

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

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

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, 2017, and ending

The Caruso Family Foundation
101 The Grove Drive
Los Angeles, CA 90036

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization. Section 501(c)(3) exempt private foundation Other taxable private foundation
 Section 4947(a)(1) nonexempt charitable trust Foreign organizations meeting the 85% test, check here and attach computation

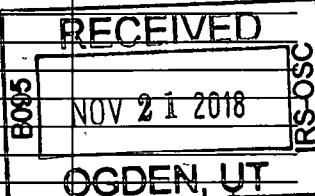
I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method Cash Accrual
 Other (specify)
 ► \$ 1,513,618. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	1,930,000.			
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	87.	87.	87.	
4 Dividends and interest from securities	37,495.	37,495.	37,495.	
5 a Gross rents b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	9,797. 623,377.			
7 Capital gain net income (from Part IV, line 2)		9,797.		
8 Net short term capital gain			10,277.	
9 Income modifications				
10 a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
See Statement 1	4,848.	16,097.		
12 Total Add lines 1 through 11	1,982,227.	63,476.	47,859.	

13 Compensation of officers, directors, trustees, etc	0.		
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16 a Legal fees (attach schedule) b Accounting fees (attach sch) c Other professional fees (attach sch)			
17 Interest	31.	31.	
18 Taxes (attach schedule)(see instrs) See Stmt 2	199.	39.	
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)			
See Statement 3	26,170.	15,044.	
24 Total operating and administrative expenses Add lines 13 through 23	26,400.	15,114.	
25 Contributions, gifts, grants paid Part XV	2,913,703.		2,913,703.
26 Total expenses and disbursements Add lines 24 and 25	2,940,103.	15,114.	0.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	-957,876.	48,362.	47,859.

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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	End of year
			(a) Book Value	(b) Book Value
			(c) Fair Market Value	
ASSETS	1 Cash – non-interest-bearing		8,820.	
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)	805.	993.	805.
	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)	1,384,434.	1,224,960.	1,512,813.
	c Investments – corporate bonds (attach schedule)			
LIABILITIES	11 Investments – land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe	9,644.		
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,403,891.	1,225,765.	1,513,618.
	17 Accounts payable and accrued expenses	995.	768,667.	
	18 Grants payable			
NET ASSETS	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 4		17,416.	
	23 Total liabilities (add lines 17 through 22)	995.	786,083.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31.	<input type="checkbox"/>		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>		
SOURCES	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,402,896.	439,682.	
	30 Total net assets or fund balances (see instructions)	1,402,896.	439,682.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,403,891.	1,225,765.	

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	1,402,896.
2 Enter amount from Part I, line 27a	2	-957,876.
3 Other increases not included in line 2 (itemize) ▶ See Statement 5	3	16,647.
4 Add lines 1, 2, and 3	4	461,667.
5 Decreases not included in line 2 (itemize) ▶ See Statement 6	5	21,985.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	439,682.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo. , day, yr.)	(d) Date sold (mo. , day, yr.)
1a See Statement 7					
b					
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					
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
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	9,797.	
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) See instructions If (loss), enter -0- in Part I, line 8			3	10,277.	

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	2,481,273.	2,773,623.	0.894596
2015	2,778,357.		
2014	3,281,751.		
2013	1,522,625.		
2012	1,540,864.		
2 Total of line 1, column (d)			2 0.894596
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 0.178919
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,339,600.
5 Multiply line 4 by line 3			5 239,680.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 484.
7 Add lines 5 and 6			7 240,164.
8 Enter qualifying distributions from Part XII, line 4			8 2,913,703.

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling or determination letter _____ (attach copy of letter if necessary – see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 484.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2 0.
3	Add lines 1 and 2	3 484.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4 0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5 484.
6	Credits/Payments	
a	2017 estimated tax pmts and 2016 overpayment credited to 2017	6a 280.
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c
d	Backup withholding erroneously withheld	6d
7	Total credits and payments Add lines 6a through 6d	7 280.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 204.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ►	Refunded
		11

Part VII-A Statements Regarding Activities

1 a 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?

1 a	Yes	No
1 a	X	

b Didn't spend more than \$100 during the year (either directly or indirectly) for political purposes?
See the instructions for the definition

1 b		
1 b	X	

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

1 c		
1 c	X	

c Did the foundation file **Form 1120-POL** for this year?

1 c		
1 c		

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

1 c		
1 c		

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

1 c		
1 c		

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If 'Yes,' attach a detailed description of the activities

2		
2	X	

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

3		
3	X	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4 a		
4 a	X	

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

4 b		
4 b	N/A	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by General Instruction T.

5		
5	X	

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

• By language in the governing instrument, or

6		
6	X	

• 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?

6		
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

7		
7	X	

8 a Enter the states to which the foundation reports or with which it is registered. See instructions ►

CA

8 b		
8 b	X	

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

9		
9	X	

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV If 'Yes,' complete Part XIV

10		
10	X	

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11		<input checked="" type="checkbox"/> X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12		<input checked="" type="checkbox"/> X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	N/A	<input checked="" type="checkbox"/> X	
14	The books are in care of ► Robert Johnson Telephone no ► (323) 900-8100	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	Located at ► 101 The Grove Drive, Los Angeles, CA ZIP + 4 ► 90036	<input checked="" type="checkbox"/> X	
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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
15	N/A ► 15 N/A	<input checked="" type="checkbox"/> X	
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16		<input checked="" type="checkbox"/> X	
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►			

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.

1 a	During the year, did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4947(d)-3 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"/> Yes	<input checked="" type="checkbox"/> No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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))?

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions

(5) 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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(1)				
(2)				
(3)				
(4)				
(5)				

b If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance?

See instructions

Organizations relying on a current notice regarding disaster assistance, check here **c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

N/A	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

6b	<input type="checkbox"/>	<input checked="" type="checkbox"/> X
7b	<input type="checkbox"/>	<input checked="" type="checkbox"/> X

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

(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
Rick J. Caruso 101 The Grove Drive Los Angeles, CA 90036	Trustee / Pr 0	0.	0.	0.
Christina J. Caruso 101 The Grove Drive Los Angeles, CA 90036	Trustee / VP 0	0.	0.	0.
Marc A. Caruso 101 The Grove Drive Los Angeles, CA 90036	Trustee / VP 0	0.	0.	0.
Tina P. Caruso 101 The Grove Drive Los Angeles, CA 90036	Trustee 0	0.	0.	0.

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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

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

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
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
1	N/A	
2	-----	
3	-----	
4	-----	

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
1	N/A	
2	-----	
All other program-related investments See instructions		
3	-----	

Total. Add lines 1 through 3

BAA

0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1 a	1,350,000.
b Average of monthly cash balances	1 b	10,000.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,360,000.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,360,000.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	20,400.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,339,600.
6 Minimum investment return. Enter 5% of line 5	6	66,980.

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	66,980.
2a Tax on investment income for 2017 from Part VI, line 5	2a	484.
b Income tax for 2017 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2 c	484.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	66,496.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	66,496.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	66,496.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1 a	2,913,703.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,913,703.
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 See instructions	5	484.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,913,219.

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
1 Distributable amount for 2017 from Part XI, line 7				66,496.
2 Undistributed income, if any, as of the end of 2017			0.	
a Enter amount for 2016 only		0.		
b Total for prior years 20 20		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012 1,540,864.				
b From 2013 1,522,625.				
c From 2014 3,281,751.				
d From 2015 2,778,357.				
e From 2016 2,343,018.				
f Total of lines 3a through e 11,466,615.				
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ 2,913,703.			0.	
a Applied to 2016, but not more than line 2a				
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				66,496.
e Remaining amount distributed out of corpus				
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		14,313,822.		
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 instructions			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)		0.		
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)		1,540,864.		
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a		12,772,958.		
10 Analysis of line 9				
a Excess from 2013 1,522,625.				
b Excess from 2014 3,281,751.				
c Excess from 2015 2,778,357.				
d Excess from 2016 2,343,018.				
e Excess from 2017 2,847,207.				

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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)				
<i>a Paid during the year</i>				
See Statement 9				
Total			► 3a	2,913,703.
<i>b Approved for future payment</i>				
Total			► 3b	

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 (See instructions)
	(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	87.	
4 Dividends and interest from securities			14	37,495.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					9,797.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		4,848.		37,582.	9,797.
13 Total Add line 12, columns (b), (d), and (e)				13	52,227

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

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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

b Other transactions.

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitation

Sharing of facilities, equipment, mailing lists, other assets, or paid em

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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
N/A		

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

**Sign
Here**

 Signature of officer or trustee

x 111418

Date

Title

May the IRS discuss
this return with the
preparer shown below?
See instructions.

**Paid
Preparer
Use Only**

Print/Type preparer's name <i>Carlin Swan</i>	Preparer's signature <i>CS</i>	Date 11/13/2018	Check <input checked="" type="checkbox"/> if self employed	PTIN P00365150
Firm's name ► HOLHOUSE CARLIN SWAN TRIGT, LLP	Firm's EIN ► 94-0684549			
Firm's address ► 3011 TOWNSGATE ROAD, SUITE 400 WESTLAKE VILLAGE, CA 91361				
		Phone no		
(805) 374-8555 (954345526)				

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Total	\$ 4,848.	\$ 16,097.	\$ 0.
	<u>4,848.</u>	<u>16,097.</u>	<u>0.</u>

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
State Tax	\$ 160.			
Tax - Foreign Taxes	\$ 39.	\$ 39.	\$ 0.	\$ 0.
Total	<u>199.</u>	<u>39.</u>	<u>0.</u>	<u>0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Mgmt Expenses	\$ 6,478.	\$ 6,478.		
Misc	\$ 2,556.			
Outside Services	\$ 17,132.	\$ 8,566.		
Partnership Pass Thru Contributions	\$ 4.			
Total	<u>26,170.</u>	<u>15,044.</u>	<u>0.</u>	<u>0.</u>

Statement 4
Form 990-PF, Part II, Line 22
Other Liabilities

Intercopayables	\$ 17,416.
Total	<u>17,416.</u>

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Statement 5
Form 990-PF, Part III, Line 3
Other Increases

Book/Tax Difference - Dividends	\$ 1,735.
Book/Tax Difference - Dividends & Interest	2,409.
Book/Tax Difference - P/S Pass Thru Net Income	10,875.
Book/Tax Difference - Partnership Distributions - Book	1,628.
Total	\$ <u>16,647.</u>

Statement 6
Form 990-PF, Part III, Line 5
Other Decreases

Book/Tax Difference - Capital Gain	\$ 1,207.
Book/Tax Difference - Capital Loss	4,402.
Book/Tax Difference - Sec 751 Basis Adjust	16,376.
Total	\$ <u>21,985.</u>

Statement 7
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	JP Morgan	Purchased	Various	Various
2	JP Morgan	Purchased	Various	Various
3	JP Morgan	Purchased	Various	Various
4	Schwab	Purchased		
5	Partnership Pass Thru	Purchased	Various	Various
6	Schwab	Purchased	Various	Various
7	Schwab	Purchased	Various	Various
8	JP Morgan-PTP Sch D Adj	Purchased	Various	Various
9	Capital Gain Dividends			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	95,723.		85,536.	10,187.				\$ 10,187.
2	382,250.		379,578.	2,672.				2,672.
3	27,778.		37,226.	-9,448.				-9,448.
4	0.		0.	0.				0.
5	582.		0.	582.				582.
6	1,251.		1,272.	-21.				-21.
7	110,225.		109,968.	257.				257.
8	4,402.		0.	4,402.				4,402.
9								1,166.
							Total	\$ <u>9,797.</u>

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Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: Robert Johnson
 Care Of: The Caruso Family Foundation
 Street Address: 101 The Grove Drive
 City, State, Zip Code: Los Angeles, CA 90036

Telephone:

E-Mail Address:

Form and Content: See Statement Attached

Submission Deadlines:

Restrictions on Awards: The purpose of the Caruso Family Foundation is to be active in the support of qualified philanthropic endeavors in the areas of education, social welfare, historical and environmental preservation, medical and scientific research and cultural pursuits.

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Los Angeles Police Foundation 1880 N. Academy Drive Los Angeles CA 90012	N/A		Unrestricted	\$ 5,000.
Pepperdine University 24255 Pacific Coast Highway Malibu, CA CA 90263	N/A		School of Law	25,000.
Para Los Ninos 845 East 6th Street Los Angeles CA 90021	N/A		Unrestricted	273,895.
University of Southern Califor University Park Los Angeles CA 90089	N/A		School of Policy, Planning, Development & Scholarship	42,000.
Saint Francis High School 200 S Foothill Blvd La Canada CA 91011	N/A		Unrestricted	15,000.
Lincoln Center For The Performing Arts 70 Lincoln Center Plaza New York NY 10023	N/A		Unrestricted	100,000.

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Run to Remember 1st Responders Los Angeles CA 90010	N/A		Unrestricted	\$ 20,000.
Strive Foundation P.O. Box 22584 Oakland CA 94609	N/A		Unrestricted	25,000.
Yes Programs CA	N/A		Unrestricted	25,000.
Coro Southern California 1000 N Alameda St Los Angeles CA 90012	N/A		Unrestricted	5,000.
Operation Progress 10221 Compton Ave, Suite 102 Los Angeles CA 90002	N/A		Unrestricted	372,932.
St. Monica's Capital Campaign 1350 7th Street Santa Monica CA 90401	N/A		Unrestricted	200,000.
Saint John's Health Center Fou 1328 Twenty Second Street Santa Monica CA 90404	N/A		Unrestricted	770,000.
St Mary's Academy 1615 W 5th Street Portland OR 97201	N/A		Scholarship	25,000.
Loyola High School 1901 Venice Blvd Los Angeles CA 90006	N/A		Unrestricted	40,000.
St Paul The Apostle Parish 10750 Ohio Avenue Los Angeles CA 90024	N/A		Unrestricted	200,000.
Saint Monica Catholic Church 725 California Ave Santa Monica CA 90403	N/A		Unrestricted	200,000.
Los Angeles County Economic Development 444 S Flower Street Los Angeles CA 90071	N/A		Unrestricted	10,000.

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**Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Santa Monica SMASH 2525 5th Street Santa Monica CA 90405	N/A		Unrestricted .	\$ 10,000.
St. John Seminary 5012 Seminary Way Camarillo CA 93012	N/A		Unrestricted	10,000.
Misc	N/A		Unrestricted	82,418.
USC Alumni Association 3607 Trousdale Parkway, TCC 305 Los Angeles CA 90089	N/A		Unrestricted	100,000.
Los Angeles Fire Department Foundation 1875 Century Park east #200 Los Angeles CA 90067	N/A		Unrestricted	10,000.
St. Lawrence Of Brindisi Church 10122 Compton Ave Los Angeles CA 90002	N/A		Unrestricted	25,000.
Verbum Dei High School Work Study 11100 S Central Ave Los Angeles CA 90059	N/A		Unrestricted	55,600.
Children's Diabetes Foundation 4380 S. Syracuse Street #430 Denver CO 80237	N/A		Unrestricted	50,000.
Loyola Marymount University 1 LMU Drive Los Angeles CA 90045	N/A		Unrestricted	10,000.
American Diabetees Association 611 Wilshire Blvd #900 Los Angeles CA 90017			Unrestricted	7,500.
Joe Torre Safe At Home Foundation PO Box 1037, Midtown Station New York NY 10018	N/A		Unrestricted	5,000.

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Jewish World Watch 5551 Balboa Blvd, Encino CA 91316	N/A	Unrestricted	\$ 10,000.	
Ford Theatre Foundation 2580 Cahuenga Blvd East Hollywood CA 90068	N/A	Unrestricted	10,000.	
Santa Clara University 801 Franklin St Santa Clara CA 95050	N/A	Unrestricted	10,000.	
Pan Pacific Park Advisory Board 7600 Beverly Blvd Los Angeles CA 90036	N/A	Unrestricted	7,500.	
Valley Presbyterian Hospital Foundation 15107 Vanowen Street Van Nuys CA 91405	N/A	Unrestricted	9,000.	
Catholic Education Foundation 3424 Wilshire Blvd Los Angeles CA 90010	N/A	Unrestricted	142,858.	
Hollywood Police Support Association 6464 Sunset Blvd #715 Hollywood CA 90028	N/A	Unrestricted	5,000.	
				Total \$ <u>2,913,703.</u>