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EXTENDED TO NOVEMBER 15, 2019

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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

**Return of Private Foundation**

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

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

OMB No 1545-0052

**2018**

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation

A Employer identification number

**HERBERT SIMON FAMILY FOUNDATION**

**38-3905454**

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

**600 E. 96TH STREET**

**510**

B Telephone number

**317-636-1600**

City or town, state or province, country, and ZIP or foreign postal code

**INDIANAPOLIS, IN 46240**

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16)

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

▶ \$ **35,540,385.** (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		8,000,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		516,975.	516,975.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,357,232.			
b Gross sales price for all assets on line 6a		6,399,227.			
7 Capital gain net income (from Part IV, line 2)			1,357,232.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,005.	1,005.		STATEMENT 2
12 Total. Add lines 1 through 11		9,875,212.	1,875,212.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		8,082.	0.		4,041.
15 Pension plans, employee benefits					
16a Legal fees		3,009.	0.		0.
b Accounting fees		92,450.	0.		23,113.
c Other professional fees		139,247.	139,247.		0.
17 Interest					
18 Taxes		48,475.	18,475.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		106,810.	53,332.		53,520.
24 Total operating and administrative expenses. Add lines 13 through 23		398,073.	211,054.		80,674.
25 Contributions, gifts, grants paid		7,308,248.			7,208,248.
26 Total expenses and disbursements. Add lines 24 and 25		7,706,321.	211,054.		7,288,922.
27 Subtract line 26 from line 12		2,168,891.			
a Excess of revenue over expenses and disbursements			1,664,158.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II** Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	8,852,230.	1,473,480.	1,473,480.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 9	12,819,348.	24,040,296.	24,984,237.
	c Investments - corporate bonds STMT 10	6,427,851.	4,728,255.	4,773,974.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	4,727,782.	4,747,935.	4,308,694.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	32,827,211.	34,989,966.	35,540,385.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31 ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	32,827,211.	34,989,966.	
	30 <b>Total net assets or fund balances</b>	32,827,211.	34,989,966.	
	31 <b>Total liabilities and net assets/fund balances</b>	32,827,211.	34,989,966.	

**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	32,827,211.
2 Enter amount from Part I, line 27a	2	2,168,891.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	34,996,102.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	6,136.
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	34,989,966.

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

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 6,399,227.		5,041,995.	1,357,232.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			1,357,232.

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	1,357,232.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	6,261,707.	28,845,531.	.217077
2016	7,477,719.	29,682,993.	.251919
2015	5,012,755.	32,982,434.	.151983
2014	4,883,515.	28,662,317.	.170381
2013	4,323,227.	16,866,023.	.256328

2 Total of line 1, column (d)	2	1.047688
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.209538
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	31,823,492.
5 Multiply line 4 by line 3	5	6,668,231.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,642.
7 Add lines 5 and 6	7	6,684,873.
8 Enter qualifying distributions from Part XII, line 4	8	7,288,922.

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.

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**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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	16,642.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	0.
3 Add lines 1 and 2		3	16,642.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	16,642.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018		6a	4,237.
b Exempt foreign organizations - tax withheld at source		6b	0.
c Tax paid with application for extension of time to file (Form 8868)		6c	25,000.
d Backup withholding erroneously withheld		6d	0.
7 Total credits and payments Add lines 6a through 6d		7	29,237.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	456.
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	12,139.
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input checked="" type="checkbox"/> 12,139. Refunded <input type="checkbox"/>		11	0.

**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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions <input checked="" type="checkbox"/> IN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>HERBERT SIMON</u> Telephone no ► <u>317-636-1600</u> Located at ► <u>600 EAST 96TH STREET, SUITE 510, INDIANAPOLIS, IN</u> ZIP+4 ► <u>46260</u>		
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		
16 At any time during calendar year 2018, 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 the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►	N/A	

**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.

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (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 checked="" type="checkbox"/> Yes <input 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 Organizations relying on a current notice regarding disaster assistance, check here		X
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 2018?		X
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
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 2018 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 2018 )	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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 2018?		X

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

	Yes	No
<b>5a</b> 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>b</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	N/A	
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>	
<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	
If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
<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	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
If "Yes" to 6b, file Form 8870		
<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	
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

0

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
STIFEL, NICOLAUS & COMPANY INC - 600 E. 96TH STREET, SUITE 575, INDIANAPOLIS, IN 46240	INVESTMENT ADVISORY	139,248.
KATZ, SAPPER & MILLER, LLC - 800 E. 96TH STREET, SUITE 500, INDIANAPOLIS, IN 46240	ACCOUNTING	92,450.

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

0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	25,538,594.
b	Average of monthly cash balances	1b	2,460,826.
c	Fair market value of all other assets	1c	4,308,694.
d	Total (add lines 1a, b, and c)	1d	32,308,114.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	32,308,114.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	484,622.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,823,492.
6	Minimum investment return. Enter 5% of line 5	6	1,591,175.

**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	1,591,175.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	16,642.
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	16,642.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,574,533.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,574,533.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,574,533.

**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	7,288,922.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	7,288,922.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	16,642.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,272,280.

**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.

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

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,574,533.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2018				
a From 2013	3,325,935.			
b From 2014	3,536,582.			
c From 2015	3,394,178.			
d From 2016	6,029,265.			
e From 2017	4,878,910.			
f Total of lines 3a through e	21,164,870.			
4 Qualifying distributions for 2018 from Part XII, line 4. ► \$	7,288,922.			
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				1,574,533.
e Remaining amount distributed out of corpus	5,714,389.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line b	26,879,259.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	3,325,935.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	23,553,324.			
10 Analysis of line 9				
a Excess from 2014	3,536,582.			
b Excess from 2015	3,394,178.			
c Excess from 2016	6,029,265.			
d Excess from 2017	4,878,910.			
e Excess from 2018	5,714,389.			



**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
<b>a Paid during the year</b>				
AAPPLE FOUNDATION PO BOX 30636 SANTA BARBARA, CA 93130	N/A	PC	OPERATIONS	10,000.
ACLU OF INDIANA FOUNDATION 1031 E. WASHINGTON STREET INDIANAPOLIS, IN 46202-3952	N/A	PC	ADDRESSING RACIAL INEQUALITY	30,000.
AMERICAN FRIENDS OF HEBREW UNIVERSITY 1 BATTERY PARK PLAZA, 25TH FLOOR NEW YORK, NY 10004	N/A	PC	OPERATIONS	100,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	N/A	PC	OPERATIONS	20,000.
BALL STATE UNIVERSITY FOUNDATION 2800 W BETHEL AVE MUNCIE, IN 47304	N/A	PC	STUDENTS FLY	5,000.
<b>Total</b> SEE CONTINUATION SHEET(S) <b>3a</b>				7,308,248.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> <b>3b</b>				0.

Form 990-PF (2018)





**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	STIFEL 4859 - SEE ATTACHED	P		
b	STIFEL 6630 - SEE ATTACHED	P		
c	STIFEL 2892 - SEE ATTACHED	P		
d	STIFEL 9163 - SEE ATTACHED	P		
e	STIFEL 9163 - SEE ATTACHED	P		
f	STIFEL 2546 - SEE ATTACHED	P		
g	STIFEL 2546 - SEE ATTACHED	P		
h	STIFEL 8009 - SEE ATTACHED	P		
i	STIFEL 8009 - SEE ATTACHED	P		
j	STIFEL 8009 - SEE ATTACHED	P		
k	STIFEL 7920 - SEE ATTACHED	P		
l	STIFEL 2788 - SEE ATTACHED	P		
m	STIFEL 2788 - SEE ATTACHED	P		
n	TIFF MULTI-ASSET FUND	P	09/21/15	03/15/18
o	PERSHING LLC	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	105,849.	108,182.	-2,333.
b	2,445,388.	1,992,287.	453,101.
c	250,000.	238,596.	11,404.
d	94,039.	99,286.	-5,247.
e	643,523.	485,340.	158,183.
f	21,325.	19,242.	2,083.
g	226,796.	82,557.	144,239.
h	118,616.	109,274.	9,342.
i	100,090.	60,852.	39,238.
j	230.	230.	0.
k	290,462.	325,385.	-34,923.
l	348,001.	346,207.	1,794.
m	418,571.	349,051.	69,520.
n	37,836.	37,187.	649.
o	10,136.	12,248.	-2,112.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-2,333.
b			453,101.
c			11,404.
d			-5,247.
e			158,183.
f			2,083.
g			144,239.
h			9,342.
i			39,238.
j			0.
k			-34,923.
l			1,794.
m			69,520.
n			649.
o			-2,112.

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

2

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

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

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

3

## HERBERT SIMON FAMILY FOUNDATION

**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	PERSHING LLC	P		
b	FROM K-1: ICAHN ENTERPRISES	P		
c	FROM K-1: ICAHN ENTERPRISES	P		
d	FROM K-1: OAKTREE CAPITAL GROUP	P		
e	FROM K-1: OAKTREE CAPITAL GROUP	P		
f	FROM K-1: SPROTT PRIVET FUND	P		
g	FROM K-1: SPROTT PRIVET FUND	P		
h	FROM K-1: OVERLOOK PARTNERS	P		
i	FROM K-1: OVERLOOK PARTNERS	P		
j	FROM K-1: OVERLOOK 3G	P		
k	SALE OF HAWKEYE	P		
l	SALE OF SPROTT PRIVET	P		
m	CAPITAL GAINS DIVIDENDS			
n				
o				

(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	267,981.	252,182.	15,799.
b	101.		101.
c	106.		106.
d	31.		31.
e	179.		179.
f		2,886.	-2,886.
g	79,250.		79,250.
h		277.	-277.
i	22,362.		22,362.
j	541.		541.
k	614,197.	500,000.	114,197.
l		20,726.	-20,726.
m	303,617.		303,617.
n			
o			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			15,799.
b			101.
c			106.
d			31.
e			179.
f			-2,886.
g			79,250.
h			-277.
i			22,362.
j			541.
k			114,197.
l			-20,726.
m			303,617.
n			
o			

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	1,357,232.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BARUCH COLLEGE FUND 1 BERNARD BARUCH WAY, BOX A-1603 NEW YORK, NY 10010	N/A	PC	OPERATIONS	125,000.
BETH-EL ZEDECK FOUNDATION, INC 600 W. 70TH ST INDIANAPOLIS, IN 46260-4137	N/A	SO I	4WRITING OURSELVES INTO TORAH PLEDGE #4	20,000.
BIRTHRIGHT ISRAEL FOUNDATION 33 E. 33RD STREET, 7TH FLOOR NEW YORK, NY 10016	N/A	PC	OPERATIONS	10,000.
BOOTH TARKINGTON CIVIC THEATRE 3 CENTER GREEN CARMEL, IN 46032	N/A	PC	OPERATIONS	45,000.
BOY SCOUTS OF AMERICA 1325 W. WALNUT HILL IRVING, TX 75038	N/A	PC	BOY SCOUT NATIONAL JAMBOREE	5,000.
BRENTWOOD SCHOOL 100 S. BARRINGTON PLACE LOS ANGELES, CA 90049	N/A	PC	OPERATIONS	200,000.
CALIFORNIA HIGHWAY PATROL 11-99 FOUNDATION 2244 N. STATE COLLEGE BLVD. FULLERTON, CA 92831	N/A	PC	OPERATIONS	5,000.
CANDLES HOLOCAUST MUSEUM AND EDUCATION CENTER 1532 S. 3RD STREET TERRE HAUTE, IN 47802	N/A	PC	ILLUMINATE INDIANA	75,000.
CENTRAL INDIANA COMMUNITY FOUNDATION INC 615 NORTH ALABAMA STREET, SUITE 119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	60,000.
CHABAD OF SOUTHAMPTON JEWISH CENTER 214 HILL STREET SOUTHAMPTON, NY 11968	N/A	EOF	BURN THE MORTGAGE FUND, CHAI CAMPAIGN	2,000.
Total from continuation sheets				7,143,248.



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S BUREAU OF INDIANAPOLIS, INC. 1575 DR. MARTIN LUTHER KING JR. STREET INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	140,000.
CHILDREN'S MUSEUM OF INDIANAPOLIS, INC. PO BOX 3000 INDIANAPOLIS, IN 46206	N/A	PC	OPERATIONS	500,000.
CITY COLLEGE OF NEW YORK 160 CONVENT AVE, SHEPARD HALL 166 NEW YORK, NY 10031	N/A	PC	CCNY ATHLETICS	20,000.
COUNCIL ON ALCOHOLISM & DRUG ABUSE A/K/A CADA 232 E CANON PERDIDO SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	10,000.
ENVIRONMENTAL LAW & POLICY CENTER MIDWEST 35 E. WACKER DRIVE STE. 1600 CHICAGO, IL 60601	N/A	PC	OPERATIONS	100,000.
ESKENAZI HEALTH FOUNDATION, INC. 720 ESKENAZI AVE, 5TH 3RD BANK BLDG INDIANAPOLIS, IN 46202	N/A	PC	FOOD AND MEDICINE FOR EVERYONE	300,000.
EXODUS REFUGEE IMMIGRATION INC. 2457 E. WASHINGTON STREET STE. A INDIANAPOLIS, IN 46201	N/A	PC	REFUGEE YOUTH CULTURAL ORIENTATION	50,000.
FOUNDATION AGAINST COMPANION ANIMAL EUTHANASIA 1505 MASSACHUSETTS AVE INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	120,000.
FOUNDATION FIGHTING BLINDNESS 7168 COLUMBIA GATEWAY DR. STE. 100 COLUMBIA, MD 21046	N/A	PC	ANNUAL CAMPAIGN	10,000.
HABITAT FOR HUMANITY OF GREATER INDIANAPOLIS 3135 N. MERIDIAN ST INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	30,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HAV A SOLE 1250 LONG BEACH AVENUE APT. 111 LOS ANGELES, CA 90021	N/A	PC	OPERATIONS	55,435.
HEADCOUNT 104 W. 29TH STREET, 11TH FLOOR NEW YORK, NY 10001	N/A	PC	OPERATIONS	10,000.
HEART OF ANGELS P.O. BOX 971 ARTESIA, CA 90702	N/A	PC	OPERATIONS	10,000.
THE HOOSIER ENVIRONMENTAL COUNCIL, INC. 3951 N. MERIDIAN STREET STE. 100 INDIANAPOLIS, IN 46208	N/A	PC	ACTIVATING CITIZENS TOWARD ENVIRONMENTAL JUSTICE	50,000.
HORIZON HOUSE INC 1033 E. WASHINGTON STREET INDIANAPOLIS, IN 46202	N/A	PC	RAPID REHOUSING	100,000.
INDIANA BALLET CONSERVATORY 849 W CARMEL DRIVE CARMEL, IN 46032	N/A	PC	OPERATIONS	10,000.
INDIANA COALITION TO END SEXUAL ASSAULT 26 N ARSENAL AVE INDIANAPOLIS, IN 46201	N/A	PC	MAKE THE NUMBER ZERO	4,000.
INDIANA HISTORICAL SOCIETY 450 WEST OHIO STREET INDIANAPOLIS, IN 46202	N/A	PC	INVESTING IN HOOSIERS SUSTAINABILITY CAMPAIGN	100,000.
INDIANA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON, IN 47402	N/A	PC	INFORMATICS DIVERSITY ENHANCED WORKFORCE	50,000.
INDIANA UNIVERSITY HILLEL FOUNDATION, INC. 730 E 3RD ST BLOOMINGTON, IN 47401	N/A	PC	2018 CAMPUS SUPERSTAR	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIANAPOLIS CULTURAL TRAIL 132 W. WALNUT STREET INDIANAPOLIS, IN 46204	N/A	PC	EXPANDING ACCESS TO PACERS BIKESHARE	100,000.
INDIANAPOLIS JEWISH HOME, INC 7001 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	OPERATIONS	300,000.
INDIANAPOLIS JUNIOR TENNIS DEVELOPMENT P.O. BOX 40534 INDIANAPOLIS, IN 46240	N/A	PC	OPERATIONS	1,000.
INDIANAPOLIS MUSEUM OF ART INC 4000 MICHIGAN RD INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	10,000.
INDIANAPOLIS OPERA 4011 N. PENNSYLVANIA STREET INDIANAPOLIS, IN 46205	N/A	PC	OPERATIONS	25,000.
INDIANAPOLIS PARKS FOUNDATION 615 N. ALABAMA STE. 119 INDIANAPOLIS, IN 46204	N/A	SO I	OPERATIONS	10,000.
INDIANAPOLIS PUBLIC LIBRARY FOUNDATION PO BOX 6134 INDIANAPOLIS, IN 46206	N/A	PC	EARLY LITERACY SPECIAL ENDOWMENT FUND	200,000.
INDIANAPOLIS ZOOLOGICAL SOCIETY INC 1200 WEST WASHINGTON ST INDIANAPOLIS, IN 46222	N/A	PC	INDIANAPOLIS PRIZE	10,000.
JAKKS CARES 2951 28TH STREET SANTA MONICA, CA 90405	N/A	NC	OPERATIONS	100,000.
JAMESON, INC 2001 BRIDGEPORT RD INDIANAPOLIS, IN 46231	N/A	PC	ENVIRONMENTAL EDUCATION	35,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JDRF INTERNATIONAL A/K/A JDRF 26 BROADWAY 15TH FLOOR NEW YORK, NY 10004	N/A	PC	JDRF WALK	5,000.
JEWISH COMMUNITY CENTER ASSOCIATION OF INDIANAPOLIS, INC. 6701 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	20TH ANNUAL ANN KATZ FESTIVAL OF BOOKS AND ARTS	25,000.
JEWISH FEDERATION OF GREATER INDIANAPOLIS INC A/K/A JFGI 6705 HOOVER RD INDIANAPOLIS, IN 46260-4120	N/A	PC	OPERATIONS	550,000.
JEWISH FEDERATION OF GREATER PITTSBURGH 2000 TECHNOLOGY DRIVE PITTSBURGH, PA 15219	N/A	PC	OUR VICTIMS OF TERROR FUND	15,000.
JEWISH FEDERATION OF GREATER SANTA BARBARA 524 CHAPALA ST SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	30,000.
JOSEPH BANKS SOCIETY 1000 N. WEST STREET STE. 1200 WILMINGTON, DE 19801	N/A	SO I	ADAPTING AGRICULTURE TO CLIMATE CHANGE	163,258.
JULIAN CENTER, INC. 2011 NORTH MERIDIAN STREET INDIANAPOLIS, IN 46202	N/A	PC	SURVIVORS TO THRIVERS	75,000.
KEEP INDIANAPOLIS BEAUTIFUL, INC. 1029 FLETCHER AVE. STE. 100 INDIANAPOLIS, IN 46203	N/A	PC	ROW 3 YEAR ACTION PROGRAMS	100,000.
KIRKUS PRIZE WINNER - DERRICK BARNES 10086 GLENBURN LANE, SUITE 116 CHARLOTTE, NC 28278	N/A	I	KIRKUS PRIZE WINNER	25,000.
KIRKUS PRIZE WINNER - GORDON JAMES 2833 VIRGINIA AVENUE CHARLOTTE, NC 28205	N/A	I	KIRKUS PRIZE WINNER	25,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KIRKUS PRIZE WINNER - LING YUN MA 4521 NORTH DOVER STREET, APT 1 CHICAGO, IL 60640	N/A	I	KIRKUS PRIZE WINNER	50,000.
KIRKUS PRIZE WINNER - REBECCA SOLNIT 1037 YORK STREET SAN FRANCISCO, CA 94110	N/A	I	KIRKUS PRIZE WINNER	50,000.
KOGOD SCHOOL OF BUSINESS AT AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20016	N/A	PC	OPERATIONS	5,000.
LEGACY HOUSE 2505 N. ARLINGTON AVE. INDIANAPOLIS, IN 46218-3318	N/A	PC	OPERATIONS	10,000.
LITTLE RED DOOR CANCER AGENCY 1801 N. MERIDIAN STREET INDIANAPOLIS, IN 46202	N/A	PC	DOOR TO WELLNESS	20,000.
LOS ANGELES OPERA COMPANY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	PC	OPERATIONS	125,000.
LUTHERAN CHILD AND FAMILY SERVICES OF INDIANA 1525 N RITTER AVE INDIANAPOLIS, IN 46219	N/A	PC	IMPACT	40,000.
MARIAN UNIVERSITY 3200 COLD SPRING RD INDIANAPOLIS, IN 46222	N/A	PC	OPERATIONS	100,000.
MID-NORTH FOOD PANTRY, INC. 3333 NORTH MERIDIAN STREET INDIANAPOLIS, IN 46208	N/A	PC	FIGHTING HUNGER WHILE PROMOTING NUTRITION	15,000.
MIRACLE PLACE, INC. 940 N TEMPLE AVE INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW YORK UNIVERSITY 105 EAST 17TH ST, 4TH FLOOR NEW YORK, NY 10003	N/A	PC	STEINHARDT SCHOOL OF CULTURE	50,000.
NEXTECH ORG INC 615 N ALABAMA ST #119 INDIANAPOLIS, IN 46204	N/A	PC	NEXTECH CATAPULT	50,200.
OUTREACH, INC. 2416 E NEW YORK STREET INDIANAPOLIS, IN 46201	N/A	PC	OPERATIONS	50,000.
OUTSIDE THE BOX, INC 3940 E 56TH ST INDIANAPOLIS, IN 46220	N/A	PC	OPERATIONS	20,000.
PEACE LEARNING CENTER 6040 DELONG RD INDIANAPOLIS, IN 46254	N/A	PC	ONE INDY CAMPAIGN	40,000.
PHALEN LEADERSHIP ACADEMIES 1001 MARINA DR APT 410 QUINCY, MA 02171	N/A	PC	OPERATIONS	114,000.
PHOENIX THEATRE, INC 749 N. PARK AVENUE INDIANAPOLIS, IN 46202	N/A	PC	PHOENIX THEATRE RISING PROGRAM	233,333.
PIONEER WORKS 159 PIONEER STREET BROOKLYN, NY 11231	N/A	PC	OPERATIONS	25,000.
PROACT INDY 5823 BEATLE DRIVE UNIT F INDIANAPOLIS, IN 46216	N/A	PC	OPERATIONS	44,000.
PUBLIC ADVOCATES IN COMMUNITY RE-ENTRY 2855 N KEYSTONE AVE STE 170 INDIANAPOLIS, IN 46218	N/A	PC	BUILDING STRONGER, SAFER COMMUNITIES	23,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REGENTS OF THE UNIVERSITY OF CALIFORNIA 1156 HIGH STREET SANTA CRUZ, CA 95064	N/A	PC	OPERATIONS	10,000.
RESTORE JUSTICE 777 S. ALAMEDA STREET, 2ND FLOOR LOS ANGELES, CA 90021	N/A	PC	OPERATIONS	10,000.
RILEY CHILDREN'S FOUNDATION 30 S. MERIDIAN, STE. 200 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	500,000.
SANTA BARBARA FOUNDATION 1111 CHAPALA STREET STE. 200 SANTA BARBARA, CA 93101	N/A	PC	COMMUNITY FUND, DISASTER RELIEF FUND, OPERATIONS	150,000.
SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY STE. 190 SANTA BARBARA, CA 93109	N/A	PC	MARINE SCIENCE EDUCATION PROGRAM	5,000.
SIMON YOUTH FOUNDATION INC A/K/A SYF 225 WEST WASHINGTON STREET INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	100,000.
ST. VINCENT HOSPITAL FOUNDATION INC 8402 HARCOURT ROAD INDIANAPOLIS, IN 46260	N/A	SO I	CENTER OF HOPE	5,000.
STANFORD UNIVERSITY 3145 PORTER DRIVE PALO ALTO, CA 94304	N/A	PC	GLAUCOMA RESEARCH	25,000.
TEXAS BOOK FESTIVAL 610 BRAZOS STREET AUSTIN, TX 78701	N/A	PC	OPERATIONS	20,000.
THE ARC OF INDIANA FOUNDATION INC 143 W MARKET ST STE 200 INDIANAPOLIS, IN 46204	N/A	SO I	MANUFACTURING SERVICES	25,272.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE CHEESECAKE FACTORY - OSCAR AND EVELYN OVERTON CHARITABLE FOUNDATION 26901 MALIBU HILLS RD CALABASAS HILLS, CA 91301	N/A	PC	OPERATIONS	10,000.
THE ENERGY FOUNDATION 301 BATTERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94111	N/A	PC	INDIANA PRIORITY STATE PROGRAM	100,000.
THE KITCHEN COMMUNITY 1980 8TH STREET BOULDER, CO 80302	N/A	PC	LEARNING GARDEN INITIATIVE	455,000.
TURN 2 U, INC. (THE LAST MILE) 44 TEHAMA STREET SAN FRANCISCO, CA 94105	N/A	PC	OPERATIONS	10,000.
UCLA FOUNDATION 10920 WILSHIRE BLVD. STE. 1400 LOS ANGELES, CA 90024-6516	N/A	PC	OPERATIONS	10,000.
UNICEF SOUTH AFRICA P.O. BOX 4884 PRETORIA, SOUTH AFRICA	N/A	PC	OPERATIONS	20,000.
UNITED BOYS AND GIRLS CLUBS OF GREATER SANTA BARBARA COUNTY PO BOX 1485 SANTA BARBARA, CA 93102	N/A	PC	OPERATIONS SUPPORT	25,000.
UNITED STATES FUND FOR UNICEF 500 N. MICHIGAN AVE., SUITE 1000 CHICAGO, IL 60611	N/A	PC	OPERATIONS	15,000.
UNITED WAY OF CENTRAL INDIANA 2995 N. MERIDIAN STREET STE. 300 INDIANAPOLIS, IN 46208	N/A	PC	INDIANA PRESCHOOL SCHOLARSHIP PROGRAM	250,000.
UNIVERSITY OF NEBRASKA FOUNDATION 1010 LINCOLN MALL SUITE. 300 LINCOLN, NE 68508	N/A	PC	FRED & PAMELA BUFFET CANCER CENTER	100,000.
Total from continuation sheets				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
US FRIENDS OF MENACHEM BEGIN FOUNDATION 4525 SAGUARO TRAIL INDIANAPOLIS, IN 46268	N/A	PC	OPERATIONS	20,000.
USC SHOAH FOUNDATION 650 MCCARTHY WAY LOS ANGELES, CA 90089	N/A	PC	SUPPORT OF IWITNESS	112,500.
VISITING NURSE AND HOSPICE CARE FOUNDATION 509 E. MONTECITO STREET STE. 200 SANTA BARBARA, CA 93103	N/A	PC	OPERATIONS	5,000.
WHEELER MISSION 205 E NEW YORK ST INDIANAPOLIS, IN 46204	N/A	PC	STRENGTH IN OUR STREETS	250.
WIN WIN GIVE, INC. 104 DIVISADERO STREET SAN FRANCISCO, CA 94117	N/A	PC	93108FUND	20,000.
WOMENS FUND OF CENTRAL INDIANA 615 N ALABAMA ST #119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	15,000.
YMCA OF AUSTIN 3208 RED RIVER ST. STE. 200 AUSTIN, TX 78705	N/A	PC	YMCA CAMP MOODY	20,000.
Total from continuation sheets				

**Schedule B**

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

**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2018**

Name of the organization

Employer identification number

**HERBERT SIMON FAMILY FOUNDATION****38-3905454**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

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

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

Name of organization

Employer identification number

**HERBERT SIMON FAMILY FOUNDATION****38-3905454****Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>HERBERT SIMON REVOCABLE TRUST</b>  <b>8765 PINE RIDGE DRIVE</b>  <b>INDIANAPOLIS, IN 46260</b>	\$ <b>8,000,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

**HERBERT SIMON FAMILY FOUNDATION****38-3905454****Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

**HERBERT SIMON FAMILY FOUNDATION****38-3905454****Part III**

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

Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ICAHN ENTERPRISES	261.	0.	261.	261.	
OAKTREE CAPITAL	272.	0.	272.	272.	
OVERLOOK 3G	8,049.	0.	8,049.	8,049.	
SPROTT PRIVET FUND	10,941.	0.	10,941.	10,941.	
STIFEL ACCOUNTS	778,471.	303,617.	474,854.	474,854.	
STIFEL ACCOUNTS - ACCRUED INTEREST	0.	0.	0.	0.	
THE OVERLOOK PARTNERS	22,598.	0.	22,598.	22,598.	
TO PART I, LINE 4	820,592.	303,617.	516,975.	516,975.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ICAHN ENTERPRISES - INCOME	256.	256.	
STIFEL STATEMENT - OTHER INCOME	723.	723.	
OAKTREE CAPITAL - INCOME	43.	43.	
SPROTT PRIVET - INCOME	-17.	-17.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,005.	1,005.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,009.	0.		0.
TO FM 990-PF, PG 1, LN 16A	3,009.	0.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	92,450.	0.		23,113.	
TO FORM 990-PF, PG 1, LN 16B	92,450.	0.		23,113.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	139,247.	139,247.		0.	
TO FORM 990-PF, PG 1, LN 16C	139,247.	139,247.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	18,475.	18,475.		0.	
TAX PAYMENTS	30,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	48,475.	18,475.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER INVESTMENT EXPENSES	18,486.	18,528.		0.	
WIRE TRANSFER FEES	85.	85.		0.	
KIRKUS REVIEW SUBSCRIPTIONS	53,520.	0.		53,520.	
MISCELLANEOUS EXPENSES	25.	25.		0.	
BOND AMORTIZATION	34,694.	34,694.		0.	
TO FORM 990-PF, PG 1, LN 23	106,810.	53,332.		53,520.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON CONTRIBUTED STOCK	6,136.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,136.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 2318-2938	750,000.	651,814.
FPA CRESCENT INSTL CL	1,961,318.	1,750,365.
GARDNER RUSSO 524008	1,677,022.	2,145,793.
STIFEL NICOLAUS 1490-4218	1,052,922.	944,414.
STIFEL NICOLAUS 1608-6630	7,800,000.	7,800,000.
STIFEL NICOLAUS 2037-4859	492,239.	397,000.
STIFEL NICOLAUS 3625-6504	1,486,238.	1,480,172.
STIFEL NICOLAUS 5047-2546	686,192.	919,802.
STIFEL NICOLAUS 5322-9163	3,107,282.	3,894,287.
STIFEL NICOLAUS 5389-2788	1,179,006.	1,185,321.
STIFEL NICOLAUS 6482-8021	1,392,646.	1,294,464.
STIFEL NICOLAUS 7651-9484	1,487,876.	1,623,068.
STIFEL NICOLAUS 7842-7920	967,555.	897,737.
TOTAL TO FORM 990-PF, PART II, LINE 10B	24,040,296.	24,984,237.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 1608-6630	4,282,181.	4,229,689.
STIFEL NICOLAUS 4953-8009	444,074.	542,425.
STIFEL NICOLAUS 5047-2546	2,000.	1,860.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,728,255.	4,773,974.



FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ICAHN ENTERPRISES, LP	COST	3,223.	18,151.
OAKTREE CAPITAL GROUP, LLC	COST	7,256.	5,048.
OVERLOOK 3G INVESTMENTS, L.P.	COST	157,849.	160,918.
THE OVERLOOK PARTNERS FUND, L.P.	COST	838,044.	793,541.
TIFF CENTERSTONE FUND LP	COST	3,741,563.	3,331,036.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,747,935.	4,308,694.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HERBERT SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	PRESIDENT / DIRECTOR 0.50	0.	0.	0.
STEPHEN H. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	SECRETARY / DIRECTOR 0.10	0.	0.	0.
JENNIFER K. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
SARAH M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
RACHEL M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
ASHER M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.