

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

OMB No 1545-0052

**2017**

**Open to Public Inspection**

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 Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

**For calendar year 2017, or tax year beginning 07-01-2017, and ending 06-30-2018**

Name of foundation DF FOUNDATION		<b>A Employer identification number</b> 20-8036528	
Number and street (or P O box number if mail is not delivered to street address) 625 KOHLER STREET		<b>B Telephone number (see instructions)</b> (213) 599-5795	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90021		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$</b> 1,091,243		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	0			
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	41	41		
	<b>4</b> Dividends and interest from securities	24,532	24,532		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	50,221			
	<b>b</b> Gross sales price for all assets on line 6a 152,848				
	<b>7</b> Capital gain net income (from Part IV, line 2)		50,221		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	74,794	74,794			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	3,980	3,980		0
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	4,023	4,023		0
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	9,669	9,669		0
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	17,672	17,672		0
	<b>25</b> Contributions, gifts, grants paid	58,200			58,200
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	75,872	17,672		58,200	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-1,078				
<b>b Net investment income</b> (if negative, enter -0-)		57,122			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> 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	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	66,386	50,561	50,561	
	<b>2</b> Savings and temporary cash investments . . . . .	12,474	13,807	13,807	
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10a</b> Investments—U S and state government obligations (attach schedule)				
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	268,497	216,567	318,172	
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .				
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	<b>12</b> Investments—mortgage loans . . . . .				
	<b>13</b> Investments—other (attach schedule) . . . . .	625,663	691,338	706,403	
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)	2,631	2,300	2,300		
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	975,651	974,573	1,091,243		
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .				
	<b>18</b> Grants payable. . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b> Mortgages and other notes payable (attach schedule). . . . .				
	<b>22</b> Other liabilities (describe ▶ _____)				
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .				
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	0	0		
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund	0	0		
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	975,651	974,573			
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	975,651	974,573			
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	975,651	974,573			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	975,651
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-1,078
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	974,573
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	974,573

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

<b>2</b> Capital gain net income or (net capital loss)	2	50,221
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	40,650	1,053,934	0 038570
2015	62,248	1,041,209	0 059784
2014	25,000	1,077,452	0 023203
2013	25,000	1,019,806	0 024514
2012	50,000	951,429	0 052553

<b>2</b> Total of line 1, column (d)	2	0 198624
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 039725
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,108,068
<b>5</b> Multiply line 4 by line 3	5	44,018
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	571
<b>7</b> Add lines 5 and 6	7	44,589
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	58,200

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax due'. Total amount owed is 1,677 and refunded is 1,105.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaign participation, political expenditures, and state reporting requirements. Columns for 'Yes' and 'No' are provided for each question.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

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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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

Table with 5 columns: (a) Name and address, (b) Title and average hours per week, (c) Compensation (If not paid, enter -0-), (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Includes entries for ERNEST DOIZAKI and TERRIE DOIZAKI.

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

Table with 5 columns: (a) Name and address of each employee paid more than \$50,000, (b) Title and average hours per week, (c) Compensation, (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances.

Total number of other employees paid over \$50,000. . . . . 0

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation.

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

Table with 2 columns: Description of activities and Expenses. Includes entry for THE FOUNDATION'S ACTIVITIES ARE LIMITED TO GRANT-MAKING TO IRC 501(C)(3) ORGANIZATIONS AND IRC 4945 (G)(1) GRANTS ONLY.

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

Table with 2 columns: Description of investments and Amount. Includes entries for lines 1, 2, and 3.

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	1,071,057
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	53,885
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	1,124,942
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	1,124,942
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	16,874
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	1,108,068
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	55,403

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	55,403
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	571
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	571
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	54,832
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	54,832
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	54,832

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	58,200
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	58,200
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	571
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	57,629

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



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

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				54,832
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .		5,200		
<b>e</b> From 2016. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	5,200			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>58,200</u>				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				54,832
<b>e</b> Remaining amount distributed out of corpus	3,368			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )		0		0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,568			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	8,568			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .		5,200		
<b>d</b> Excess from 2016. . . . .				
<b>e</b> Excess from 2017. . . . .		3,368		

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2017</b>	<b>(b) 2016</b>	<b>(c) 2015</b>	<b>(d) 2014</b>	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

**(1)** Value of all assets . . . . .

**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "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

**(1)** Total support other than gross investment income (interest, dividends, rents, payments on 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

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

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed

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**b** The form in which applications should be submitted and information and materials they should include

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**c** Any submission deadlines

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**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				58,200
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				0





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

List and describe the kind(s) of property sold (e.g., real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
15 SH EQUIFAX	P	2016-11-30	2017-09-13
25 SH EQUIFAX	P	2016-08-04	2017-09-13
13 SH ADOBE	P	2014-04-21	2017-10-09
3 SH ALPHABET INC CL A	P	2012-05-24	2017-10-09
12 SH AMERICAN WATER WORKS	P	2012-04-13	2017-10-09
13 SH APPLE	P	2011-11-07	2017-10-09
6 SH BLACKROCK	P	2016-08-04	2017-10-09
14 SH CELGENE CORP	P	2012-03-15	2017-10-09
13 SH CINTAS	P	2016-08-04	2017-10-09
14 SH CME GROUP	P	2016-08-04	2017-10-09

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
2,588		3,285	-697
1,552		1,788	-236
1,956		830	1,126
2,981		910	2,071
1,000		402	598
2,027		742	1,285
2,773		2,200	573
1,946		531	1,415
1,945		1,385	560
1,935		1,444	491

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-697
			-236
			1,126
			2,071
			598
			1,285
			573
			1,415
			560
			491

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
53 SH COMCAST	P	2012-02-07	2017-10-09
18 SH EDWARDS LIFESCIENCES	P	2015-02-06	2017-10-09
17 SH FACEBOOK	P	2013-12-12	2017-10-09
18 SH HOME DEPOT	P	2013-10-11	2017-10-09
7 SH HONEYWELL INTL	P	2015-08-05	2017-10-09
7 SH JOHNSON & JOHNSON	P	2016-08-04	2017-10-09
21 SH JP MORGAN CHASE	P	2012-02-06	2017-10-09
11 SH LILLY ELI	P	2015-02-06	2017-10-09
37 SH MAGNA INTL	P	2012-02-03	2017-10-09
14 SH MASTERCARD INC	P	2011-11-07	2017-10-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,007		717	1,290
1,984		1,227	757
2,945		884	2,061
2,984		1,161	1,823
1,006		737	269
934		868	66
2,023		800	1,223
958		783	175
2,000		796	1,204
2,030		509	1,521

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,290
			757
			2,061
			1,823
			269
			66
			1,223
			175
			1,204
			1,521

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

List and describe the kind(s) of property sold (e.g., real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
6 SH MCDONALDS	P	2016-11-30	2017-10-09
39 SH MICROSOFT	P	2012-05-24	2017-10-09
7 SH NORTHROP GRUMMAN	P	2016-08-04	2017-10-09
29 SH PG & E CORP	P	2015-05-04	2017-10-09
15 SH PNC FINANCIAL SERVICES	P	2016-11-30	2017-10-09
110 SH PULTE GROUP	P	2013-10-15	2017-10-09
5 SH RAYTHEON CO	P	2016-11-30	2017-10-09
10 SH THERMO FISHER	P	2013-09-20	2017-10-09
10 SH UNITEDHEALTH GROUP INC	P	2016-08-04	2017-10-09
37 SH US BANCORP	P	2016-11-30	2017-10-09

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
960		723	237
2,980		1,129	1,851
2,061		1,538	523
1,991		1,553	438
2,034		1,662	372
2,983		1,725	1,258
941		760	181
1,935		941	994
1,963		1,428	535
1,992		1,838	154

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			237
			1,851
			523
			438
			372
			1,258
			181
			994
			535
			154



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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
19 SH VISA INC	P	2015-05-04	2017-10-09
85 SH PG&E CORP	P	2015-08-10	2018-01-23
90 SH NXP SEMICONDUCTORS	P	2015-03-12	2018-02-23
645 161 SH CNR HIGH YIELD BD FD	P	2012-02-08	2018-05-15
31 SH CELGENE CORP	P	2012-03-15	2018-05-15
136 SH CISCO SYSTEMS	P	2016-08-04	2018-05-15
87 SH CVS HEALTH CORP	P	2014-02-20	2018-05-15
32 SH ECOBLAB INC	P	2016-08-04	2018-05-15
90 SH FISERV INC	P	2016-08-04	2018-05-15
15 SH LENNOX INTL	P	2016-11-30	2018-05-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,043		1,089	954
3,731		4,523	-792
11,293		6,936	4,357
5,000		5,426	-426
2,606		1,177	1,429
6,169		4,196	1,973
5,785		4,834	951
4,661		3,923	738
6,483		4,764	1,719
3,010		2,323	687

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			954
			-792
			4,357
			-426
			1,429
			1,973
			951
			738
			1,719
			687

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
69 SH LILLY ELI & CO	P	2015-03-10	2018-05-15
75 SH LOWES	P	2013-10-15	2018-05-15
15 SH PIONEER NATURAL RESOURCES	P	2016-11-30	2018-05-15
68 SH SCHLUMBERGER LTD	P	2012-03-07	2018-05-15
105 SH US BANCORP	P	2016-11-30	2018-05-15
40 SH VULCAN MATERIALS	P	2017-03-06	2018-05-15
52 SH TIME WARNER INC	P	2016-08-04	2018-06-15
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,693		4,865	828
6,426		3,634	2,792
3,016		2,788	228
4,858		5,100	-242
5,363		5,216	147
5,025		4,923	102
2,795		1,614	1,181
9,477			9,477

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			828
			2,792
			228
			-242
			147
			102
			1,181
			9,477

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GRATEFUL CRANE ENSEMBLE PO BOX 1600 SIERRA MADRE, CA 91025	NONE	IRC SEC 501 (C)(3)	EDUCATION OF THE PERFORMING ARTS FOR THE JAPANESE AMERICAN COMMUNITY	2,300
BUDOKAN OF LOS ANGELES (LITTLE TOKYO SERVICE CENTER) 231 E THIRD STREET STE G106 LOS ANGELES, CA 90013	NONE	IRC SEC 501 (C)(3)	RECREATIONAL CENTER PROJECT FOR THE JAPANESE AMERICAN COMMUNITY	2,400
KEIRO 420 EAST THIRD STREET SUITE 1000 LOS ANGELES, CA 90013	NONE	IRC SEC 501 (C)(3)	PROVIDE PROGRAMS AND SERVICES THAT ENHANCE THE QUALITY OF SENIOR LIFE IN THE COMMUNITY	25,000
JAPANESE AMERICAN NATIONAL MUSEUM 100 N CENTRAL AVE LOS ANGELES, CA 90012	NONE	IRC SEC 501 (C)(3)	PROMOTE AMERICA'S ETHNIC DIVERSITY BY SHARING THE JAPANESE AMERICAN EXPERIENCE	10,000
JAPANESE AMERICAN CULTURAL & COMMUNITY CENTER 244 S SAN PEDRO ST LOS ANGELES, CA 90012	NONE	IRC SEC 501 (C)(3)	PROMOTE JAPANESE AMERICAN ARTS AND CULTURE IN THE COMMUNITY	5,000
<b>Total</b> . . . . . <b>3a</b>				58,200

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ASIA SOCIETY SOUTHERN CA 244 S SAN PEDRO ST STE 201 LOS ANGELES, CA 90012	NONE	IRC SEC 501 (C)(3)	CONNECT PEOPLE & INSTITUTIONS IN ASIA AND THE WORLD	2,500
LITTLE TOKYO NUTRITION SERVICE 244 S SAN PEDRO ST STE 408 LOS ANGELES, CA 90012	NONE	IRC SEC 501 (C)(3)	IMPROVE NUTRITION & HEALTH	5,000
SAN LUIS OBISPO BUDDHIST CHURCH 6996 ONTARIO ROAD SAN LUIS OBISPO, CA 93405	NONE	IRC SEC 501 (C)(3)	PROMOTE BUDDHISM AND THE TEACHING OF LIFE AND ITS FLOW IN THE WORLD	2,500
LOS ANGELES HOMPA HONGWANJI BUDDHIST TEMPLE 815 EAST FIRST STREET LOS ANGELES, CA 90012	NONE	IRC SEC 501 (C)(3)	PROMOTE BUDDHISM AND THE TEACHING OF LIFE AND ITS FLOW IN THE WORLD	2,000
PHOENIX HOUSE 11600 ELDRIDGE AVE LAKE VIEW TERRACE, CA 91342	NONE	IRC SEC 501 (C)(3)	HELP TEENS LAUNCH HEALTHY & SUBSTANCE-FREE LIVES	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				58,200

**TY 2017 Accounting Fees Schedule****Name:** DF FOUNDATION**EIN:** 20-8036528**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING	3,980	3,980		0

**TY 2017 Investments Corporate Stock Schedule****Name:** DF FOUNDATION**EIN:** 20-8036528

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ADOBE SYS INC	3,016	9,996
AMERICAN WATER WORKS CO INC	3,274	7,855
APPLE INC	2,961	8,885
COMCAST CORP	3,629	4,954
COSTCO WHOLESALE CORP	3,632	7,523
DISNEY WALT CO	5,483	6,813
EDWARDS LIFE SCIENCES CORP	3,545	7,570
EXXON MOBIL CORP	5,583	5,460
FACEBOOK INC	2,614	8,939
ALPHABET INC CL A	4,557	12,421
HOME DEPOT INC	2,441	6,243
HONEYWELL INTL INC	4,002	5,474
JP MORGAN CHASE & CO	2,253	6,044
MAGNA INTL INC	2,282	5,987
MASTERCARD INC	2,786	10,023
MICROSOFT CORP	3,983	9,861
PULTE GROUP INC	3,526	5,635
STARBUCKS CORP	3,022	4,885
THERMO FISHER SCIENTIFIC INC	3,595	7,250
VISA INC	3,768	7,020
COLGATE PALMOLIVE CO	7,101	6,675
BERKSHIRE HATHAWAY INC	4,921	5,226
BLACKROCK INC	4,805	6,487
CABOT OIL & GAS CORP	2,207	2,142
CHEVRON CORP	5,039	6,321
CINTAS CORP	4,450	7,588
CME GROUP INC	4,818	7,212
DANAHER CORP	5,069	6,217
DOWDUPONT INC	4,974	5,142
ESSEX PROPERTY TRUST INC REIT	5,137	5,499

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
INGERSOLL-RAND PLC	5,000	5,653
JOHNSON & JOHNSON	5,147	5,339
MCDONALDS CORP	4,216	5,484
NORTHROP GRUMMAN CORP	3,075	4,308
PEPSICO INC	5,007	5,226
PNC FINANCIAL SERVICES GROUP	4,322	5,269
RAYTHEON COMPANY	3,039	3,864
SUNTRUST BANKS INC	3,921	4,951
UNITEDHEALTH GROUP INC	4,047	6,624
WAL MART STORES INC	7,604	9,079
ZOETIS INC	5,013	8,434
3M CO	3,079	2,951
ACCENTURE PLC	2,940	3,108
AMPHENOL	2,993	2,963
AT&T INC	2,432	2,399
BANK OF AMERICA	3,962	3,608
CHUBB LTD	4,017	3,557
CMS ENERGY CORP	1,918	2,033
COMERICA INC	3,412	3,182
CONCHO RESOURCES	2,562	2,352
ELECTRONIC ARTS INC	3,024	3,243
HALLIBURTON CO	2,527	2,163
NEXTERA ENERGY INC	1,970	2,171
STRYKER CORP	4,010	4,221
TEXAS INSTRUMENTS INC	2,984	2,977
UNION PAC CORP	2,952	2,975
WESTLAKE CHEMICAL CORP	2,921	2,691

**TY 2017 Investments - Other Schedule****Name:** DF FOUNDATION**EIN:** 20-8036528**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
CITY NATIONAL ROCHDALE CORP BOND FD	AT COST	141,163	139,163
CITY NATIONAL ROCHDALE FIXED INCOME OPP FUND	AT COST	171,764	156,273
CITY NATIONAL ROCHDALE GOV'T BOND FD	AT COST	57,722	56,710
CITY NATIONAL ROCHDALE HIGH YIELD BOND FD	AT COST	42,431	41,817
THIRD AVE TR REAL ESTAT VALUE FD	AT COST	17,902	18,381
VANGUARD FTSE DEVELOPED MKTS ETF	AT COST	19,959	21,321
VANGUARD SMALL CAP ETF	AT COST	16,440	30,044
FIRST EAGLE OVERSEAS FUND	AT COST	19,000	19,795
SPDR S&P DIVIDEND ETF	AT COST	130,944	136,918
VANGUARD GLOBAL EX-US REAL ESTATE ETF	AT COST	19,809	21,141
FIERA CAPITAL EMERGING MKTS FD	AT COST	54,204	64,840



**TY 2017 Other Assets Schedule****Name:** DF FOUNDATION**EIN:** 20-8036528**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OTHER RECEIVABLE	2,350	2,300	2,300
FEDERAL TAX REFUND RECEIVABLE	281		

**TY 2017 Other Expenses Schedule****Name:** DF FOUNDATION**EIN:** 20-8036528**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	9,609	9,609		0
LICENSES, PERMITS, & REGISTRATION	60	60		0

**TY 2017 Taxes Schedule****Name:** DF FOUNDATION**EIN:** 20-8036528

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES - DIVIDENDS	33	33		0
FEDERAL TAXES	3,990	3,990		0