

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation SERGEY BRIN FAMILY FOUNDATION C/O PACIFIC FOUNDATION SERVICES		A Employer identification number 47-2107200	
Number and street (or P O box number if mail is not delivered to street address) 1660 BUSH STREET NO 300		Room/suite	B Telephone number (see instructions) (650) 812-2600
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94109		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,413,970,952	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	76,131,629			
	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 . . .	346,545	346,545		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,091,081			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	89,569,255	346,545		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	384	192		192
	b Accounting fees (attach schedule)	23,500	11,750		11,750
	c Other professional fees (attach schedule)	771,512	140,885		638,628
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	7,701,479	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	12,970	2,594		10,376
	22 Printing and publications	1,396	279		1,117
	23 Other expenses (attach schedule)	310	0		310
	24 Total operating and administrative expenses. Add lines 13 through 23	8,511,551	155,700		662,373
	25 Contributions, gifts, grants paid	11,927,729			42,638,169
	26 Total expenses and disbursements. Add lines 24 and 25	20,439,280	155,700		43,300,542
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	69,129,975			
	b Net investment income (if negative, enter -0-)		190,845		
c Adjusted net income(if negative, enter -0-)					

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	1,566,155	1,798,342	1,798,342
	2 Savings and temporary cash investments	53,029,607	40,377,635	40,377,635
	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	5,021	3,198	3,198
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	986,809,001	1,371,791,777	1,371,791,777
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,041,409,784	1,413,970,952	1,413,970,952	
Liabilities	17 Accounts payable and accrued expenses	42,500	35,000	
	18 Grants payable.	30,710,440		
	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 ▶ _____)	19,736,438	27,435,836	
	23 Total liabilities (add lines 17 through 22)	50,489,378	27,470,836	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	990,920,406	1,386,500,116	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input 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			
	30 Total net assets or fund balances (see instructions)	990,920,406	1,386,500,116	
	31 Total liabilities and net assets/fund balances (see instructions) .	1,041,409,784	1,413,970,952	

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	990,920,406
2 Enter amount from Part I, line 27a	2	69,129,975
3 Other increases not included in line 2 (itemize) ▶ _____	3	326,449,735
4 Add lines 1, 2, and 3	4	1,386,500,116
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,386,500,116

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)
1 a	P		
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			0
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			0
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	0
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	

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	24,588,059	852,113,759	0 028855
2015	2,430,152	424,919,827	0 005719
2014	0	136,639,089	0 000000
2013			
2012			

2 Total of line 1, column (d)	2	0 034574
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 011525
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,215,338,086
5 Multiply line 4 by line 3	5	14,006,771
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,908
7 Add lines 5 and 6	7	14,008,679
8 Enter qualifying distributions from Part XII, line 4	8	43,300,542

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,908
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	1,908
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	1,908
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5,106
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	7,106
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
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	5,198
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 5,198 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?	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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input 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 type="checkbox"/> \$ 0		
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	
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) <input type="checkbox"/> 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 ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>JULIANA GRENZEBACK</u> Telephone no ► <u>(415) 561-6540</u>			

Located at ► 1660 BUSH STREET STE 300 SAN FRANCISCO CA ZIP+4 ► 94109

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?	16	Yes	No
	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 ►			

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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here.			
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?	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)	2b		
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).	3b		
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	<p>During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
b	<p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> </p>	5b		
c	<p>If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p>			
6a	<p>Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
b	<p>Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870</i></p>	6b		No
7a	<p>At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
b	<p>If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	7b		

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
SERGEY BRIN 1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	DIRECTOR & PRESIDENT 2 00	0	0	0
TARA FARNSWORTH 1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	TREASURER 2 00	0	0	0
MICHAEL BRIN 1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	SECRETARY 2 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	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. **0****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
FREEDMAN CONSULTING 1818 N STREET NW SUITE 450 WASHINGTON, DC 20036	RESEARCH AND STRATEGIC DEVELOPMENT	532,335
PACIFIC FOUNDATION SERVICES 1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	MANAGEMENT SERVICES	134,178
VRGE STRATEGIES LLC 1155 15TH STREET NW SUITE 700 WASHINGTON, DC 20005	STRATEGIC COMMUNICATION SERVICES	105,000

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	
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 **0**

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	1,183,993,700
b	Average of monthly cash balances.	1b	49,848,875
c	Fair market value of all other assets (see instructions).	1c	3,198
d	Total (add lines 1a, b, and c).	1d	1,233,845,773
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	1,233,845,773
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	18,507,687
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,215,338,086
6	Minimum investment return. Enter 5% of line 5.	6	60,766,904

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	60,766,904
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	1,908
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,908
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	60,764,996
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	60,764,996
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	60,764,996

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	43,300,542
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	43,300,542
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	1,908
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	43,298,634

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				60,764,996
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			37,102,116	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>43,300,542</u>				
a Applied to 2016, but not more than line 2a			37,102,116	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				6,198,426
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				54,566,570
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

Part 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))
SERGEY BRIN

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	42,638,169
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.			14	346,545		
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory			18	13,091,081		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e). . .		0		13,437,626		0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		13,437,626	

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.		
	*****	2018-11-02	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	MAGA E KISRIV				P01008919
	Firm's name ▶ HOOD & STRONG LLP				Firm's EIN ▶ 94-1254756
Firm's address ▶ 275 BATTERY ST STE 900 SAN FRANCISCO, CA 94111					Phone no (415) 781-0793

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ALAMEDA COUNTY COMMUNITY FOOD BANK INC PO BOX 2599 OAKLAND, CA 94614	N/A	PC	GENERAL SUPPORT	75,000
BOARD OF TRUSTEES SANTA CLARA COLLEGE (SANTA CLARA UNIVERSITY) 500 EL CAMINO REAL SANTA CLARA, CA 95053	N/A	PC	NORTHERN CALIFORNIA INNOCENCE PROJECT AT SANTA CLARA UNIVERSITY, LEGAL EDUCATION AT THE SCU SCHOOL OF LAW TO SUPPORT COLLEEN CHIENS WORK ON TECHNOLOGY AND COMPUTATIONAL POLICY ISSUES, THE ENTREPRENEURS LAW CLINIC, THE ADVOCACY PROGRAM, AND THE NORTHERN CALIFORNIA INNOCENCE PROJECT	474,000
BRIAN GRANT FOUNDATION 650 NE HOLLADAY STREET SUITE 1600 PORTLAND, OR 97232	N/A	PC	GENERAL SUPPORT	25,000
Total ► 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA ASSOCIATION OF FOOD BANKS PO BOX 398025 SAN FRANCISCO, CA 94139	N/A	PC	\$50,000 FOR GENERAL SUPPORT, \$125,000 FOR FARM TO FAMILY PROGRAM	175,000
CENTER FOR STORY-BASED STRATEGY PO BOX 71928 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	100,000
COLOR OF CHANGE EDUCATION FUND INC 1714 FRANKLIN STREET SUITE 100-136 OAKLAND, CA 946123409	N/A	PC	GENERAL SUPPORT	300,000
Total ► 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CONCERNS OF POLICE SURVIVORS PO BOX 3199 CAMDENTON, MO 65020	N/A	PC	GENERAL SUPPORT	50,000
DONORSCHOOSE.ORG 134 WEST 37TH STREET NEW YORK, NY 10018	N/A	PC	SUPPORT PROJECTS SERVING STUDENTS FROM IMMIGRANT FAMILIES	2,000,000
ELEANOR ROOSEVELT HIGH SCHOOL 7601 HANOVER PARKWAY GREENBELT, MD 20770	N/A	PC	\$50,000 - DESIGN AND CONSTRUCTION OF PRESS BOX, \$20,000 - TEACHER PROFESSIONAL DEVELOPMENT, OVERAGE CAN BE ALLOCATED AT PRINCIPAL'S DISCRETION TO HELP SUPPORT ANY SCHOOL STAFF MEMBERS, \$35,000 - SECURITY EQUIPMENT, OVERAGE CAN BE ALLOCATED AT PRINCIPAL'S DISCRETION TO HELP SUPPORT SECURITY-RELATED ACTIVITIES, \$15,000 - ELEANOR ROOSEVELT HIGH SCHOOL FIRST ROBOTICS TEAM, \$50,000 - MAKERSPACE DESIGN, CONSTRUCTION, AND EQUIPMENT, \$15,000 - GIRLS VARSITY SOFTBALL TEAM, USED AT DISCRETION OF HEAD COACH, \$15,000 - GIRLS VARSITY BASKETBALL TEAM, USED AT DISCRETION OF HEAD COACH	200,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ESSIE JUSTICE GROUP 300 FRANK H OGAWA PLAZA SUITE 420 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	250,000
FAITH IN TEXAS - PICO 1111 W MOCKINGBIRD LANE 595 DALLAS, TX 75247	N/A	PC	GENERAL OPERATING SUPPORT	200,000
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE, MD 20850	N/A	PC	GENERAL SUPPORT	175,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOOD BANK OF CONTRA COSTA AND SOLANO 4010 NELSON AVENUE CONCORD, CA 94520	N/A	PC	GENERAL SUPPORT	65,000
FULL CIRCLE FUND 1330 BROADWAY SUITE 300 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	40,000
GIRLS INCORPORATED 120 WALL STREET NEW YORK, CA 10005	N/A	PC	GENERAL OPERATING SUPPORT	100,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS LEADERSHIP INSTITUTE INC 111 MYRTLE STREET SUITE 101 OAKLAND, CA 94607	N/A	PC	GENERAL OPERATING SUPPORT	35,000
GIRLS WHO CODE INC 28 W 23RD STREET 4TH FLOOR NEW YORK, NY 10010	N/A	PC	GENERAL OPERATING SUPPORT	80,000
HEADSTRONG PROJECT INC 409 EAST 60TH STREET NEW YORK, NY 10022	N/A	PC	GENERAL SUPPORT	50,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IGNITE510 16TH STREET OAKLAND, CA 94612	N/A	PC	GENERAL OPERATING SUPPORT	25,000
INJURED MARINE SEMPER FI FUND 825 COLLEGE BOULEVARD SUITE 102 PMB 609 OCEANSIDE, CA 92057	N/A	PC	GENERAL SUPPORT	175,000
IRIDESCENT532 WEST 22ND STREET LOS ANGELES, CA 90007	N/A	PC	GENERAL OPERATING SUPPORT	25,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENMOOR MIDDLE SCHOOL 2500 KENMOOR DRIVE LANDOVER, MD 20785	N/A	PC	\$55,000 - CHROMEBOOKS, \$13,000 - MAKERSPACE, \$10,500 - ACCELERATED READING PROGRAM, \$11,000 - AUTISM SENSORY ROOM, \$10,000 - OUTDOOR CLASSROOM, \$23,000 - ELECTRONICS, \$5,000 - CREATIVE ARTS, \$15,000 - COLLEGE AND CAREER FIELD TRIPS, \$7,500 - CHROMEBOOK CARTS	150,000
KEVIN DURANT CHARITY FOUNDATION 1450 BRICKELL AVENUE 18TH FLOOR MIAMI, FL 33131	N/A	PC	REDWOOD CITY PROJECT	35,000
LAW ENFORCEMENT ACTION PARTNERSHIP 121 MYSTIC AVENUE SUITE 9 MEDFORD, MA 02155	N/A	PC	GENERAL SUPPORT	50,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEASURES FOR JUSTICE INSTITUTE 60 PARK AVENUE ROCHESTER, NY 14607	N/A	PC	MEASURES FOR JUSTICE'S WORK IN CALIFORNIA OR CALIFORNIA RELATED INITIATIVES	650,000
MICHAEL J FOX FOUNDATION FOR PARKINSON'S RESEARCH PO BOX 5014 HAGERSTOWN, MD 217415014	N/A	PC	OCCAMZRAZOR PROJECT	124,500
THE MILKEN INSTITUTE 1250 FOURTH STREET SANTA MONICA, CA 90401	N/A	PC	PARKINSONS DISEASE RESEARCH ROADMAP	425,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NAACP FOUNDATION 4805 MT HOPE DRIVE BALTIMORE, MD 21215	N/A	PC	EDUCATION COMMITTEE	50,000
NATIONAL FALLEN FIREFIGHTERS FOUNDATION PO DRAWER 498 EMMITSBURG, MD 21727	N/A	PC	GENERAL SUPPORT	50,000
NATIONAL GIRLS COLLABORATIVE 4616 25TH AVENUE NE 248 SEATTLE, WA 98105	N/A	PC	GENERAL OPERATING SUPPORT	20,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL INSTITUTE FOR CRIMINAL JUSTICE REFORM 303 HEGENBERGER ROAD SUITE 301 OAKLAND, CA 94612	N/A	PC	GENERAL OPERATING SUPPORT	150,000
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD SUITE 1200 JENKINTOWN, PA 19046	N/A	PC	BLUE MERIDIAN DONOR ADVISED FUND - YOUTH VILLAGES, WENDY'S WONDERFUL KIDS INVESTMENT, AND HALF OF FY17 PROJECTED EXPENSES	30,689,669
NORTHWEST IMMIGRANT RIGHTS PROJECT 615 2ND AVENUE SUITE 400 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	150,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARKINSON'S INSTITUTE AND CLINICAL CENTER 675 ALMANOR AVENUE SUNNYVALE, CA 94085	N/A	PC	GENERAL SUPPORT MATCHING GRANT	410,000
PEOPLES ACTION INSTITUTE 810 N MILWAUKEE AVENUE CHICAGO, IL 606424103	N/A	PC	GENERAL OPERATING SUPPORT	325,000
PYTHON SOFTWARE FOUNDATION PO BOX 37 WOLFEBORO FALLS, NH 03896	N/A	PC	GENERAL SUPPORT	15,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REDWOOD EMPIRE FOOD BANK 3990 BRICKWAY BLVD SANTA ROSA, CA 95403	N/A	PC	GENERAL SUPPORT	40,000
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	N/A	PC	GENERAL SUPPORT	50,000
SECOND HARVEST FOOD BANK OF SANTA CLARA AND SAN MATEO COUNTIES 750 CURTNER AVE SAN JOSE, CA 951252118	N/A	PC	GENERAL SUPPORT	50,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SECOND HARVEST FOOD BANK OF SAN JOAQUIN & STANISLAUS COUNTY INC 704 E INDUSTRIAL PARK DRIVE MANTECA, CA 95337	N/A	PC	GENERAL SUPPORT	40,000
SECOND HARVEST FOOD BANK SANTA CRUZ COUNTY 800 OHLONE PARKWAY WATSONVILLE, CA 95076	N/A	PC	GENERAL SUPPORT	25,000
SOFTWARE FREEDOM CONSERVANCY 137 MONTAGUE STREET BROOKLYN, NY 11201	N/A	PC	GENERAL SUPPORT	20,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STANFORD UNIVERSITYPO BOX 20466 STANFORD, CA 94309	N/A	PC	ANNUAL FUND SCHOLARSHIP PROGRAM FOR BING NURSERY SCHOOL, DATA DRIVEN PUBLIC POLICY	525,000
STEP UP WOMENS NETWORK 510 SOUTH HEWITT STREET 111 LOS ANGELES, CA 90013	N/A	PC	GENERAL OPERATING SUPPORT	40,000
SUMMER SEARCH 101 HOWARD STREET SUITE 250 SAN FRANCISCO, CA 94105	N/A	PC	GENERAL OPERATING SUPPORT	125,000
Total ▶ 3a				42,638,169

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TIDES CENTER1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	N/A	PC	CALIFORNIANS FOR SAFETY AND JUSTICE, ALLIANCE FOR SAFETY AND JUSTICE	300,000
TIDES FOUNDATION 1015 TORNEY AVENUE SAN FRANCISCO, CA 94129	N/A	PC	MOVEMENT FOR BLACK LIVES CIVIC ENGAGEMENT FUND, ACCOUNTABLE JUSTICE COLLABORATIVE	1,150,000
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION INC 4603 CALVERT ROAD COLLEGE PARK, MD 20740	N/A	PC	BRIN FAMILY COMPUTER SCIENCE EDUCATIONAL ENHANCEMENT FUND, \$200,000, BRIN FAMILY MACHINE PERCEPTION RESEARCH FUND, \$200,000, BRIN FAMILY DRONE ACTIVITY FUND, \$50,000, BRIN FAMILY PRIZE, \$50,000, ESTABLISH THE BRIN FAMILY ENDOWED PROFESSORSHIP IN THEORETICAL COMPUTER SCIENCE	2,000,000
Total ▶ 3a				42,638,169

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VOICE OF THE EXPERIENCED 2022 ST BERNARD AVENUE NEW ORLEANS, LA 70116	N/A	PC	GENERAL OPERATING SUPPORT	350,000
WITNESS INC 80 HANSON PLACE 5TH FLOOR BROOKLYN, NY 11217	N/A	PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				42,638,169

TY 2017 Accounting Fees Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	23,500	11,750		11,750

TY 2017 Investments Corporate Stock Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALPHABET INC CL A (GOOGL)	687,835,438	687,835,438
ALPHABET INC CL C (GOOG)	683,956,339	683,956,339

TY 2017 Legal Fees Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	384	192		192

TY 2017 Other Expenses Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	310	0		310

TY 2017 Other Increases Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Description	Amount
UNREALIZED GAINS	326,449,735

TY 2017 Other Liabilities Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAXES PAYABLE	258	0
DEFERRED EXCISE TAXES PAYABLE	19,736,180	27,435,836

TY 2017 Other Professional Fees Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION MANAGEMENT FEES	134,178	13,418		120,760
RESEARCH AND STRATEGIC DEVELOPMENT	637,334	127,467		517,868

TY 2017 Taxes Schedule

Name: SERGEY BRIN FAMILY FOUNDATION
C/O PACIFIC FOUNDATION SERVICES

EIN: 47-2107200

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	1,823	0		0
DEFERRED FEDERAL EXCISE TAXES	7,699,656	0		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2017
	Name of the organization SERGEY BRIN FAMILY FOUNDATION C/O PACIFIC FOUNDATION SERVICES	Employer identification number 47-2107200

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other 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 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, 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 SERGEY BRIN FAMILY FOUNDATION C/O PACIFIC FOUNDATION SERVICES	Employer identification number 47-2107200
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SERGEY BRIN 1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	\$ 76,131,629	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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 SERGEY BRIN FAMILY FOUNDATION C/O PACIFIC FOUNDATION SERVICES	Employer identification number 47-2107200
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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
1	12,300 SHARES GOOGL (CLASS A)	\$ 11 787,090	2017-05-09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	12,300 SHARES GOOG (CLASS C)	\$ 11 482,235	2017-05-09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	12,000 SHARES GOOGL (CLASS A)	\$ 11 278,260	2017-08-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	12,000 SHARES GOOG (CLASS C)	\$ 11 078,220	2017-08-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	14,400 SHARES GOOGL (CLASS A)	\$ 15 368,688	2017-11-28
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	14,400 SHARES GOOG (CLASS C)	\$ 15 137,136	2017-11-28

Name of organization SERGEY BRIN FAMILY FOUNDATION C/O PACIFIC FOUNDATION SERVICES	Employer identification number 47-2107200
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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 information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	