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EXTENDED TO NOVEMBER 15, 2018

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning

, and ending

Name of foundation ANNE T. AND ROBERT M. BASS FOUNDATION		A Employer identification number 75-2001892
Number and street (or P O box number if mail is not delivered to street address) 201 MAIN STREET	Room/suite 2300	B Telephone number (817) 390-8400
City or town, state or province, country, and ZIP or foreign postal code FORT WORTH, TX 76102		C If exemption application is pending, check here <input type="checkbox"/> b
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation af		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 102,984,002.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual 1 <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	9,285,158.	26,328,079.	26,328,080.
3 Accounts receivable ▶ 7,289,863.			
Less: allowance for doubtful accounts ▶	3,369,070.	7,289,863.	7,289,863.
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 24,175,684.		12,538,507.	11,637,177.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			11,637,177.

2 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>	2	11,637,177.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	3,172,728.	94,071,305.	.033727
2015	4,325,440.	68,413,718.	.063225
2014	3,065,390.	84,606,601.	.036231
2013	3,007,159.	69,500,588.	.043268
2012	3,563,032.	76,492,007.	.046580

2 Total of line 1, column (d)	2	.223031
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.044606
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	91,488,347.
5 Multiply line 4 by line 3	5	4,080,929.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	136,517.
7 Add lines 5 and 6	7	4,217,446.
8 Enter qualifying distributions from Part XII, line 4	8	8,630,005.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2017 estimated tax payments and 2016 overpayment credited to 2017

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

6a 48,800.

6b 0.

6c 227,000.

1 136,517.

2 0.

3 136,517.

4 0.

5 136,517.

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

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

	Yes	No
11		X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?

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

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

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

☐ Yes ☒ No

Yes No

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				4,437,900.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			4,624,013.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 8,630,005.				
a Applied to 2016, but not more than line 2a			4,624,013.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				4,005,992.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				431,908.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	28,402,860.
b	Average of monthly cash balances	1b	15,115,003.
c	Fair market value of all other assets	1c	49,363,708.
d	Total (add lines 1a, b, and c)	1d	92,881,571.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	92,881,571.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,393,224.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	91,488,347.
6	Minimum investment return. Enter 5% of line 5	6	4,574,417.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	4,574,417.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	136,517.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	136,517.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,437,900.
4	Recoveries of amounts treated as qualifying distributions	4	0.

Firm's address ▶

Phone no.

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				4,437,900.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			4,624,013.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 8,630,005.				
a Applied to 2016, but not more than line 2a			4,624,013.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				4,005,992.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		

[REDACTED]

[REDACTED]

[REDACTED]

V

[REDACTED]

[REDACTED]

[REDACTED]

14

[REDACTED]

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
TEXAS HEALTH RESOURCES 612 E. LAMAR BLVD., SUITE 300 ARLINGTON, TX 76011	NONE	N/A	GENERAL	20,000.
TRINITY VALLEY SCHOOL 7500 DUTCH BRANCH ROAD FORT WORTH, TX 76132	NONE	N/A	GENERAL	200,000.
AIDS OUTREACH CENTER 400 NORTH BEACH STREET, SUITE 100 FORT WORTH, TX 76111	NONE	N/A	GENERAL	10,000.
BOYS & GIRLS CLUBS 3218 E BELKNAP STREET FORT WORTH, TX 76111	NONE	N/A	GENERAL	50,000.
CENTER FOR TRANSFORMING LIVES 512 W 4TH STREET FORT WORTH TX 76102	NONE	N/A	GENERAL	25,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	528,468.	
4 Dividends and interest from securities			14	1,788,600.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099	12,632.	14	20,440.	
8 Gain or (loss) from sales of assets other					

SOURCE

PER BOOKS

INCOME

NET INCOME

PARTNERS, LP

6,631.

6,631.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Yes	No

U.S. TRUST 76,014. 0. 76,014. 76,014.

TO PART I, LINE 4 1,788,600. 0. 1,788,600. 1,788,600.

09401113 781631 99791

27
2017.04030 ANNE T. AND ROBERT M. BASS 99791__1 STATEMENT(S) 1, 2

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2017

Name of the organization

ANNE T. AND ROBERT M. BASS FOUNDATION

Employer identification number

75-2001892

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

ANNE T. AND ROBERT M. BASS FOUNDATION

75-2001892

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LIVE OAK TRUST 201 MAIN STREET, SUITE 2700 FORT WORTH, TX 76102	\$ 6,000,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

75-2001892

[illegible]

Name of organization	Employer identification number
ANNE T. AND ROBERT M. BASS FOUNDATION	75-2001892

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ANNE T. AND ROBERT M. BASS FOUNDATION

75-2001892

PAGE 1 OF 2

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PASSED THROUGH FROM BLUEPORT CAPITAL, LP	P		
b	PASSED THROUGH FROM BLUEPORT CAPITAL, LP	P		
c	PASSED THROUGH FROM LEGACY VENTURE III, LLC	P		
d	PASSED THROUGH FROM LEGACY VENTURE III, LLC	P		
e	PASSED THROUGH FROM LEGACY VENTURE IV, LLC	P		
f	PASSED THROUGH FROM LEGACY VENTURE IV, LLC	P		
g	PASSED THROUGH FROM LEGACY VENTURE V (QP), LLC	P		
h	PASSED THROUGH FROM LEGACY VENTURE V (QP), LLC	P		
i	PASSED THROUGH FROM LEGACY VENTURE VI (QP), LLC	P		
j	PASSED THROUGH FROM LEGACY VENTURE VI (QP), LLC	P		
k	PASSED THROUGH FROM LEGACY VENTURE VII, LLC	P		
l	PASSED THROUGH FROM LEGACY VENTURE VII, LLC	P		
m	PASSED THROUGH FROM LEGACY VENTURE VIII, LLC	P		
n	PASSED THROUGH FROM LEGACY VENTURE VIII, LLC	P		
o	PASSED THROUGH FROM FARALLON CAPITAL INSTITUTIONAL	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	738,984.		738,984.
b	6,065,186.		6,065,186.
c	195.		195.
d	90,819.		90,819.
e		2,340.	-2,340.
f	392,476.		392,476.
g	1,001.		1,001.
h	166,971.		166,971.
i	3,857.		3,857.
j	100,373.		100,373.
k		126.	-126.
l	3,359.		3,359.
m		598.	-598.
n		43.	-43.
o	20,310.		20,310.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			738,984.
b			6,065,186.
c			195.
d			90,819.
e			-2,340.
f			392,476.
g			1,001.
h			166,971.
i			3,857.
j			100,373.
k			-126.
l			3,359.
m			-598.
n			-43.
o			20,310.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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,

(b) How acquired
Purchase

(c) Date acquired

(d) Date sold

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DAY RESOURCE CENTER 1415 E LANCASTER AVE FORT WORTH, TX 76102	NONE	N/A	GENERAL	10,000.
FORT WORTH MUSEUM OF SCIENCE AND HISTORY 1600 GENDY STREET FORT WORTH, TX 76107	NONE	N/A	GENERAL	50,000.
GILL CHILDREN'S SERVICES 555 HEMPHILL STREET, SUITE 200 FORT WORTH, TX 76104	NONE	N/A	GENERAL	25,000.
GOODWILL INDUSTRIES OF FORT WORTH, INC. PO BOX 15520 FORT WORTH, TX 76119	NONE	N/A	GENERAL	25,000.
JAMES L WEST ALZHEIMER CENTER 1111 SUMMIT AVENUE FORT WORTH, TX 76102	NONE	N/A	GENERAL	10,000.
LUCILLE PACKARD FOUNDATION FOR CHILDREN'S HEALTH 400 HAMILTON AVENUE, SUITE 340 PALO ALTO, CA 94301	NONE	N/A	GENERAL	100,000.
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND, SUITE 201 TOPSHAM, ME 04086	NONE	N/A	GENERAL	10,000.
MIDDLESEX SCHOOL 1400 LOWELL ROAD CONCORD, MA 01742	NONE	N/A	GENERAL	1,000,000.
MOTHER CAROLINE ACADEMY & EDUCATION CENTER 515 BLUE HILL AVENUE DORCHESTER, MA 02121	NONE	N/A	GENERAL	25,000.
PASSED THROUGH FROM LEGACY VENTURE IV, LLC 180 LYTTON AVENUE PALO ALTO, CA 94301	NONE	N/A	GENERAL	5.
Total from continuation sheets				2,325,005.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRESBYTERIAN NIGHT SHELTER P.O. BOX 2645 FORT WORTH, TX 76113	NONE	N/A	GENERAL	50,000.
PROJECT FOR PUBLIC SPACES 419 LAFAYETTE STREET, 7TH FLOOR NEW YORK, NY 10003	NONE	N/A	GENERAL	460,000.
SAFEHAVEN TARRANT COUNTY 8701 W BEDFORD EULESS RD, SUITE 600 HURST, TX 76053	NONE	N/A	GENERAL	25,000.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	N/A	GENERAL	100,000.
THE SALVATION ARMY 8787 N STEMMONS FREEWAY, SUITE 800 DALLAS, TX 75247	NONE	N/A	GENERAL	25,000.
THE WARM PLACE 809 LIPSCOMB STREET FORT WORTH, TX 76104-3121	NONE	N/A	GENERAL	10,000.
THE WOMEN'S CENTER OF TARRANT COUNTY 1723 HEMPHILL FORT WORTH, TX 76110	NONE	N/A	GENERAL	25,000.
UNITED COMMUNITY CENTERS, INC 1200 E MADDOX AVE FORT WORTH, TX 76104	NONE	N/A	GENERAL	50,000.
WOODSIDE SCHOOL FOUNDATION 3195 WOODSIDE ROAD WOODSIDE, CA 94062	NONE	N/A	GENERAL	25,000.
RODMAN RIDE FOR KIDS 10 LINCOLN ROAD FOXBORO, MA 02035	NONE	N/A	GENERAL	100,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAVING HOPE FOUNDATION 950 COMMERCE STREET FORT WORTH, TX 76102	NONE	N/A	GENERAL	5,000.
NORTH CENTRAL TEXAS ACADEMY 3846 N HWY 144 GRANBURY, TX 76048	NONE	N/A	GENERAL	25,000.
CHILD STUDY CENTER 1300 WEST LANCASTER AVENUE FORT WORTH, TX 76102	NONE	N/A	GENERAL	25,000.
AMERICAN RED CROSS 431 18TH STREET NW WASHINGTON, DC 20006	NONE	N/A	GENERAL	10,000.
TEXAS WILDLIFE ASSOCIATION FOUNDATION 3660 THOUSAND OAKS, SUITE 126 SAN ANTONIO, TX 78247	NONE	N/A	GENERAL	10,000.
CYSTIC FIBROSIS FOUNDATION 4550 MONTGOMERY AVE, SUITE 1100 N BETHESDA, MD 20814	NONE	N/A	GENERAL	75,000.
FORT WORTH YOUTH ORCHESTRA 4401 TRAIL LAKE DRIVE FORT WORTH, TX 76109	NONE	N/A	GENERAL	50,000.
Total from continuation sheets				

ANNE T. AND ROBERT M. BASS FOUNDATION

75-2001892

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

(A)
DISPOSABLE

(B)
NET INVESTMENT

(C)
ADJUSTED

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASSED THROUGH FROM LEGACY VENTURE III, LLC	4,846.	4,846.	
PASSED THROUGH FROM LEGACY VENTURE IV, LLC	22,733.	22,733.	
PASSED THROUGH FROM LEGACY VENTURE V, LLCI (QP)	5,286.	5,286.	
PASSED THROUGH FROM LEGACY VENTURE VII, LLC	190.	190.	
PASSED THROUGH FROM LEGACY VENTURE VIII, LLC	17.	17.	
PASSED THROUGH FROM LEGACY VENTURE V (QP), LLC	-1,835.	-1,835.	
PASSED THROUGH FROM BLUEPORT CAPITAL	-3,421.	-3,421.	
PASSED THROUGH FROM FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	-997.	-997.	
GULF COAST ULTRA DEEP ROYALTY TRUST PASSED THROUGH FROM FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	-31,821.	-31,821.	
	938.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-4,064.	-5,002.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL SERVICES	131.	131.		0.
TO FM 990-PF, PG 1; LN 16A	131.	131.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FRANCHISE TAX	900.	900.		0.	
FOREIGN TAXES PASSED THROUGH FROM BLUEPORT CAPITAL, LP	1,861.	1,861.		0.	
FOREIGN TAXES PASSED THROUGH FROM LEGACY VENTURE III, LLC	599.	599.		0.	
FOREIGN TAXES PASSED THROUGH FROM LEGACY VENTURE IV, LLC	6,201.	6,201.		0.	
FOREIGN TAXES PASSED THROUGH FROM LEGACY VENTURE V (QP), LLC	1,002.	1,002.		0.	
FOREIGN TAXES PASSED THROUGH FROM LEGACY VENTURE VI (QP) LLC	3,828.	3,828.		0.	
FOREIGN TAXES PASSED THROUGH FROM LEGACY VENTURE VII LLC	55.	55.		0.	
FOREIGN TAXES PASSED THROUGH FROM FARALLON CAPITAL INSTITUTION	317.	317.		0.	
TO FORM 990-PF, PG 1, LN 18	14,763.	14,763.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SEC 179 EXPENSE FROM LEGACY VENTURE IV, LLC	12.	12.		0.	
PORTFOLIO DEDUCTIONS FROM BLUEPORT CAPITAL, LP	6,206.	6,206.		0.	
PORTFOLIO DEDUCTIONS FROM LEGACY VENTURE III, LLC	7,375.	7,375.		0.	
PORTFOLIO DEDUCTIONS FROM LEGACY VENTURE IV, LLC	54,530.	54,530.		0.	
PORTFOLIO DEDUCTIONS FROM LEGACY VENTURE V (QP), LLC	51,744.	51,744.		0.	
PORTFOLIO DEDUCTIONS FROM LEGACY VENTURE VI (QP), LLC	54,408.	54,408.		0.	

ANNE T. AND ROBERT M. BASS FOUNDATION

75-2001892

PORTFOLIO DEDUCTIONS FROM			
LEGACY VENTURE VII, LLC	46,548.	46,548.	0.
PORTFOLIO DEDUCTIONS FROM			
LEGACY VENTURE VIII, LLC	33,295.	33,295.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN PARTNERSHIPS	FMV	40,896,225.	49,636,708.
TOTAL TO FORM 990-PF, PART II, LINE 13		40,896,225.	49,636,708.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL INCOME TAXES PAYABLE	0.	85,549.
ACCRUED CONTRIBUTIONS	0.	6,000,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	6,085,549.

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
ANNE T. BASS 201 MAIN STREET, SUITE 3100 FORT WORTH, TX 76102	DIRECTOR/PRESIDENT 0.00	0.	0. 0.
ROBERT M. BASS 201 MAIN STREET, SUITE 3100 FORT WORTH, TX 76102	DIRECTOR/VICE PRESIDENT 0.00	0.	0. 0.
J. TAYLOR CRANDALL 201 MAIN STREET, SUITE 3100 FORT WORTH, TX 76102	DIRECTOR/VP/SECRETARY/TREA 0.00	0.	0. 0.
JAY H. HEBERT 201 MAIN STREET, SUITE 3100 FORT WORTH, TX 76102	VICE PRESIDENT AND ASSISTA 0.00	0.	0. 0.
KEVIN G. LEVY 201 MAIN STREET, SUITE 3100 FORT WORTH, TX 76102	VICE PRESIDENT AND ASSISTA 0.00	0.	0. 0.

THOMAS W. WHITE	VICE-PRESIDENT AND ASSISTANT			
201 MAIN STREET, SUITE 3100	0.00	0.	0.	0.
FORT WORTH, TX 76102				

GARY W. REESE	VICE PRESIDENT AND ASSISTANT			
201 MAIN STREET, SUITE 3100	0.00	0.	0.	0.
FORT WORTH, TX 76102				

BRYAN L. BARRETT	VICE PRESIDENT AND ASSISTANT			
201 MAIN STREET, SUITE 3100	0.00	0.	0.	0.
FORT WORTH, TX 76102				

STRATTON R. HEATH III	VICE PRESIDENT AND ASSISTANT			
201 MAIN STREET, SUITE 3100	0.00	0.	0.	0.
FORT WORTH, TX 76102				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.
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FORM 990-PF	OTHER REVENUE	STATEMENT 12
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DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
PASSED THROUGH FROM LEGACY VENTURE V (QP), LLC			14	-1,835.	
PASSED THROUGH FROM BLUEPORT CAPITAL			14	-3,421.	
PASSED THROUGH FROM FARALLON CAPITAL INSTITUTIONAL PARTNERS,			14	-997.	
GULF COAST ULTRA DEEP ROYALTY TRUST			14	-31,821.	
PASSED THROUGH FROM FARALLON CAPITAL INSTITUTIONAL PARTNERS,			14	938.	
TOTAL TO FORM 990-PF, PG 12, LN 11				-37,136.	

Organization: ANNE T. AND ROBERT M. BASS FOUNDATION
TIN: 75-2001892
Tax Year Ended: DECEMBER 31, 2017

Form 990-PF, Part XII, Line 3b—Reporting set-asides under the cash distribution test

1. The nature and purposes of the project for which the amounts are to be set aside are described as follows:

Amounts set-aside will be used over the period 2017-2021 to fund the creation of the Anne T. and Robert M. Bass Center on Innovation and Placemaking. This Center will focus on creating a new type of City-Building in communities that strengthens the connections between innovative economies, quality places and social inclusion. The identification of these cities/regions and the adoption of the findings will be achieved through resource toolkits for local mayors, professionals and community leaders.

2. The amounts set aside for the project described will be paid within 60 months after the date of the first set-aside.
3. The project will not be completed before the end of the above-referenced tax year.
4. Attachment 1 is a list of the distributable amounts determined under IRC Sec. 4942(d) for all the taxpayer's past tax years for which it has records available. Notwithstanding, taxpayer has always satisfied its distributable amount for each tax year of its existence.
5. Attachment 1 is a list of actual payments made in cash or its equivalent for exempt purposes during each tax year for which the taxpayer has records available.

STATEMENT 1

Organization: ANNE T. AND ROBERT M. BASS FOUNDATION
TIN: 75-2001892
Tax Year Ended: DECEMBER 21, 2017

Year	Distributable Amount	Cash Payment
1992	467,061	502,500
1993	504,207	430,000
1994	490,045	500,000
1995	520,279	490,000
1996	980,577	485,000
1997	1,426,595	24,699,065
1998	1,056,555	254,674
1999	1,236,463	1,318,782
2000	1,376,153	400,042
2001	1,131,153	3,954,270
2002	1,361,500	640
2003	1,893,412	345,832
2004	2,243,080	860,091
2005	2,606,335	101,893
2006	5,683,809	2,943,160
2007	4,965,139	5,344,353
2008	2,603,366	5,943,216
2009	3,569,552	3,188,232
2010	3,705,230	3,292,990
2011	4,070,656	3,953,020
2012	3,794,513	3,563,032
2013	3,283,542	3,007,159
2014	4,164,736	3,065,390
2015	3,418,631	4,327,495
2016	4,636,039	3,172,728