EXTENDED TO NOVEMBER 15, 2018 Return of Private Foundation

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

Form **990-PF** ▶ Do not enter social security numbers on this form as it may be made public. Department of the Treasury Internal Revenue Service ► Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

For calendar year 2017 or tax year beginning , and ending									
For calendar year 2017 or tax year beginning , and ending Name of foundation A Employer identification number									
Ţ	ĮΜ	ESTONE FOUNDATION	47-7017224						
		and street (or P.O box number if mail is not delivered to street a	address)	Room/suite	B Telephone number				
ą	G	OULSTON & STORRS, 400 A	TLANTIC AVE		617-482-17	76			
Cit		own, state or province, country, and ZIP or foreign p			C If exemption application is pe				
		TON, MA 02110		•	i skompask application is pe	,,			
		call that apply: Initial return	Initial return of a f	ormer public charity	D 1. Foreign organizations	check here			
		Final return	Amended return			,			
		Address change	Name change		Foreign organizations me check here and attach cor	eting the 85% test,			
H	Check	type of organization; X Section 501(c)(3) ex		Λ L	E If private foundation stat				
] Se	_	Other taxable private found	ation U	under section 507(b)(1)				
I Fa			ng method; X Cash	Accrual	F If the foundation is in a	•			
		· !	ther (specify)		under section 507(b)(1)				
	-\$	54,155,227. (Part 1, colur		s.)		(-), (-)			
P	ărți	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements			
		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	income	for charitable purposes (cash basis only)			
	1	Contributions, gifts, grants, etc., received			QUITE THE SECOND				
	2	Check X if the foundation is not required to attach Sch. B			油和国际的基础器	NEW TRANSPORT			
	3	Interest on savings and temporary cash investments			- prompty and control to				
	4	Dividends and interest from securities	994,754.	991,031.		STATEMENT 1			
	5a	Gross rents		·		NUMBER OF THE PROPERTY OF THE PARTY OF THE P			
Revenue	Ь	Net rental income or (loss)				BEWEDEE			
	6a	Net gain or (loss) from sale of assets not on line 10	1,812,612.			医			
	Ь	Gross sales price for all assets on line 6a 7,472,293.	PROPERTY OF THE PROPERTY OF TH	ALIEN LINE WEEK		75 n 2018 0			
	7	Capital gain net income (from Part IV, line 2)	CONTENTE	1,812,612.					
	8	Net short-term capital gain	MENTON MANAGEMENT	医病性性肠炎		建原来心理所成成了			
	9	Income modifications			OG	DENFURSION			
	10a	Gross sales less returns and allowances		医化型性的性性		Service Control of Service Ser			
	Ь	Less Cost of goods sold			必然在1000年2009	。			
	C	Gross profit or (loss)				是自己的			
	11	Other income	164,143.	<2,269.>	0.	STATEMENT 2			
	12	Total. Add lines 1 through 11	2,971,509.	2,801,374.	0.	到自然是學學學院是到			
	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.			
	14	Other employee salaries and wages							
	15	Pension plans, employee benefits							
96	16a	Legal fees		<u> </u>					
en s	b	Accounting fees STMT 3	32,835.	32,835.	0.	0.			
Exp	C	Other professional fees STMT 4	558,481.	214,364.	0.	344,117.			
41	117	Interest							
LUIS istrativ	18	Taxes STMT 5	133,984.	46,784.	0.	0.			
		Depreciation and depletion							
	20	Occupancy							
	21	Travel, conferences, and meetings	_						
	22	Printing and publications			-				
	23	Other expenses STMT 6	233,843.	232,702.	0.	0.			
∌ :	24	Total operating and administrative							
ĭj ē		expenses. Add lines 13 through 23	959,143.	526,685.	O.	344,117.			
DINAME OF STATES	25	Contributions, gifts, grants paid	1,452,700.			1,452,700.			
2	26	•		.	_				
3	<u> </u>	Add lines 24 and 25	2,411,843.	526,685.	0.	1,796,817.			
	27	Subtract line 26 from line 12:							
		Excess of revenue over expenses and disbursements	559,666.	RESERVED AND THE PROPERTY OF T	THE PERSON NAMED OF THE PE				
	l	Net investment income (if negative, enter -0-)	CANADA MARIA MARIA	2,274,689.	ALL SALES MANAGEMENT	PORTER DESCRIPTION OF THE PROPERTY OF THE PROP			
		Adjusted net income (if negative, enter -0-)	及此時間提出已经清明公司	经元本的	0.				
7235	23501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions. Form 990-PF (2017)								



45,420,997.

Form 990-PF (2017)

Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

Form 990-PF (2017) LIM	ESTONE FOUNDATIO						47-701		Page 3
Partily Capital Gains	and Losses for Tax on In	vestment	Income		ATTACI		STATEM	ENT	
	the kind(s) of property sold (for exa arehouse; or common stock, 200 sha		ite,	(b) H D	low acquired Purchase Donation	(c) Da (mo.	te acquired , day, yr.)	(d) Dai (mo., d	te sold lay, yr.)
1a									
b									
C									
d									
e									
	(f) Depreciation allowed	(n) Co	st or other basis	┱		/h1	Gain or (loss	1	
(e) Gross sales price	(or allowable)		expense of sale				lus (f) minus		
		<u>'</u>	•	\dashv		((-7.6	(,)	1077	
<u>a</u>					· · · · · · · · · · · · · · · · · · ·			 	
<u>b</u>									
<u>c</u>	-								
d 7,472,293.		<u> </u>	E 650 60	- 				1 012	612
	g sain in column (h) and award ha	•	5,659,683	 				1,812	,012.
Complete only for assets showin	g gain in column (h) and owned by	ī		_			(Col. (h) gaın ıt not less thaı		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (i) col. (j), if any				es (from col. (
a									<u> </u>
b				$__ ext{I}$					
C	**					_			
d									
е								1,812	,612.
	∫ If gain, also ente	r in Part I line	7	7					
2 Capital gain net income or (net ca				廾	2			1,812	<u>,612.</u>
3 Net short-term capital gain or (los	ss) as defined in sections 1222(5) ar	nd (6):		ςΙ.					
If gain, also enter in Part I, line 8,		, ,		Ŋ					
If (loss), enter -0- in Part I, line 8		<u> </u>		<u>」</u>	3		N/A		
Part V Qualification U	nder Section 4940(e) for	Reduced	Tax on Net I	nves	stment Inc	ome			
(For optional use by domestic private	foundations subject to the section 4	1940(a) tax on	net investment inc	ome.)					
If conting 4040/d\/2\ conting to the	no nort blank								
If section 4940(d)(2) applies, leave th	nis part biank.								
Was the foundation liable for the sect	tion 4942 tax on the distributable am	ount of any ye	ar in the base peri	od?				Yes	X No
If "Yes," the foundation doesn't qualify	y under section 4940(e). Do not com	nplete this part	•						
1 Enter the appropriate amount in e	each column for each year; see the ir	structions bef	ore making any en	tries.					
(a) Base period years	(b)			(c)			Distrib	(d) oution ratio	
Calendar year (or tax year beginnir		tributions	Net value of nor		table-use assets	;	(col. (b) div	nution ratio nded by col.	(c))
2016		0,237.		48.	329,357	7.	1		29180
2015		7,059.			940,598				53927
2014		1,044.			878,171				40490
2013		8,149.			247,530				55886
2012		$\frac{3,143}{1,239}$.			651,473				56344
2012	2,14	1,233.		40 ,	031,47	' 		•••	70744
A = 1.1.41.4 1 18								n .	25027
2 Total of line 1, column (d)				_	•	2	 	<u> </u>	<u>35827</u>
3 Average distribution ratio for the		on line 2 by 5.0), or by the numbe	r of ye	ears			_	4-465
the foundation has been in exister	nce if less than 5 years					3		<u> </u>	<u>47165</u>
4 Enter the net value of noncharitab	le-use assets for 2017 from Part X,	line 5				4	5	0,840	<u>,330.</u>
5 Multiply line 4 by line 3						5		2,397	,884.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)					6		22	,747.
	. ,				• • •				
7 Add lines 5 and 6						7		2,420	,631.
	• • •	• • • •	•••			<u> </u>	1		
8 Enter qualifying distributions from	Part XII line 4					8		1,796	.817.
					Anu ne An			<u> </u>	, , .
See the Part VI instructions.	line 7, check the box in Part VI, line	iu, and comp	nere mar harr nzinő	y a 1%	idx idle.				
	· - · · · · · · · · · · · · · · · · · ·						E	orm QQA	PF (2017)
723521 01-03-18							Г	WIII 222-	· · (201/)

Form 990-PF (2017) LIMESTONE FOUNDATION		-701 <u>72</u> 24	Page 4
Part VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	1948 -	-see instruct	ions)
1a Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.			
Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		10000000000000000000000000000000000000	A
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	1	45	,494.
of Part I, line 27b	预装		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).	200		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	A DESCRIPTION OF REAL PROPERTY.	n .
3 Add lines 1 and 2	3	45	,494.
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-	_ 	15	,494.
6 Credits/Payments:	5		
·			
a 2017 estimated tax payments and 2016 overpayment credited to 2017 . 6a 108,321	118.34.5		
b Exempt foreign organizations - tax withheld at source 6b 0	- 7 7 7 7		
c Tax paid with application for extension of time to file (Form 8868) 6c 0	- 10:333		
d Backup withholding erroneously withheld	4 641.435.		
7 Total credits and payments. Add lines 6a through 6d	7	108	<u>,321.</u>
8 Enter any penalty for underpayment of estimated tax. Check here 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_	1	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	62	,827.
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax 62,827. Refunded	11	<u> </u>	<u> </u>
Rant-VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interver	ie in	Y	es No
any political campaign?		1a	<u> </u>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the def	inition .	. 1b	X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or		影 線	
distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?		1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) Imposed during the year:		建	17 19 19 19 19 19 19 19 19 19 19 19 19 19
(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0	•_		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
managers. ► \$ 0 .			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	X
If "Yes," attach a detailed description of the activities.		10.30	
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		3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	•••	4a :	X
b If "Yes," has it filed a tax return on Form 990-T for this year?			X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	X
If "Yes," attach the statement required by General Instruction T		- FEMER	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
By language in the governing instrument, or		門題	
By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state.	te law		
remain in the governing instrument?		6	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	••	<u> </u>	<u>x</u>
. One was restricted in the section of the contract of the section of the sectio			STEE BASKER
8a Enter the states to which the foundation reports or with which it is registered. See instructions.			
MA			經過學
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		8b .	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 cal	endar		
year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		9	<u> </u>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	X

	1990-PF (2017) LIMESTONE FOUNDATION	47-7017	224		Page 5
P	artiVII: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		11		X
40			 ' '		-21
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had adv	isory privileges?	[37
	If "Yes," attach statement. See instructions	•	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► N/A				
14		ne no.▶ <u>617-48</u>			
	Located at ► 400 ATLANTIC AVENUE, BOSTON, MA	ZIP+4 ▶ 02	<u> 110</u>	<u>-33</u>	33
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,	•		Yes	No
	securities, or other financial account in a foreign country?		16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the		3878	製料的	#EN S
	foreign country			100	
įРа	int Will Ba Statements Regarding Activities for Which Form 4720 May Be Required		23796-25	ni arene e	S.MOVIKE
1.5		<u> </u>	MENGE:	Vaal	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		140000000000000000000000000000000000000	Yes	W. 95.4E
1a	During the year, did the foundation (either directly or indirectly):			計画	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes X No			1 10 -
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
	a disqualified person?	Yes X No	K A	27.14	通過
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes X No			New York
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X No		ME III	點應
	(5) Transfer any income or assets to a disqualified person (or make any of either available		認題	W 1	赞 法。
	for the benefit or use of a disqualified person)?	Yes X No	3,60		
	(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			操作	
	termination of government service, if terminating within 90 days.)	Yes X No	5.50		
		163 110			
U	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	NI/A	500000	+C518-3	More
	section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	N/A	1b ట-29@	SAFES!	er. were
	Organizations relying on a current notice regarding disaster assistance, check here				
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not correct	ed	130.00	22	
	before the first day of the tax year beginning in 2017?		1c	Mercy P. 19	X anzeres
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation)	lation		4	
	defined in section 4942(j)(3) or 4942(j)(5)):				
а	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) by				
	before 2017?	Yes X No	27.0		維致
	If "Yes," list the years 🛌 ,,,,	_			想想
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to in	correct	1		理题
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and	d attach			調調
	statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		學術	學変数	
Ī					
30	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				验验
oa	· · · · · · · · · · · · · · · · · · ·	Yes X No			
	during the year?				3
Đ	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified pers		医瓣		
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7				
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Sched			班班	
	Form 4720, to determine if the foundation had excess business holdings in 2017.)	· · й\Ÿ	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		48		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable p	ourpose that	遊遊		
	had not been removed from jeopardy before the first day of the tax year beginning in 2017?	•	4b		X

orm 990-PF (2017) LIMESTONE FOUNDATION			47-70172	2.4 Page 6
PartiVII=B: Statements Regarding Activities for Which	Form 4720 May Be B	equired (contin		24 Page 6
5a During the year, did the foundation pay or incur any amount to:		- Contin	ueo)	Yes No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	on 4945(e)\?	□v	es 🗓 No 🖫	
(2) Influence the outcome of any specific public election (see section 4955);	, ,,	—		
any voter registration drive?	or 10 0=11,7 011,7 011 011,10 011		es X No	
(3) Provide a grant to an individual for travel, study, or other similar purpose	 s?		es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	• • • • • • • • • • • • • • • • • • • •			
4945(d)(4)(A)? See instructions			es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or f	or		
the prevention of cruelty to children or animals?		. 🗆 Ye	es 🗓 No 🖁	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify ui	nder the exceptions described i	n Regulations	180	
section 53.4945 or in a current notice regarding disaster assistance? See insti	ructions		N/Ÿ	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 maintai	ned		
expenditure responsibility for the grant?		ľ/Ä	es 🔲 No 🔓	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			(A)	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	_		
a personal benefit contract?		L	es 🛣 No 🔓	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		L R	6b X
If "Yes" to 6b, file Form 8870.			[6]	
7a At any time during the tax year, was the foundation a party to a prohibited tax		L Ye	es 🗓 No 🖺	
b If "Yes," did the foundation receive any proceeds or have any net income attrib Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors		nagers, Highly	N/A	7b
List all officers, directors, trustees, and foundation managers and t	heir 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.
	4			
	-{			
				ļ
	4			
	4			
	<u> </u>			
	-			
	┪			
2 Compensation of five highest-paid employees (other than those inc	cluded on line 1). If none.	I enter "NONE."		
	(b) Title, and average	1	(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred	account, other allowances
NONE	acvoted to position		compensation	uno varioco
-17412	1			
				<u> </u>
	1			
		 		<u> </u>
	1			}
		1		

Form 990-PF (2017)

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

47-7017224 Form 990-PF (2017) LIMESTONE FOUNDATION Page 7 RantyIII题 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 (c) Compensation (b) Type of service MOTT PHILANTHROPIC 800 BOYLSTON STREET, BOSTON, MA 02199-8129 GRANTS MANAGEMENT 199,424. INVESTMENT/CUSTODIAL GOULSTON & STORRS 400 ATLANTIC AVENUE, BOSTON, MA 02110-3333 /LEGAL 136,058. CAMBRIDGE ASSOCIATES 100 SUMMER STREET, BOSTON, MA 02115 INVESTMENT/CUSTODIAL 101,266. TOPOS PARTNERSHIP PHILANTHROPIC 54,000. 1030 NORTH CHARLES ST., BALTIMORE, MD 21201 CONSULTING 0 Total number of others receiving over \$50,000 for professional services

Parting At 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 Expenses number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. 1 NONE - GRANT MAKING ORGANIZATION 0. 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 NONE - GRANT MAKING ORGANIZATION 0.

Form 990-PF (2017)

•

All other program-related investments. See instructions.

Total. Add lines 1 through 3

P	All domestic foundations must complete this part. Foreign foundations must complete this part. Foreign foundations	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	通際	· · · · · ·
·a		1a	49,735,880.
b	Average of monthly cash balances	1b	1,878,668.
C	Fair market value of all other assets	1c	0.
ď	Total (add lines 1a, b, and c)	1d	51,614,548.
	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	51,614,548.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	774,218.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,840,330.
6	Minimum investment return. Enter 5% of line 5	6	2,542,017.
IP.	aft XIII Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations ar	d certain	
	foreign organizations, check here and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	2,542,017.
2a	Tax on investment income for 2017 from Part VI, line 5	1000	
b	Income tax for 2017. (This does not include the tax from Part VI.) 2b 7,896.		
C	Add lines 2a and 2b	2c	53,390.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,488,627.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,488,627.
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	2,488,627.
įŖ	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	ale E	
·	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,796,817.
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	1,796,817.
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	1,796,817.
-	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	ualifies for	
	4940(e) reduction of tay 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				2,488,627.
2 Undistributed income, if any, as of the end of 2017		, <u>,</u> ,		
a Enter amount for 2016 only	The second secon	<u> </u>	0.	
ь Total for prior years:	,	0		
3 Excess distributions carryover, if any, to 2017:	1	0.		
a From 2012 376, 406.	, ' ' '		<u>'</u>	, ,
b From 2013 337,621.	, ,	, ,	, .	
c From 2014		i.		
d From 2015 253,953.	,	•	,	
e From 2016 15,484.			*	,
f Total of lines 3a through e	983,464.	•		,
4 Qualifying distributions for 2017 from		,		
Part XII, line 4: \triangleright \$ 1,796,817.		,		1
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior		0		· ` \
years (Election required - see instructions) c Treated as distributions out of corpus	•	0.		u = 1
(Election required - see instructions)	0.	•		,
d Applied to 2017 distributable amount				1,796,817.
e Remaining amount distributed out of corpus	0.	- t-	 	2,750,017.
5 Excess distributions carryover applied to 2017	691,810.			691,810.
(If an amount appears in column (d), the same amount must be shown in column (a))	4			, ,
6 Enter the net total of each column as indicated below:				• .
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	291,654.	4	1	
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				- 1
amount - see instructions	,	0.		
e Undistributed income for 2016. Subtract line				
4a from line 2a. Taxable amount - see instr.	, 1		0.	<i>'</i>
f Undistributed income for 2017. Subtract				
lines 4d and 5 from line 1. This amount must		` ļ		
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.	, 1	1	
8 Excess distributions carryover from 2012		 '		
not applied on line 5 or line 7	0.	, .		
9 Excess distributions carryover to 2018.				, 15
Subtract lines 7 and 8 from line 6a	291,654.	,		
10 Analysis of line 9:				Ì
a Excess from 2013 22, 217.				ı
b Excess from 2014			x 5	
c Excess from 2015 253,953. d Excess from 2016 15,484.		, ,		. `
e Excess from 2017	, ,		•	}
6 EVOCOO HANIL SA II				<u> </u>

		NE FOUNDATI)17224 P	age 10
:Pa	Private Operating F	oundations (see in	structions and Part VII-	A, question 9)	N/A		
1 a	If the foundation has received a ruling o	r determination letter that	t it is a private operating				
	foundation, and the ruling is effective fo	r 2017, enter the date of t	the ruling	. ▶			
b	Check box to indicate whether the found	dation is a private operatir	ng foundation described in	n section	4942(j)(3) or 4	942(j)(5)	/
2 a	Enter the lesser of the adjusted net	Tax year		Prior 3 years			
	income from Part I or the minimum	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total	
	investment return from Part X for						
	each year listed				/		
h	85% of line 2a						
	Qualifying distributions from Part XII,						
•	line 4 for each year listed						
ď	Amounts included in line 2c not						
·	used directly for active conduct of			/	1		
	exempt activities	İ			1		
۵	Qualifying distributions made directly					1	
·	for active conduct of exempt activities.						
	Subtract line 2d from line 2c						
3	Complete 3a, b, or c for the					 	
	alternative test relied upon:						
а	"Assets" alternative test - enter: (1) Value of all assets						
	.,				· · · · · · · · · · · · · · · · · · ·	 	
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
Ь	"Endowment" alternative test - enter			-			
	2/3 of minimum investment return						
	shown in Part X, line 6 for each year listed						
c	"Support" alternative test - enter:						
٠	(1) Total support other-than gross					ŀ	
	investment income (interest,					ĺ	
	dividends, rents, payments on					1	
	securities loans (section 512(a)(5)), or royalties)						
	(2) Support from general public				-		
	and 5 or more exempt						
	organizations as provided in section 4942(j)(3)(B)(iii)						
	(3) Largest amount of support from						
	an exempt organization						
	(4) Gross investment income			·			
Pa	it XV Supplementary Info	rmation (Complet	te this part only if	the foundation	had \$5.000 or mo	re in assets	
Portion in	at any time during t				40,000 01 1110		
1	Information Regarding Foundatio	n Managers:	•				
	List any managers of the foundation whe	•	than 2% of the total contri	ibiltions received by the	foundation before the clos	se of any tax	
•	year (but only if they have contributed n			ibations received by the	TOUTION DOTOTO THE CICK	oo or any wax	
NO							
	List any managers of the foundation who	n own 10% or more of the	e stock of a cornoration (c	or an equally large portion	on of the ownership of a n	artnershin or	
	other entity) of which the foundation has			or an oquany large per ne	in or the emission p or a p	ar crior orrip or	
NO	NE	-					
	Information Regarding Contributi	on Grant Gift Loan	Scholarship etc. Pro	ngrame:			
-	Check here X if the foundation o				nt accent unsolicited requ	ests for funds. If	
	the foundation makes gifts, grants, etc.,					10010 101 101100.11	
	The name, address, and telephone numb						
d	namo, addioss, and telephone Ruint	on or aman address of th	o porcon to whom applica	Silvulu pe auuless			
h	The form in which applications should b	e submitted and informat	ion and materials they shi	ould include:			
J	approactions should b		and materials they sti				
C	Any submission deadlines:						
d	Any restrictions or limitations on awards	s, such as by geographica	ıl areas, charitable fields. I	kinds of institutions, or i	other factors:		
	-			•			

Page 11

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to **Amount** status of recipient any foundation manager Name and address (home or business) or substantial contributor a Paid during the year BALLOT INITIATIVE STRATEGY CENTER NONE 509(A)(1) GENERAL OPERATING SUPPORT FOUNDATION 1815 ADAMS MILL ROAD NW NO 300 WASHINGTON, DC 20009 20,000. BETH ISRAEL DEACONESS MEDICAL CENTER NONE 509(A)(1) GENERAL SUPPORT IN 330 BROOKLINE AVE. MEMORY OF SIDNEY & BOSTON, MA 02215 MIRIAM STONEMAN 10,000. BOSTON SYMPHONY ORCHESTRA NONE 509(A)(1) GENERAL SUPPORT IN 301 MASSACHUSETTS AVE. MEMORY OF SIDNEY & BOSTON, MA 02115 MIRIAM STONEMAN 5,000. BROOKLINE COMMUNITY FOUNDATION NONE 509(A)(1) GENERAL OPERATING 40 WEBSTER PL SUPPORT BROOKLINE, MA 02445 25,000. ENDEAVOR GLOBAL INC. NONE 509(A)(1) GENERAL OPERATING 900 BROADWAY STE 301 SUPPORT NEW YORK, NY 10003 5,000. SEE CONTINUATION SHEET(S) → 3a 1,452,700. **b** Approved for future payment NONE Total

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income			ided by section 512, 513, or 514	(e)	
•	(a) Business	(b)	(C) Exclu-	(d)	Related or exempt	
1 Program service revenue:	code	Amount	sion code	Amount	function income	
_						
			-			
D		<u> </u>	-			
			\vdash			
d			-			
e						
			├			
g Fees and contracts from government agencies					<u> </u>	
2 Membership dues and assessments			├		<u> </u>	
3 Interest on savings and temporary cash						
investments	· · · · · · · · · · · · · · · · · · ·		4.4	004 854		
4 Dividends and interest from securities	A 1 THE REPORT AND	After California organizate a nationalisi sa	14	994,754.	and mandamy. With the little of the later of the first	
5 Net rental income or (loss) from real estate:	Real and Mark	第四次,第四次的	1.5	The state of the s		
a Debt-financed property						
b Not debt-financed property			<u> </u>			
6 Net rental income or (loss) from personal						
property						
7 Other investment income .	523000	25,277.	14	138,866.		
8 Gain or (loss) from sales of assets other						
than inventory			18	1,812,612.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory	-					
11 Other revenue:						
a						
b						
c						
•						
d			<u> </u>			
12 Subtotal. Add columns (b), (d), and (e)	医神经神经	25,277.	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	2,946,232.	0.	
13 Total. Add line 12, columns (b), (d), and (e)	कानसम्बद्धाः हर	23,211.	201 110	13		
(See worksheet in line 13 instructions to verify calculations.)		•		· · · · · · · · · · · · · · · · · · ·	2,311,303.	
Relationship of Activities to	the Acco	mplishment of Exe	empt	Purposes		
Line No. Explain below how each activity for which incom	n is reported a	in column (a) of Part VVII A	oontrib	usted empertantly to the secon	anlichment of	
the foundation's exempt purposes (other than by			CONTIL	outed importantly to the accon	ipiisnment or	
and realisations ascernift purposes (other than by	y providing ful	ius for such purposes).				
						
					· · · · · · · · · · · · · · · · · · ·	
				<u> </u>	· · · · · · · · · · · · · · · · · · ·	
	_	· ·		 		
				··· ··· · · · · · · · · · · · · · · ·		

Form	n 990-PF (2017) I	LIMESTONE	FOUNDATION			47-701722	4 Pa	age 13
Ρį				Transactions and	Relationships With	Noncharitable	,	
	Exempt	<u>Organizations</u>	<u> </u>	-				
1	Did the organization direc	tly or indirectly enga	ge in any of the following wi	th any other organization	described in section 501(c)	12 m	Yes	No
	(other than section 501(c)(3) organizations) o	in section 527, relating to (political organizations?			道望的	200
а	Transfers from the report	ing foundation to a n	oncharitable exempt organiz	ation of:				
	(1) Cash					1a(1)	X
	(2) Other assets					1a(2)	X
b	Other transactions:					EX		
	(1) Sales of assets to a n	noncharitable exempt	organization			. <u>1b(</u>	1)	X
	(2) Purchases of assets	from a noncharitable	exempt organization			1b(2)	X
	(3) Rental of facilities, ed	quipment, or other as	sets .			1b(3)	X
	(4) Reimbursement arrai	ngements				1b(4)	X
	(5) Loans or loan guaran	itees				1b(5)	X
	(6) Performance of servi	ces or membership o	r fundraising solicitations			1b(6)	X
C	Sharing of facilities, equip	ment, mailing lists, c	ther assets, or paid employ	ees		10		X
ď	If the answer to any of the	above is "Yes," com	plete the following schedule	. Column (b) should alwa	ys show the fair market value	of the goods, other a	ssets,	
	or services given by the re	eporting foundation.	f the foundation received le	ss than fair market value i	n any transaction or sharing a	rrangement, show in		
	column (d) the value of th	e goods, other asset	s, or services received.					
(a) Li	ine no (b) Amount inv	olved (c	Name of noncharitable exe	mpt organization	(d) Description of transfers, tr	ansactions, and sharing	arrangemer	nts
			N/A					

		ļ		
				
2a Is the foundation directly or indirectly affiliated with, or related to, one	or more tax-exempt organiza	ations described		
in section 501(c) (other than section 501(c)(3)) or in section 527?				. Yes X No
b If "Yes," complete the following schedule.				
(a) Name of organization	(b) Type of organization	(c) Description of re	lationship
N/A				<u></u>
				· · · · · · · · · · · · · · · · · · ·
····-				
Under penalties of perjury, I declare that I have examined this return, including	anne manuar anhadular and stat	amosta and to the bas	t of my knowledge	
Sign and belief, it is true/correct, and complete Declaration of preparer (other than				May the IRS discuss this return with the preparer
Here * Man W Kollenburg	1411-15-18	TRUSTE	D	shown below? See instr
Signature of officer or trustee	Date	Title	<u>Б</u>	_ X Yes L No
Print/Type preparer's name Preparer's si	· · · · · · · · · · · · · · · · · · ·	Date	Check If	PTIN
The type property 5 hand	Kuros		self- employed	1 1111
Deid		1/15/18	Son simpleyed	P00284431
Preparer Firm's name ► DICICCO, GULMAN & (Firm's EIN ► 04	1-3296226
Use Only	·			
Firm's address ► 150 PRESIDENTIAL N	WAY, SUITE 51	0		
WOBURN, MA 01801			Phone no. 781	L-937-5300
				Form 990-PF (2017)

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

а

b

d

g

h

m

		CO	NTINUA	TION FOR	990-PF,	PART IV
LIMESTONE FOUNDA			-70172			OF <u>1</u>
Rantil Va Capital Gains and Lo	sses for Tax on Investment Income			· · · · · · · · · · · · · · · · · · ·		
(a) List and 2-story bi	d describe the kind(s) of property sole rick warehouse; or common stock, 20	d, e.g., real estate, 00 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PARTNERSHIP CA				P		
b PARTNERSHIP CA				P		
c SECTION 1231 G				P		
d SECTION 1256 LO		•		P		
e SALE OF INVEST				P	_	
SALE OF INVEST	MENTS NDERSON INTERNATI	ר אואד זאדווט שר	BACCO	P		
	INK OFFSHORE PART		DACCO	P		
GAIN ON LUXOR		INBRO DID		P		
PARTNERSHIP DI		CESS OF BASIS		P		
k CAPITAL GAINS				-		
1						
m						
n						
0						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale			Gain or (loss) lus (f) minus (g)	
a 84,752.						84,752.
b 1,044,972.					1,	044,972.
c 38,862.						38,862.
d		58,14			<.	58,140.>
e 754,308.		674,09				80,210.
f 1,139,672. g 3,525,202.		1,052,30 3,187,0				87,304. 338,127.
g 3,525,202. h 767,993.		688,0				79,993.
4,534.		000,0	-			4,534.
12,678.						12,678.
k 99,320.						99,320.
1						
m						
n						
0						
Complete only for assets showing	ng gain in column (h) and owned by t	i		(I) Los	ses (from col. (h))	ant #4
(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	_	but n	of col. (h) gain over ot less than "-0-")	
a						84,752.
<u> </u>					1,	044,972.
C			 			38,862.
<u>d</u>					<.	$\frac{58,140.>}{80.210}$
e •						80,210. 87,304.
f a			- -			$\frac{87,304.}{338,127.}$
g h	,			· · · · · · · · · · · · · · · · · · ·		79,993.
1						4,534.
·			-			

N/A

n					
0					
Complete only for assets showing	gain in column (h) and owned by	the foundation on 12/31/69	(I) 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	Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
a			84,752.		
b			1,044,972.		
С			38,862.		
d			<58,140.>		
е			80,210.		
f			87,304.		
g			338,127.		
h	•		79,993.		
1			4,534.		
1			12,678.		
k			99,320.		
1					
m	• • • • • • • • • • • • • • • • • • • •				
n	·				
0					
	. 16 ania -l	a to Doubling 7			
2 Capital gain net income or (net cap	oital loss) . { If gain, also enter "-	er in Mart I, line / O-" in Part I, line 7	1,812,612.		

Part V Supplementary Information				
3 Grants and Contributions Paid During the Yo	ear (Continuation)		'	
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	A
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
FUND FOR CONSTITUTIONAL GOVERNMENT/	NONE	509(A)(1)	THE FACT COALITION	
FINANCIAL ACCOUNTABILITY AND		1	1	
CORPORATE				
122 MARYLAND AVENUE NE				
WASHINGTON, DC 20002		<u> </u>		20,000.
		L		
INSTITUTE ON TAXATION AND ECONOMIC	NONE	509(A)(1)	GENERAL OPERATING	
POLICY		:	SUPPORT	
1616 P STREET NW				52.000
WASHINGTON, DC 20036		 		53,000.
			1	
JEWISH ARTS COLLABORATIVE	NONE	509(A)(1)	GENERAL OPERATING	
1320 CENTRE STREET SUITE 201	HONE	DUS(R)(1)	SUPPORT	
NEWTON, MA 02459			BOFFORT	5,000.
,		 	<u> </u>	
MOUNTAIN ASSOCIATION FOR COMMUNITY	NONE	509(A)(1)	KENTUCKY CENTER FOR	
ECONOMIC DEVELOPMENT			ECONOMIC POLICY	
433 CHESTNUT STREET				
BEREA, KY 40403				425,000.
· · · · · · · · · · · · · · · · · · ·		1	`	
NEW VENTURE FUND/AMERICANS FOR TAX	NONE	509(A)(1)	AMERICANS FOR TAX	
FAIRNESS		l	FAIRNESS	
1201 CONNECTICUT AVE. NW SUITE 300			1	
WASHINGTON, DC 20036				35,000.
NEW YORK WOMEN'S FOUNDATION	NONE	509(A)(1)	GENERAL OPERATIONS	
39 BROADWAY 23RD FLOOR				
NEW YORK, NY 10006				10,000.
			1 i	
OKLAHOMA POLICY INSTITUTE	NONE	509(A)(2)	GENERAL OPERATING	
907 S DETROIT AVE STE 1005	NONE	505(K)(Z)	SUPPORT	
TULSA, OK 74120				50,000.
			1	
PICO NATIONAL NETWORK	NONE	509(A)(1)	GENERAL OPERATING	
171 SANTA ROSA AVE			SUPPORT	
OAKLAND, CA 94610				50,000.
SAFE PASSAGE PROJECT CORPORATION	NONE	509(A)(1)	GENERAL OPERATIONS	
185 W BROADWAY				
NEW YORK, NY 10013				5,000.
			L	
STATE VOICES	NONE	509(A)(1)	GENERAL OPERATING	
1625 MASSACHUSETTS AVENUE NW SUITE 308			SUPPORT	F0 000
WASHINGTON, DC 20036	<u> </u>	<u>.L.,</u>		50,000.
Total from continuation sheets				1,387,700.

LIMESTONE FOUNDATION

Part XV Supplementary Information)			
3 Grants and Contributions Paid During the Y				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	CONGIDERON	
THE AMERICAN PROSPECT	NONE	509(A)(1)	GENERAL OPERATING	
1225 EYE ST NW SUITE 600	NO.	J05(R)(1)	SUPPORT	
WASHINGTON, DC 20005			1	50,000.
THE BREARLEY SCHOOL 610 EAST 83RD STREET	NONE	509(A)(1)	GENERAL OPERATIONS	
NEW YORK, NY 10028				6,000.
THE CHAPIN SCHOOL	NONE	509(A)(1)	GENERAL OPERATING	
4101 PRINCETON PIKE		1	SUPPORT	
PRINCETON, NJ 08540				4,000.
THE COMMONWEALTH INSTITUTE FOR FISCAL	NONE	509(A)(2)	GENERAL OPERATING	
ANALYSIS		,,,,,,,,	SUPPORT	
1329 E CARY STREET SUITE 202				
RICHMOND, VA 23219				75,000.
		1		
MUE HIDDAN THEMTMIME	none	E09/33/23	TAY DOLLOW CENTER	
THE URBAN INSTITUTE 2100 M ST NW	NONE	509(A)(2)	TAX POLICY CENTER	
WASHINGTON, DC 20037				50,000.
WEST VIRGINIA CENTER ON BUDGET AND	NONE	509(A)(2)	GENERAL OPERATING	
POLICY INC		ĺ	SUPPORT	
723 KANAWHA BLVD E STE 300			ŀ	E0 000
CHARLESTON, WV 25301				50,000.
CENTER ON BUDGET AND POLICY	NONE	501(A)(1)	GENERAL OPERATING	
PRIORITIES			SUPPORT	
820 FIRST STREET NE SUITE 510				
WASHINGTON, DC 20002		<u> </u>		374,700.
GEORGIA BUDGET AND POLICY INSTITUTE	NONE	501(C)(3)	GENERAL OPERATING	
INC	HONE	101(0/(3)	SUPPORT]
50 HURT PLZ SE STE 720				•
ATLANTA , GA 30303				75,000.
· · · · · · · · · · · · · · · · · · ·	 		-	† · · · - · · · · · · · · · · · · ·
				1
				1
Total from continuation sheets	<u> </u>	<u></u>		
Total nom communion sneets	··-··	-		·

LIMESTONE FOUNDATION E I.N 47-7017224 For tax year 1/1/17 - 12/31/17 Form 990-PF, PART IV, LINE 1

DESCRIPTION .	HOW ACQUIRED	DATÉ <u>PURCHASED</u>	DATE SOLD	PROCEEDS	BOOK COST	GAIN/LO
DESCRIPTION	ACQUIRED	PURCHASED	<u>3010</u>	PROCEEDS	<u>CO31</u>	GAIN/LU
SHORT TERM						
AMC Networks Inc	P	2/3/2016	1/3/2017	2,674	3,504	
AMC Networks Inc	P	2/3/2016	1/4/2017	4,128	5,258	•
Lululemon Athletica Inc	Р	9/8/2016	1/9/2017	3,413	3,258	
Camival Corporation	Р		1/10/2017	10,863	10,215	
LVMH Moet Hennessy Louis Vuitton ADR	Р	2/3/2016	1/10/2017	3,820	3,360	
Lululemon Alhietica Inc	P		1/10/2017	6,984	6,503	
LVMH Moet Hennessy Louis Vuitton ADR	P	2/3/2016	1/11/2017	3,839	3,360	
Facebook Inc	P		1/12/2017	9,469	9,351	
LVMH Moet Hennessy Louis Vuitton ADR	P	2/3/2016	1/12/2017	3,970	3,360	
Alphabet Inc Class C	P	12/30/2016	1/13/2017	4,041	3,878	
Facebook Inc	Р	1200.2010	1/13/2017	3,219	3,033	
Marriott Intl Inc New CL A	P		1/19/2017	6,352	5,047	
				•	-	
Facebook Inc	P	11/3/2016	1/23/2017	3,210	3,025	
Alphabel Inc Class C	P	12/30/2016	1/24/2017	4,114	3,878	
Facebook Inc Facebook Inc	P P	12/12/2016	1/24/2017 1/25/2017	3,234 3,285	2,998 2,957	
account inc	•	12122010	17232017	3,203	2,337	
Comcast Corporation CL A	Р	2/4/2016	1/26/2017	3,750	2,908	
Facebook Inc	Р	12/12/2016	1/28/2017	3,312	2,957	
AMC Networks inc	P	2/3/2016	1/30/2017	2,852	3,504	
Disney Walt Co Com	P		1/30/2017	2,745	2,412	
Apple Computer Inc Com	P	2/3/2016	1/31/2017	3,027	2,368	
Disney Walt Co Com	P		2/1/2017	2 785	2 397	
AMC Networks Inc	P	2/3/2016	2/3/2017	4,219	5,256	
Time Wamer Inc	P	2/3/2016	2/3/2017	4,797	3,515	
Williams Sonoma Inc Com	P	2/3/2016	200017	4 700	£ 072	
	P		2/3/2017	4,790	5,072	
Williams Sonoma Inc Com		2/3/2016	2/3/2017	4,790	5,072	
AMC Networks Inc	P		2/13/2017	7,980	9,382	
AMC Networks Inc	P		2/14/2017	8,233	8,848	
Marriott Intl Inc New CL A	P		2/15/2017	6,684	5,034	
Apple Computer Inc Com	P	5/17/2016	2/16/2017	1,353	938	
Marriott Intl Inc New CL A	P		2/16/2017	4,473	3,335	
Williams Sonoma Inc Com	Р	5/17/2016	2/21/2017	3 491	3,617	
Williams Sonoma Inc Com	Р	5/17/2016	2/21/2017	3 491	3,617	
Williams Sonoma Inc Com	Р	5/17/2016	2/22/2017	2,404	2,512	
Williams Sonoma Inc Com	P	5/17/2016	2/22/2017	2,404	2,512	
Paypal Holdings Inc	P	W.1172010	2/24/2017	13,919	12,638	
Williams Sonoma Inc Com	Р		2/24/2017	4,449	4,597	
	P					
Williams Sonoma Inc Com			2/24/2017	4 449	4,597	
Facebook Inc Apple Computer Inc Com	P P	5/17/2016	2/27/2017 3/1/2017	3 410 3,498	2,951 2,344	
***************************************				-,	_,_,	
United Parcet SVC Inc CL B Paypal Holdings Inc	P P	2/1/2017	3/1/2017	2 678	2,628	
• •			3/3/2017	5 368	4,737	
United Percel SVC Inc CL 8	Р	2/1/2017	3/6/2017	2,651	2,628	
Facebook Inc	P		3/10/2017	3,461	2,931	
Visa Inc	Р	11/22/2016	3/10/2017	4 471	3,981	
Marriolt Intl Inc New CL A	₽		3/15/2017	6,583	4,981	
Facebook Inc	Р		3/21/2017	3 540	2,901	
Marriott Inti Inc New CL A	P	5/27/2016	3/22/2017	4 559	3,307	
Marriott Intl Inc New CL A	P		3/23/2017	4,647	3,307	
Apple Computer Inc Com	P	5/17/2018	4/4/2017	3,614	2,344	
**						
Facebook Inc	P	12/1/2016	4/6/2017	3,528	2,881	
Starbucks Corp Com	P		4/13/2017	4,328	4,106	
Starbucks Corp Com	Р		4/17/2017	4,351	4,021	
Facebook Inc	P	12/1/2016	4/20/2017	3,602	2,881	
Starbucks Corp Com	P		4/20/2017	7,498	6,914	
Alphabel Inc Class C	Р	3/23/2017	4/25/2017	4,364	4,074	
Paypal Holdings Inc	P	5/19/2016	4/27/2017	4,796	3 787	
Facebook Inc	P	12/1/2016	4/28/2017	3,770	2,881	
Starbucks Corp Com	P	12/21/2016	4/28/2017	3,210	3,109	
Apple Computer Inc Com	Р	5/17/2016	5/1/2017	3 667	2,344	
Facebook Inc	P	12/1/2016	5/1/2017	3,802	2,881	
Paypal Holdings Inc	P	5/19/2016				
			5/2/2017	3,671	2,840	
Apple Computer Inc Com Mcdonalds Corp Com	P P	5/17/2016 3/2/2017	5/3/2017 5/3/2017	147 3,560	94 3,216	
				-,	7,5.0	
Apple Computer Inc Com	P	5/12/2016	5/5/2017	3,119	1,893	
Marriott Intl Inc New CL A	P		5/9/2017	7 646	4,950	
auder Estee Cos Inc CL A	P	1/9/2017	5/10/2017	4,712	3,917	
Paypal Holdings Inc	P		5/10/2017	14,838	11,328	
Paypal Holdings Inc	P	5/20/2016	5/11/2017	3,718	2,828	

FORM 990-PF	DIVIDENDS	S AND IN	TERI	EST	FROM SECU	RITIES	S	TATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL (A) GAINS REVENUE DIVIDENDS PER BOOKS		(B) NET INVEST- MENT INCOME		(C) ADJUSTED NET INCOME		
DIVIDENDS INTEREST INCOME	873,922. 220,152.		99,320. 774,602 0. 220,152				774,602. 220,152.	
TO PART I, LINE 4	1,094,074.	99	,320	0.	994,754	991	,031.	994,754.
FORM 990-PF		ОТНЕ	R II	VCO:	ME		S'	TATEMENT 2
DESCRIPTION			1	RE		(B) NET INVE: MENT INC		(C) ADJUSTED NET INCOME
INCOME FROM PASSTHRO FEDERAL TAX REFUNDS STATE TAX REFUNDS	UGHS				10,885. 141,135. 12,123.	<14,3 12,3	0. 123.	0. 0. 0.
TOTAL TO FORM 990-PF	, PART I,	LINE 11			164,143.	<2,2	269.>	0.
FORM 990-PF		ACCOU	NTIN	NG :	FEES		s	TATEMENT 3
DESCRIPTION		(A) EXPENSES PER BOOL			(B) I INVEST- NT INCOME	(C) ADJUS NET IN		(D) CHARITABLE PURPOSES
ACCOUNTING FEES - TA	X PREP	32,8	35.		32,835.	-	0.	0.
TO FORM 990-PF, PG 1	, LN 16B	32,8	35.	_	32,835.		0.	0.
				- -				
FORM 990-PF	TO	HER PRO	FESS	SIO	NAL FEES		S'	TATEMENT 4
DESCRIPTION		(A) EXPENSES PER BOOM			(B) I INVEST- NT INCOME	(C) ADJUS' NET IN		(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT MOTT PHILANTHROPIC GOULSTON & STORRS FE CONSULTANT FEES		153,99 199,42 136,09	24. 58.		153,999. 0. 60,365. 0.		0. 0. 0.	0. 199,424. 75,693. 69,000.
TO FORM 990-PF, PG 1	 , LN 16C	558,48			214,364.		0.	344,117.

FORM 990-PF	TAX	ES	STATEMENT 5		
DESCRIPTION	(A)	(B)	(C)	(D)	
	EXPENSES	NET INVEST-	ADJUSTED	CHARITABLE	
	PER BOOKS	MENT INCOME	NET INCOME	PURPOSES	
FOREIGN TAXES FEDERAL EXCISE TAX STATE TAXES	41,117.	41,117.	0.	0.	
	87,200.	0.	0.	0.	
	5,667.	5,667.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	133,984.	46,784.	0.	0.	
FORM 990-PF	OTHER E	XPENSES	Si	PATEMENT 6	
DESCRIPTION	(A)	(B)	(C)	(D)	
	EXPENSES	NET INVEST-	ADJUSTED	CHARITABLE	
	PER BOOKS	MENT INCOME	NET INCOME	PURPOSES	
DEDUCTIONS FROM PASSTHROUGHS	222,867.	221,726.	0.	0.	
FILING FEE	465.	465.	0.	0.	
MISC EXPENSES	10,511.	10,511.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	233,843.	232,702.	0.	0.	

STATEMENT 7

FOOTNOTES

FORM 990-PF, PART VIII, LINE 1
INFORMATION ABOUT DIRECTORS & OFFICERS
THE DIRECTORS & OFFICERS OF THE FOUNDATION RECEIVE NO
COMPENSATION, BENEFITS OR ANY AMOUNTS FOR SERVING AS
DIRECTORS. THE HOURS DEVOTED WERE ON A PART-TIME BASIS,
AS NEEDED.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
DOMESTIC EQUITY		4,807,070.	7,430,439.
TOTAL TO FORM 990-PF, PART II, L	INE 10B	4,807,070.	7,430,439.
FORM 990-PF O	THER INVESTMENTS		STATEMENT 9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DOMESTIC BONDS GLOBAL EQUITY	COST COST	6,559,574. 9,281,485.	6,511,540. 12,081,497.
HEDGE FUNDS INFLATION HEDGING PRIVATE INVESTMENTS	COST COST COST	10,972,927. 3,089,670. 8,106,216.	14,888,887. 2,775,374. 7,853,541.
TOTAL TO FORM 990-PF, PART II, L			44,110,839.
FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTIONS RECEIVABLE	120,013.	0.	0.
TO FORM 990-PF, PART II, LINE 15	120,013.	0.	0.

4. 0.4

	ST OF OFFICERS, D FOUNDATION MANA		STAT	EMENT 11
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ELIZABETH DEKNATEL 400 ATLANTIC AVE BOSTON, MA 02110-3333	TRUSTEE 2.00	0.	0.	0.
MARIA DEKNATEL 400 ATLANTIC AVE BOSTON, MA 02110-3333	TRUSTEE 2.00	0.	0.	0.
GABRIEL DEKNATEL 400 ATLANTIC AVE BOSTON, MA 02110-3333	TRUSTEE	0.	0.	0.
ALAN ROTTENBERG 400 ATLANTIC AVE BOSTON, MA 02110-3333	TRUSTEE 2.00	0.	0.	0.
DAVID WOOD 400 ATLANTIC AVE BOSTON, MA 02110-3333	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6	, PART VIII	0.	0.	0.