYAL OAK, MI 48067	NONE	PUBLIC CHARITY	PROGRAM SERVICES	5,000
<b>Total</b> . . . . . 				1,988,333
<b>3a</b>				

**TY 2017 Accounting Fees Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	37,500	16,875		18,750

**TY 2017 General Explanation Attachment****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	SERVICES ACCEPTED FROM A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(3)	FORD ESTATES, LLC (2000 BRUSH ST , SUITE 440, DETROIT, MICHIGAN 48226-2251), IS A BUSINESS OFFICE MAINTAINED FOR, AND AT THE EXPENSE OF, VARIOUS MEMBERS OF THE FORD FAMILY WHO, WITH RESPECT TO THIS FUND, ARE "DISQUALIFIED PERSONS", INCLUDING PARTICULARLY EDESEL B FORD II, CYNTHIA N FORD AND HENRY FORD III FORD ESTATES, LLC SUPPLIES ACCOUNTING SERVICES AND OFFICE SERVICES (COLLECTING INCOME, DISTRIBUTION OF CONTRIBUTIONS, MAINTENANCE OF ACCOUNTS AND RECORDS, HANDLING CORRESPONDENCE, PREPARATION OF TAX RETURNS AND ANNUAL REPORTS, AND SIMILAR MATTERS) PERTAINING TO THE OFFICE OF TREASURER SUCH SERVICES ARE PERFORMED BY THOMAS J MOTSCHALL (TREASURER), AND BY OTHERS IN FORD ESTATES, LLC UNDER HIS SUPERVISION NO COMPENSATION IS PAID BY THE HENRY FORD II FUND DIRECTLY TO THOMAS J MOSTCHALL AS COMPENSATION FOR HIS SERVICES IN ANY OF THE CAPACITIES LISTED ABOVE OR OTHERWISE DURING 2017, THE HENRY FORD II FUND PAID \$37,500 TO FORD ESTATES, LLC FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH

**General Explanation Attachment**

Identifier	Return Reference	Explanation	
2	COMPENSATION PAID TO A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A (4)	DAVID P LARSEN (SECRETARY) ARE PARTNERS IN THE LAW FIRM OF BODMAN LLP, 1901 ST ANTOINE STREET, 6TH FLOOR, DETROIT, MICHIGAN 48226, WHICH FIRM ACTS AS THE ATTORNEYS FOR THE HENRY FORD II FUND MR LARSEN IS THE PERSON IN THE FIRM PRINCIPALLY CONCERNED WITH SUCH LEGAL SERVICES TO THE FUND, BUT OTHERS IN THE FIRM ALSO RENDER LEGAL SERVICES TO THE FUND UNDER HIS SUPERVISION THE TIME SPENT BY MR LARSEN STRICTLY IN THE LISTED OFFICIAL CAPACITIES CANNOT READILY BE SEPARATED FROM THAT SPENT IN PERFORMING THE LEGAL SERVICES REFERRED TO DURING 2017, HENRY FORD II FUND DID NOT PAY ANY LEGAL FEES TO SAID ATTORNEYS FOR ANY OF THE SERVICES REFERRED TO IN THIS PARAGRAPH



**TY 2017 Investments Corporate Stock Schedule**

**Name:** THE HENRY FORD II FUND  
**EIN:** 38-6066332

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5275 SHS 21ST CENTURY FOX CLASS B	168,815	179,983
221 SHS ALPHABET INC CL C	103,957	231,254
150 SHS AMAZON COM INC	43,945	175,421
400 SHS ANADARKO PETE CORP	31,528	21,456
1175 SHS AON CORPORATION	57,669	157,450
2975 SHS BANK OF AMERICA CORP	48,553	87,822
725 SHS BERKLEY W R	17,733	51,946
1425 SHS BERKSHIRE HATHAWAY INC CL B	121,826	282,463
2300 SHS CITIGROUP INC	106,976	171,143
2375 SHS DISH NETWORK CORPORATION	117,872	113,406
1025 SHS ECOLAB INC	45,881	137,535
500 SHS FIDELITY NATIONAL INFORMATION SERVICES INC	30,004	47,045
200 SHS GENERAL DYNAMICS CORP	29,957	40,690
2475 SHS GENERAL MOTORS CORP	84,818	101,450
415 SHS GOLDMAN SACHS GROUP INC	45,161	105,725
592 SHS ILG	6,770	16,860
500 SHS JPMORGAN CHASE & CO.	30,669	53,470
925 SHS LIBERTY TRIPADVISOR HOLDINGS, INC.	7,588	8,718
1000 SHS MARRIOTT INTERNATIONAL CL A	68,027	135,730
2375 SHS MICROSOFT CORP	66,027	203,157
825 SHS MORGAN STANLEY	10,732	43,288
1900 SHS NOBLE ENERGY	73,963	55,366
4600 SHS ORACLE CORPORATION	129,080	217,488
425 SHS THERMO FISHER SCIENTIFIC INC	19,945	80,699
1600 SHS TRIPADVISOR INC	55,722	55,136
600 SHS UNITEDHEALTH GROUP INC	18,534	132,276
1950 SHS WELLS FARGO & CO	107,522	118,307
751 SHS LIBERTY GLOBAL PLC LILAC CLASS C	7,720	14,937
4300 SHS LIBERTY GLOBAL PLC SHS CL C	39,663	145,512
715 SHS ALTRIA GROUP	45,805	51,058

Name of Stock	End of Year Book Value	End of Year Fair Market Value
860 SHS BERKSHIRE HATHAWAY INC CL B	122,908	170,469
550 SHS BROWN FORMAN CORP CL B	26,916	37,768
780 SHS COMCAST CORP CL A	24,056	31,239
210 SHS MARTIN MARIETTA MATERIALS INC	40,464	46,418
1025 SHS MASTERCARD INC CL A	99,882	155,144
1165 SHS PHILIP MORRIS INTERNATIONAL	115,683	123,082
1640 SHS UNILEVER N V NEW YORK SHS	72,528	92,365
1380 SHS WELLS FARGO & CO	67,217	83,725
795 SHS ANHEUSER BUSCH INBEV SA/NV	100,390	88,908
725 SHS BRITISH AMERICAN TOBACCO PLC	44,364	49,214
1420 SHS CIE FINANCIERE RICHMONT AG	89,877	129,923
1100 SHS DIAGEO PLC 28 101/108P SHRS	30,173	39,864
1245 SHS HEINEKEN HOLDINGS NV - NEW	100,348	123,327
835 SHS JC DECAUX SA	33,772	33,696
1745 SHS NESTLE SA REP RG SH ADR	128,536	150,058
750 SHS PERNOD RICARD	82,947	118,050
147 SHS THE WATCH GROUP AG-B	48,336	59,949
680 SHS FORD COMMON	49	8,493
1475 SHS CARDINAL HEALTH INC	68,230	90,373
5000 SHS COMCAST CORP CL A	105,223	200,250
680 SHS CORE LABORATORIES N.V.	65,639	74,494
1975 SHS ECOLAB INC	167,841	265,006
3925 SHS EXPEDITORS INTL INC	151,226	253,908
4780 SHS FASTENOL CO	200,765	261,418
2580 SHS NIKE INC CL B	82,086	161,379
4375 SHS PAYCHEX INC	160,674	297,850
7550 SHS PROGRESSIVE CORP	190,295	425,216
140 SHS ROPER INDS INC NEW	23,337	36,260
1200 SHS STERICYCLE INC	106,202	81,588
1345 SHS UNION PACIFIC CORP	123,605	180,364

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4225 SHS WELLS FARGO & CO	174,328	256,331
2025 BROOKFIELD ASSET MANAGEMENT INC	76,437	88,168

## TY 2017 Investments - Other Schedule

**Name:** THE HENRY FORD II FUND

**EIN:** 38-6066332

### Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
19423.924 T. ROWE PRICE NEW ERA FUND	AT COST	646,231	708,973
205651.152 SHS DODGE & COX INCOME FUND	AT COST	2,860,290	2,829,760
166628.06 SHS VANGUARD TOTAL BD MKT INDEX	AT COST	1,801,343	1,791,252
37903.48 SHS ARTISAN INTERNATIONAL VALUE FUND-INST	AT COST	1,258,447	1,468,002
46689.193 SHS HARDING LOEVNER FUND INC INTL EQ PT	AT COST	1,017,161	1,063,580
60244.221 SHS HARDING LOEVNER INST EMERGING MARKET PORT	AT COST	1,003,884	1,362,122
95922.512 SHS VANGUARD DEVELOPED MARKETS INDEX FD ADM SH	AT COST	1,114,641	1,382,243
20.0993263% BRUSH STREET H FUND II, LLC	AT COST	6,312,566	6,520,757
HARVEST MLP INCOME FUND III LLC (LOMBARD)	AT COST	1,225,000	1,208,953
187278 SHS IRIDIAN PRIVATE BUSIN VALUE EQ FD LP	AT COST	3,654,212	3,855,442
KABOUTER INTERNATIONAL OPPTS OFFSHORE FUND II LTD	AT COST	625,000	869,255
.162557% SOMERSET EMERGING MKTS SMALL CAP FUND LLC	AT COST	625,386	772,377

**TY 2017 Other Assets Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
UNRELATED BUSINESS TAX RECEIVABLE	5,981		
FEDERAL EXCISE TAX RECEIVABLE	7,588		

**TY 2017 Other Expenses Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MICHIGAN ANNUAL REPORT	20	0		20
FROM K-1 IRIDIAN PRIVATE BUSINESS VALUE EQUITY, LP	33,578	33,578		0
FROM K-1 SOMERSET EMERGING MARKETS SMALL CAP FUND	13,159	13,159		0
FROM K-1 BRUSH STREET H FUND II LLC	123,380	123,380		0

**TY 2017 Other Income Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 IRIDIAN PRIVATE BUSINESS VALUE EQUITY, LP	33,695	33,695	33,695
FROM K-1 SOMERSET EMERGING MARKETS SMALL CAP FUND	30,052	30,082	30,052
FROM K-1 BRUSH STREET H FUND II LLC - SECTION 965(A)	869	2,146	869
FROM K-1 BRUSH STREET H FUND II LLC	80,635	59,690	80,635

**TY 2017 Other Increases Schedule**

**Name:** THE HENRY FORD II FUND  
**EIN:** 38-6066332

Description	Amount
PRIOR PERIOD ADJUSTMENT	164



**TY 2017 Other Liabilities Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332

<b>Description</b>	<b>Beginning of Year - Book Value</b>	<b>End of Year - Book Value</b>
UNRELATED BUSINESS TAX PAYABLE	527	7,574
FEDERAL EXCISE TAX PAYABLE	0	6,721

**TY 2017 Other Professional Fees Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT FEES (EAGLE 5151)	28,409	28,409		0
INVESTMENT FEES (ICIA 3239)	4,096	4,096		0
INVESTMENT FEES (GARDNER 0190)	15,074	15,074		0
INVESTMENT FEES (MCD 8942)	20,291	20,291		0
INVESTMENT FEES (CAMBRIDGE)	14,175	14,175		0

**TY 2017 Taxes Schedule****Name:** THE HENRY FORD II FUND**EIN:** 38-6066332

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	19,309	0		0
FOREIGN TAX (ICIA 3239)	6,773	6,773		0
FOREIGN TAX (GARDNER 0190)	4,860	4,860		0
INVESTMENT FEES (MCD 8942)	452	452		0
UNRELATED BUSINESS TAX	10,248	0		0