

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	131,353	252,717	252,717
	2 Savings and temporary cash investments	1,613,982	2,052,788	2,052,788
	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 schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	100,490,328	123,626,920	154,765,223
	c Investments—corporate bonds (attach schedule)	14,621,942	14,964,798	14,422,439
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	32,754,087	26,657,051	31,603,087
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	149,611,692	167,554,274	203,096,254	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	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	149,611,692	167,554,274	
	30 Total net assets or fund balances (see instructions)	149,611,692	167,554,274	
31 Total liabilities and net assets/fund balances (see instructions) .	149,611,692	167,554,274		

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	149,611,692
2 Enter amount from Part I, line 27a	2	17,930,067
3 Other increases not included in line 2 (itemize) ▶ _____	3	12,515
4 Add lines 1, 2, and 3	4	167,554,274
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	167,554,274

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 See Additional Data Table			
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 See Additional Data Table			
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) 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	
a See Additional Data Table			
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	21,106,729
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	-6,641

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	8,465,240	179,324,178	0 04721
2015	11,596,799	167,368,987	0 06929
2014	21,487,155	166,709,435	0 12889
2013	18,389,770	135,462,427	0 13576
2012	13,375,693	109,694,345	0 12194
2 Total of line 1, column (d)			2 0 503077
3 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 100615
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 198,394,411
5 Multiply line 4 by line 3			5 19,961,454
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 244,616
7 Add lines 5 and 6			7 20,206,070
8 Enter qualifying distributions from Part XII, line 4			8 6,153,555

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)

1a	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 type="checkbox"/> and enter 1% of Part I, line 27b	1	489,233
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	
3	Add lines 1 and 2.	3	489,233
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	489,233
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	417,607
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	527,607
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	38,374
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 38,374 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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).	11		No
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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► DANIEL RUSSOARGYROS FDTN Telephone no ► (714) 481-5000			

Located at **►** 949 SOUTH COAST DRIVE SUITE 600 COSTA MESA CAZIP+4 **►** 92626

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

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.**

1a	During the year did the foundation (either directly or indirectly)		Yes	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 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		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"/>	1c		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))			
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____			
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"/>	2b		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____			
3a	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"/>	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) 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		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) 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		
	(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		
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)?	5b	No	
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	6b	No	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	No	

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

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

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

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

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

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
THE HALES GROUP INC 20 SEABLUFF NEWPORT BEACH, CA 92660	CONSULTING	120,250

Total number of others receiving over \$50,000 for professional services. ►

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 NO DIRECT CHARITABLE ACTIVITIES OTHER THAN CONTRIBUTIONS PAID TO CHARITABLE ORGANIZATIONS SEE ATTACHED LISTING OF DONEES	0
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	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ►

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	166,418,079
b	Average of monthly cash balances.	1b	1,404,470
c	Fair market value of all other assets (see instructions).	1c	33,593,097
d	Total (add lines 1a, b, and c).	1d	201,415,646
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	
3	Subtract line 2 from line 1d.	3	201,415,646
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,021,235
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	198,394,411
6	Minimum investment return. Enter 5% of line 5.	6	9,919,721

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	9,919,721
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	489,233
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	489,233
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	9,430,488
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	9,430,488
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	9,430,488

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.	1a	6,153,555
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	6,153,555
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,153,555

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				9,430,488
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.	8,185,858			
b From 2013.	11,623,483			
c From 2014.	15,158,077			
d From 2015.	3,289,482			
e From 2016.				
f Total of lines 3a through e.	38,256,900			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 6,153,555				
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).				6,153,555
d Applied to 2017 distributable amount.				
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))	3,276,933			3,276,933
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	34,979,967			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
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).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	4,908,925			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	30,071,042			
10 Analysis of line 9				
a Excess from 2013.	11,623,483			
b Excess from 2014.	15,158,077			
c Excess from 2015.	3,289,482			
d Excess from 2016.				
e Excess from 2017.				

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			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e 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

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 e-mail address of the person to whom applications should be addressed

WENDY HALES
949 SOUTH COAST DRIVE SUITE 600
COSTA MESA, CA 92626
(714) 481-5000

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

1) IDENTITY & HISTORICAL BACKGROUND OF REQUESTING ORGANIZATION, 2) STATEMENT AS TO THE INTENDED USE OF THE CONTRIBUTION, 3) FEDERAL IDENTIFICATION NUMBER, AND 4) COPY OF THE IRS DETERMINATION LETTER INDICATING THE ORGANIZATION IS EXEMPT UNDER CODE SECTION 501(C)(3)

c Any submission deadlines

JUNE 1

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

GRANTS ARE TYPICALLY PAID FOR SPECIAL PROJECTS & SITUATIONS

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 <i>Paid during the year</i> SEE ATTACHED LIST 949 SOUTH COAST DRIVE COSTA MESA, CA 92626	NONE	PUBLIC	SEE ATTACHED	5,975,684
Total ► 3a				5,975,684
b <i>Approved for future payment</i> SEE ATTACHED LIST 949 SOUTH COAST DRIVE COSTA MESA, CA 92626		PUBLIC	SEE ATTACHED	54,739,001
Total ► 3b				54,739,001

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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1a(1)	No
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1a(2)		No
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1b(1)	No
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1b(2)		No
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1b(3)		No
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1b(4)		No
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1b(5)	No
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1b(6)		No
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1c		No
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value
ue[illegible]

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

**Sign
Here**

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.

2019-04-08

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00285022
	Curtis E Campbell				
	Firm's name ▶ HMWC CPAs And Business Advisors				Firm's EIN ▶ 95-2790665
	Firm's address ▶ 17501 East 17th Street Suite 100 Tustin, CA 927807924				Phone no (714) 505-9000

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)
PUBLICLY TRADED SECURITIES	P	2008-01-01	2017-12-31
INVESTMENT IN RCP FUND II LP	P	2000-01-01	2017-12-31
INVESTMENT IN RCP FUND III	P	2017-01-01	2017-12-31
INVESTMENT IN BLACKSTONE CMBS	P	2000-01-01	2017-12-31
CAPITAL GAIN/LOSS FROM FLOW-THRU K1S	P	2000-01-01	2017-12-31
INVESTMENT IN YORK CREDIT OPPTY UNIT TRUST	P	2000-01-01	2017-12-31
INVESTMENT IN TWC GLOBAL PROJECT FUND III	P	2000-01-01	2017-12-31
INVESTMENT IN ANRP II (AIV-L C) LP	P	2000-01-01	2017-12-31
INVESTMENT IN ANRP TE (CONDUIT AIV III) LP	P	2000-01-01	2017-12-31
Capital Gain Dividends			

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
52,987,744		32,824,911	20,162,833
		985	-985
		6,641	-6,641
334,977			334,977
		100,202	-100,202
5,587,609		3,847,408	1,740,201
867,148		2,007,015	-1,139,867
1,013			1,013
		3,975	-3,975
			119,375

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			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			20,162,833
			-985
			-6,641
			334,977
			-100,202
			1,740,201
			-1,139,867
			1,013
			-3,975

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JULIANNE ARGYROS 949 S COAST DR SUITE 600 COSTA MESA, CA 92626	President & CEO 25 00	0		
DANIEL RUSSO 949 S COAST DR SUITE 600 COSTA MESA, CA 92626				
BRENT LAW 949 S COAST DR SUITE 600 COSTA MESA, CA 92626	Secretary 10 00	0		
STEPHANIE ARGYROS 949 S COAST DRIVE SUITE 600 COSTA MESA, CA 92626				
CHRISTIAN F DUBIA JR 949 S COAST DR SUITE 600 COSTA MESA, CA 92626	Director 0 00	0		
MELISSA ARGYROS 949 S COAST DR SUITE 600 COSTA MESA, CA 92626				
WENDY HALES 949 S COAST DR SUITE 600 COSTA MESA, CA 92626	Executive Dir 10 00	0		

TY 2017 Accounting Fees Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	54,179	27,089	0	27,090

TY 2017 Investments Corporate Bonds Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INVESTMENT IN CORPORATE BONDS	14,964,798	14,422,439

TY 2017 Investments Corporate Stock Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENT IN CORPORATE STOCK	123,626,920	154,765,223

TY 2017 Investments - Other Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENTS IN PARTNERSHIPS	AT COST	26,657,051	31,603,087

TY 2017 Legal Fees Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	22,383	11,191	0	11,192

TY 2017 Other Expenses Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTION	178	178		
INSURANCE	7,986			7,986
LICENSES & FEES	225			
MANAGEMENT FEES	248,593	248,593		
MEALS	1,556	778		
NON DEDUCTIBLE EXPENSE FROM K1S	287			
OFFICE EXPENSE	1,171	1,171		
PAYROLL OVERHEAD	1,310			1,310
PORTFOLIO EXPENSES	95,554	95,554		
PORTFOLIO EXPENSES - FROM K-1	221,488	221,488		

TY 2017 Other Income Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	56	56	
P/S INCOME(LOSS) W/O UBTI	16,939	20,916	

TY 2017 Other Increases Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Amount
BOOK/TAX DIFFERENCE FROM FLOW THRU INVESTMENTS	12,515

TY 2017 Other Professional Fees Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	120,250	0	0	120,250

TY 2017 Taxes Schedule**Name:** ARGYROS FAMILY FOUNDATION**EIN:** 95-3421867**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	551,000			
FOREIGN TAXES	111,771	111,771		
FOREIGN TAXES -K1s	4	4		
PAYROLL TAX	704			704
STATE TAX	10			

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
ADRIAN SCHOOLS EDUCATIONAL FOUNDATION 785 RIVERSIDE AVENUE, SUITE 2 ADRIAN, MI 49221	NONE	PC	EDUCATION	100,000	0	100,000
ALS THERAPY DEVELOPMENT FOUNDATION 300 TECHNOLOGY SQUARE #400 CAMBRIDGE, MA 02139	NONE	PC	MEDICAL	25,000	0	25,000
ALZHEIMER'S ASSOCIATION, ORANGE COUNTY CHAPTER 17771 COWAN, SUITE 200 IRVINE, CA 92614	NONE	PC	MEDICAL	70,000	0	70,000
AMERICA ON TRACK (ORANGE COUNTY ON TRACK) P O BOX 4141 TUSTIN, CA 92781-4141	NONE	PC	PUB CHAR	2,500	0	2,500
AMERICAN ENTERPRISE INSTITUTE 1150 SEVENTEENTH STREET, NW WASHINGTON, DC 20036	NONE	PC	PUB CHAR	5,000	0	5,000
AMERICAN FRIENDS OF BEIT ISSIE SHAPIRO 25 W 45th ST #1405 NEW YORK, NY 10036	NONE	PC	PUB CHAR	250	0	250
AMERICAN HEART ASSOCIATION 4600 CAMPUS DRIVE IRVINE, CA 92617	NONE	PC	MEDICAL	20,500	0	20,500
ANAHEIM DUCKS FOUNDATION INC 2695 EAST KATELLA AVENUE ANAHEIM, CA 92806	NONE	PC	PUB CHAR	5,000	0	5,000
ANGELS BASEBALL FOUNDATION 2000 GENE AUTRY WAY ANAHEIM, CA 92806	NONE	PC	PUB CHAR	5,000	0	5,000
AVE MARIA UNIVERSITY 5050 AVE MARIA BOULEVARD AVE MARIA, FL 34142-9505	NONE	PC	EDUCATION	10,000	0	10,000
BLAINE COUNTY 4-H LEADERS 302 FIRST AVENUE SOUTH HAILEY, ID 83333	NONE	PC	PUB CHAR	153,327	0	153,327
BOY SCOUTS OF AMERICA - TROOP 718 26176 ANTONIO PARKWAY RANCHO SANTA MARGARITA, CA 92688-6502	NONE	PC	PUB CHAR	25,000	0	25,000
BOYS & GIRLS CLUB OF LONG BEACH 3635 LONG BEACH BOULEVARD LONG BEACH, CA 90807	NONE	PC	PUB CHAR	20,000	0	20,000
BRILLE INSTITUTE - ORANGE COUNTY REGIONAL CENTER 527 NORTH DALE STREET ANAHEIM, CA 92801	NONE	PC	EDUCATION	5,000	0	5,000
BUCHANAN CHIDLREN'S CHARITIES 620 NEWPORT CENTER DR NEWPORT BEACH, CA 92660	NONE	PC	PUB CHAR	7,500	0	7,500

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
CALIFORNIA INSTITUTE OF TECHNOLOGY MC 202-31 PASADENA, CA 91125	NONE	PC	EDUCATION	1,000	0	1,000
CASA OF ORANGE COUNTY 1505 EAST 17TH STREET, SUITE 214 SANTA ANA, CA 92705	NONE	PC	PUB CHAR	10,000	0	10,000
CELEBRITY FIGHT NIGHT FOUNDATION, INC 2111 EAST HIGHLAND AVENUE, SUITE 135 PHOENIX, AZ 85016	NONE	PC	PUB CHAR	320,000	0	320,000
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866	NONE	PC	EDUCATION	132,000	(2,860)	129,140
CHARITABLE VENTURES OF ORANGE COUNTY 1505 EAST 17TH STREET, SUITE 101 SANTA ANA, CA 92705	NONE	PC	PUB CHAR	16,000	0	16,000
CHILD HELP USA P O BOX 2954 NEWPORT BEACH, CA 92659	NONE	PC	PUB CHAR	250,000	0	250,000
CHOC CHILDREN'S FOUNDATION 455 SOUTH MAIN STREET ORANGE, CA 92868-8690	NONE	PC	MEDICAL	536,000	0	536,000
COLLEGE OF SOUTHERN IDAHO FOUNDATION, INC 315 FALLS AVE TWIN FALLS, ID 83301	NONE	PC	EDUCATION	(10,000)	0	(10,000)
COSTA MESA COMMUNITY 77 FAIR DR COSTA MESA, CA 92626	NONE	PC	PUB CHAR	100,000	0	100,000
COSTA MESA NEWPORT YOUTH 2973 HARBOR BLVD, PMB #738 COSTA MESA, CALIFORNIA 92626	NONE	PC	PUB CHAR	3,000	0	3,000
COUNCIL OF AMERICAN AMBASSADORS 888 SEVENTEENTH STREET, NW, SUITE 306 WASHINGTON DC 20006-3307	NONE	PC	PUB CHAR	1,000	0	1,000
CROSWELL OPERA HOUSE & FINE ARTS ASSOCIATION 129 EAST MAUMEE STREET ADRIAN, MI 49221	NONE	PC	ARTS	100,000	0	100,000
CSIS - CENTER FOR STRATEGIC & INTERNATIONAL STUDIES 1800 K STREET NW WASHINGTON, DC 20006	NONE	PC	EDUCATION	49,500	0	49,500
DAVID FOSTER FOUNDATION 212 HENRY ST VICTORIA, BC, V9A 3H9	NONE	PC	PUB CHAR	341,058	0	341,058
DESERT COMMUNITY FOUNDATION 75-105 MERLE STREET, SUITE 300 PALM DESERT, CA 92211	NONE	PC	PUB CHAR	2,750	0	2,750

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
DISCOVERY CUBE ORANGE COUNTY 2500 N MAIN ST SANTA ANA, CA 92705	NONE	PC	PUB CHAR	10,000	0	10,000
ELEPHANT CLUB 236 CALLE PINTORESCO SAN CLEMENTE, CA 92672	NONE	PC	PUB CHAR	327,500	0	327,500
EMMA ALYSON & KATE HANCE FAMILY FOUNDATION P O BOX 20795 FLORAL PARK, NY 11002	NONE	PC	PUB CHAR	5,000	0	5,000
FILM INDEPENDENT INC 9911 WEST PICO BOULEVARD, 11TH FLOOR LOS ANGELES, CA 90035	NONE	PC	ARTS	20,000	0	20,000
FIRST LOVE MINISTRIES USA 56 CORNFLOWER IRVINE, CA 92620	NONE	PC	RELIGIOUS	50,000	0	50,000
GIRL SCOUTS OF ORANGE COUNTY 9500 TOLEDO WAY, #100 IRVINE, CA 92618	NONE	PC	PUB CHAR	9,500	0	9,500
GIRLS INCORPORATED OF ORANGE COUNTY 150 PAULARINO AVENUE, SUITE D-290 COSTA MESA, CA 92626	NONE	PC	PUB CHAR	130,000	0	130,000
GRAMMY MUSEUM FOUNDATION, INC 800 W OLYMPIC BLVD LOS ANGELES, CA 90015	NONE	PC	PUB CHAR	40,000	(300)	39,700
HELP HOPE LIVE INC 2 RADNOR CORPORATE CENTER, SUITE 100 RADNOR, PA 19087	NONE	PC	MEDICAL	2,500	0	2,500
HOAG HOSPITAL FOUNDATION 500 SUPERIOR AVENUE, SUITE 350 NEWPORT BEACH, CA 92663	NONE	PC	MEDICAL	13,000	(1,350)	11,650
HORATIO ALGER ASSOCIATION OF DISTINGUISHED AMERICANS 99 CANAL CENTER PLAZA ALEXANDRIA, VA 22314	NONE	PC	PUB CHAR	178,000	0	178,000
INGLEWOOD EDUCATIONAL 9330 S 8TH AVE INGLEWOOD, CA 90305	NONE	PC	EDUCATION	15,000	0	15,000
JACOB'S HOUSE 31525 JEDEDIAH SMITH RD TEMECULA, CA 92592	NONE	PC	PUB CHAR	5,000	0	5,000
JESSIE REESE FOUNDATION 9701 RESEARCH DRIVE, STE 150 IRVINE, CA 92618	NONE	PC	PUB CHAR	10,000	0	10,000
JUVENILE DIABETES RESEARCH FOUNDATION INTERNATIONAL 132 SOUTH 600 EAST, SUITE 100 SALT LAKE CITY, UT 84102	NONE	PC	MEDICAL	40,000	0	40,000

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
KOBE & VANESSA BRYANT FAMILY FOUNDATION PO BOX 12019 NEWPORT BEACH, CA 92658	NONE	PC	PUB CHAR	10,000	0	10,000
KOSHARE FOUNDATION P O BOX 580 LA JUNTA, CO 81050	NONE	PC	PUB CHAR	10,000	0	10,000
KULUNGU FOR CONGO 487 W SAHW AVE FRESNO, CA 93705	NONE	PC	PUB CHAR	10,000	0	10,000
LAURA'S HOUSE 999 CORPORATE DRIVE, SUITE 225 LADERA RANCH, CA 92694-2156	NONE	PC	PUB CHAR	52,500	0	52,500
LINCOLN ELEMENTARY SCHOOL 3101 PACIFIC VIEW DRIVE CORONA DEL MAR, CA 92625	NONE	PC	EDUCATION	1,500	0	1,500
LIVING DESERT 47900 PORTOLA AVE PALM DESERT, CA 92260	NONE	PC	PUB CHAR	25,000	0	25,000
LOS ANGELES MISSIONS INC 351 S ANDERSON ST LOS ANGELES, CA 90033	NONE	PC	PUB CHAR	10,000	0	10,000
MARCH OF DIMES 1550 CRYSTAL DR, SUITE 1300 ARLINGTON, VA 22202	NONE	PC	PUB CHAR	20,000	0	20,000
MARINERS CHRISTIAN SCHOOL 300 FISCHER AVENUE COSTA MESA, CA 92626	NONE	PC	EDUCATION	75,000	0	75,000
MISSING PERSONS FOUNDATION 23016 LAKE FOREST DRIVE, SUITE 147 LAKE FOREST, CA 92653	NONE	PC	PUB CHAR	30,000	0	30,000
MUSICAL THEATRE ACADEMY OF ORANGE COUNTY 3935 SW BIRCH STREET NEWPORT BEACH, CA 92660	NONE	PC	ARTS	15,000	0	15,000
NATIONAL CHARITY LEAGUE 959 SOUTH COAST DRIVE, STE 225 COSTA MESA, CA 92626	NONE	PC	PUB CHAR	500	0	500
NATIONAL HELLENIC SOCIETY FOUNDATION INC 7272 WISCONSIN AVENUE, SUITE 300 BETHESDA, MD 20814	NONE	PC	PUB CHAR	5,000	0	5,000
NATIONAL PARK FOUNDATION 1110 VERMONT AVE, NW, SUITE 200 WASHINGTON, DC 20005	NONE	PC	PUB CHAR	250,000	0	250,000
NEW VENTURE FUND 1201 CONNECTICUT AVENUE WASHINGTON, DC 20036	NONE	PC	PUB CHAR	75,000	0	75,000

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
NEWPORT AQUATIC CENTER 1 WHITECLIFFS DR NEWPORT BEACH, CA 92660	NONE	PC	PUB CHAR	500	0	500
NEWPORT BEACH JUNIOR LIFEGUARD 70 NEWPORT PIER NEWPORT BEACH, CA 92663	NONE	PC	PUB CHAR	5,000	0	5,000
O C COUNCIL - BOY SCOUTS OF AMERICA 1211 EAST DYER ROAD SANTA ANA, CA 92705-5605	NONE	PC	PUB CHAR	249,175	0	249,175
ONE HEART CORPORATION (ONE HEART BULGARIA) 561 NORTH 150 WEST CENTERVILLE, UT 84014	NONE	PC	PUB CHAR	15,000	0	15,000
ORANGE CATHOLIC FOUNDATION P O BOX 14233 ORANGE, CA 92863-1233	NONE	PC	RELIGIOUS	25,000	0	25,000
ORANGE COUNTY COMMUNITY FOUNDATION FOR BIG CANYON EMPLOYEE SCHOLARSHIPS 4041 MACARTHUR BLVD SUITE 510 NEWPORT BEACH, CA 92660	NONE	PC	PUB CHAR	6,000	0	6,000
ORANGE COUNTY SCHOOL OF THE ARTS FOUNDATION 1010 NORTH MAIN STREET SANTA ANA, CA 92701	NONE	PC	EDUCATION	160,500	0	160,500
ORANGEWOOD CHILDREN'S FOUNDATION 1575 EAST 17TH STREET SANTA ANA, CA 92705	NONE	PC	PUB CHAR	30,500	(2,400)	28,100
ORPHANED STARFISH FOUNDATION 55 EXCHANGE PLACE, SUITE 405 NEW YORK, NY 10005	NONE	PC	PUB CHAR	10,000	0	10,000
PACIFIC COUNCIL ON INTERNATIONAL POLICY 725 S FIGUEROA ST LOS ANGELES, CA 90017	NONE	PC	PUB CHAR	25,000	0	25,000
PACIFIC MARINE MAMMAL CENTER 20612 LAGUNA CANYON ROAD LAGUNA BEACH, CA 92651	NONE	PC	PUB CHAR	30,000	0	30,000
PACIFIC SYMPHONY ASSOCIATION 17620 FITCH #100 IRVINE, CA 92614	NONE	PC	PUB CHAR	20,000	0	20,000
PACIFICA CHRISTIAN HIGH SCHOOL 883 W 15TH ST NEWPORT BEACH, CA 92663	NONE	PC	EDUCATION	10,000	0	10,000
PARK CITY MEDICAL CENTER 900 ROUND VALLEY DRIVE PARK CITY, UT 84060	NONE	PC	MEDICAL	20,000	0	20,000
PROJECT HOPE ALLIANCE 1954 PLACENTIA AVENUE, SUITE 202 COSTA MESA, CA 92627	NONE	PC	PUB CHAR	25,000	0	25,000

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
SAGE HILL SCHOOL 20402 NEWPORT COAST DRIVE NEWPORT COAST, CA 92657	NONE	PC	EDUCATION	248,134	0	248,134
SAINT KATHERINE COLLGE 1637 CAPALINA ROAD SAN MARCOS, CA 92069	NONE	PC	EDUCATION	1,000	0	1,000
SANTA MARGARITA POP WARNER 31441 SANTA MARGARITA PARKWAY RANCHO SANTA MARGARITA, CA 92688	NONE	PC	PUB CHAR	2,500	0	2,500
SECOND HARVEST FOOD BANK OF ORANGE COUNTY 9014 MARINE WAY IRVINE, CA 92618	NONE	PC	PUB CHAR	30,000	0	30,000
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DRIVE COSTA MESA, CA 92626	NONE	PC	ARTS	116,500	(8,400)	108,100
SHARE OUR SELVES 1550 SUPERIOR AVE COSTA MESA, CDA 92627	NONE	PC	MEDICAL	10,000	0	10,000
SHERMAN LIBRARY & GARDENS 2647 EAST COAST HIGHWAY CORONA DEL MAR, CA 92625	NONE	PC	PUB CHAR	5,000	0	5,000
SOUTH COAST REPERTORY 655 TOWN CENTER DRIVE P O BOX 2197 COSTA MESA, CA 92628-2197	NONE	PC	ARTS	90,000	(730)	89,270
SOUTH TEXAS CHAPTER - QUAIL COALITION PO BOX 532 FALFURRIAS, TX 78355	NONE	PC	PUB CHAR	1,000	0	1,000
ST MARTIN DE PORRES CATHOLIC CHURCH 19767 YORBA LINDA BOULEVARD YORBA LINDA, CA 92886	NONE	PC	RELIGIOUS	20,000	0	20,000
ST MARGARET'S EPISCOPAL SCHOOL 31641 LA NOVIA SAN JUAN CAPISTRANO, CA 92675-2752	NONE	PC	EDUCATION	1,500	0	1,500
ST MARY'S BY THE SEA 321 10TH STREET HUNTINGTON BEACH, CA 92648	NONE	PC	RELIGIOUS	15,000	0	15,000
ST PAULS GREEK ORTHODOX CHURCH 4949 ALTON PARKWAY IRVINE, CA 92604	NONE	PC	RELIGIOUS	522,680	0	522,680
SUN VALLEY SYMPHONY P O BOX 1914 SUN VALLEY, ID 83353	NONE	PC	ARTS	20,000	(1,100)	18,900
SUPPORTABILITY P O BOX 4885 IRVINE, CA 92616	NONE	PC	PUB CHAR	25,000	0	25,000

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO 990PF
FYE JULY 31, 2018

RECIPIENT - NAME AND ADDRESS	RELATION- SHIP	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	DONATION AMOUNT	NON- DEDUCTIBLE AMOUNT	NET DONATION AMOUNT
TARBUT V'TORAH COMMUNITY DAY SCHOOL 5 FEDERATION WAY IRVINE, CA 92603	NONE	PC	EDUCATION	37,250	0	37,250
TEAM IMPACT 23 CORPORATE PLAZA, STE 150 NEWPORT BEACH, CA 92660	NONE	PC	PUB CHAR	30,000	0	30,000
TESORO HIGH SCHOOL THEATER ARTS BOOSTER CLUB ONE TESORO CREEK ROAD LAS FLORES, CA 92688	NONE	PC	EDUCATION	2,500	0	2,500
THE ECOLOGY CENTER 32701 ALIPAZ STREET SAN JUAN CAPISTRANO, CA 92675	NONE	PC	PUB CHAR	15,000	(800)	14,200
THE ONE CAMPAIGN 1299 PENNSYLVANIA AVE, SUITE 400 WASHINGTON, DC 20004	NONE	PC	PUB CHAR	22,500	0	22,500
THE RICHARD NIXON FOUNDATION 18001 YORBA LINDA BOULEVARD YORBA LINDA, CA 92886-3903	NONE	PC	PUB CHAR	5,000	0	5,000
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706-2727	NONE	PC	PUB CHAR	125,000	0	125,000
TRI-CITY HOSPITAL AUXILIARY 4002 VISTA WAY OCEANSIDE, CA 92056	NONE	PC	MEDICAL	50,000	0	50,000
UCI FOUNDATION 100 THEORY, #250 IRVINE, CA 92697-5602	NONE	PC	EDUCATION	87,500	0	87,500
UNITED CEREBRAL PALSY ASSOCIATION OF ORANGE COUNTY 980 ROOSEVELT, SUITE 100 IRVINE, CA 92620	NONE	PC	MEDICAL	25,000	0	25,000
VA LOMA LINDA HEALTHCARE SYSTEM 11201 BENTON ST LOMA LINDA, CA 92357	NONE	PC	MEDICAL	2,500	0	2,500
VICTORIA ELEMENTARY SCHOOL PTA 1025 VICTORIA STREET COSTA MESA, CA 92627	NONE	PC	EDUCATION	35,000	0	35,000
VIRGIN UNITE USA, INC 65 BLEECKER STREET, 6TH FL NEW YORK, NY 10012	NONE	PC	PUB CHAR	25,000	0	25,000
WOMEN OF CHAPMAN - CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866	NONE	PC	EDUCATION	5,000	0	5,000
WOOD RIVER HIGH SCHOOL 1250 FOX ACRES ROAD HAILEY, ID 83333	NONE	PC	EDUCATION	10,000	0	10,000
WORD OF HONOR FUND P O BOX 777 BELLEVUE, IDAHO 83313	NONE	PC	PUB CHAR	25,000	0	25,000
TOTALS				5,993,624	(17,940)	5,975,684