

Form **990-PF**

EXTENDED TO NOVEMBER 15, 2018 Return of Private Foundation

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

OMB No 1545-0052

Department of the Treasury Internal Revenue Service ▶ Do not enter social security numbers on this form as it may be made public ► Go to www irs gov/Form990PF for instructions and the latest information For calendar year 2017 or tax year beginning and ending

		outched your corr or tax your ocymning		,				
	Nar	me of-foundation	A Employer identification number					
		ING PHILANTHROPIES						
	F	KA THRIVE FOUNDATION FOR	47-3706995	· ·				
		mber and street (or P.O. box number if mail is not delivered to street a		Room/suite	B Telephone number			
		010 EL CAMINO REAL, NO. 25			650-600-53	95		
		y or town, state or province, country, and ZIP or foreign po IENLO PARK, CA 94025	ostal code		C If exemption application is p	ending check here		
Z		Check all that applyInitial return		ormer public charity	D 1. Foreign organizations	s, check here		
L.		- Final return	Amended return		2 Foreign organizations me check here and attach co	eeting the 85% test		
Ψ		Address change	Name change		check here and attach co	omputation		
Ī	НС	Check type of organization: X Section 501(c)(3) exe	empt private toundation Other taxable private found:	$\partial \Psi$	E If private foundation sta under section 507(b)(1)			
	I Fa	air market value of all assets at end of year J Accountin		Accrual	F If the foundation is in a			
			ner (specify) SEE ST	ATEMENT B	under section 507(b)(1)			
	>	\$ 48,277,765. (Part I, column	n (d) must be on cash bas	is.)				
	Pa	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements for charitable purposes		
		necessarily equal the amounts in column (a)	expenses per books	income	income	(cash basis only)		
		1 Contributions, gifts, grants, etc., received			TEN/NUMER			
		2 Check X if the toundation is not required to attach Sch B			DRIVE PETE	ACCURATION OF THE PARTY OF THE		
		3 Interest on savings and temporary cash investments	17,485.	17,485.		STATEMENT 217		
		4 Dividends and interest from securities	470,786.	470,786.	ļ	STATEMENT: 2		
		5a Gross rents	white water water bridge with the	Later to the second second second		THE PARTY		
		Net rental income or (loss)		医板型形式上2.7 2	AF (2) (1) (1)			
	ē	68 Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 1 1 0 1 9 4 6 7	1,443,340.		and a sarket	EIVED		
	evenue	D assets on line 6a		1 443 340	13 A	V		
	Rev	7 Capital gain net income (from Part IV, line 2)	Land State of the second	1,443,340.		242-2018 - G 33		
		8 Net short-term capital gain	المنافذ الأوالمات والمناف	W.M. BEARLY	<u> </u>			
9		9 Income modifications Gross sales less returns	Taking and a super			THE TREE IN THE		
2019		10a and allowances	12 (17) 17 (17) 18 (17) 18 (17) 18 (17) 18 (17) 18 (17) 18 (17) 18 (17) 18 (17) 18 (17)		2005			
2		·	MANAGE THE TA	BATTE POSTER		T. T		
80		c Gross profit or (loss)	104,194.	85,826.	<u> </u>	STATEMENT 3		
		11 Other income	2,035,805.	2,017,437.		BIATEMENTASA BIATEMENTASA		
AN		12 Total Add lines 1 through 11	460,870.	0.	 	460,870.		
7		13 Compensation of officers directors, trustees etc 14 Other employee salaries and wages	608,224.	0.		608,224.		
Ω		15 Pension plans, employee benefits	134,391.	0.	 	134,391.		
皿	es	16a Legal fees STMT 4	46,492.	0.	 	46,492.		
Z	Sus	b Accounting fees STMT 5	49,500.	0.	 	24,750.		
CANNED	Expenses	c Other professional fees STMT 6	575,358.	207,088.		368,270.		
ပ္က			0.07					
Ø	atıv	18 Taxes STMT 7	68,477.	39,010.		0.		
	ıstr	19 Depreciation and depletion	10,873.	0.		·连续、""、"特别。		
	u u	20 Occupancy	129,447.	0.		129,447.		
	Adı	21 Travel, conferences, and meetings				<u> </u>		
	5	22 Printing and publications	· <u>-</u>			·		
	Operating and Administrative	23 Other expenses STMT 8	536,564.	297,983.		238,581.		
	atın	24 Total operating and administrative			·			
	per	expenses Add lines 13 through 23	2,620,196.	544,081.		2,011,025.		
	ō	25 Contributions, gifts, grants paid	1,923,262.	25.1. 6 7 5.7.28E	计划图的数据系统理论图	1,923,262.		
		26 Total expenses and disbursements						
		Add lines 24 and 25	4,543,458.	544,081.		3,934,287.		
		27 Subtract line 26 from line 12	中沙亞斯爾西亞		THE WAR	617		
		Excess of revenue over expenses and disbursements	-2,507,653.	, 100	漢中點開起。例:			
			4、经验的原本公司	1,473,356.	AND BANKSHIP	· · · · · · · · · · · · · · · · · · ·		
		C Adjusted net income (if negative enter -0-)	图 化选择证书	•,,	N/A			
	72350	01 01-03 18 LHA For Paperwork Reduction Act Notice,	, see instructions		-	Form 990-PF (2017)		

723501 01-03 18 LHA For Paperwork Reduction Act Notice, see instructions



KING PHILANTHROPIES Form 990-PF (2017) FKA THRIVE FOUNDATION FOR YOUTH INC 47-3706995 Part II Balance Sheets Allached schedules and amounts in the description Beginning of year End of year (a) Book Value (b) Book Value (c) Fair Market Value 1 Cash - non-interest-bearing 966,388. 2,688,272. 966,388. 2 Savings and temporary cash investments 3 Accounts receivable ▶ Less allowance for doubtful accounts 4 Pledges receivable ► Less: allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons **建筑的建设。** 7 Other notes and toans receivable Less: allowance for doubtful accounts 8 Inventories for sale or use 135,077. 198,742. 198,742. 9 Prepaid expenses and deferred charges 10a Investments - U.S and state government obligations 1,644,100. 2,342,100. 2,342,100. STMT 9 b Investments - corporate stock 6,491,714. STMT 10 4,235,658. 4,235,658. c Investments - corporate bonds 97,995. **市员从1970年**了中 FOR THE SECOND SECOND 11 Investments - land buildings, and equipment basis 93,913. 14,956 4,082 4,082. Less accumulated depreciation 12 Investments - mortgage loans STMT 11 34,604,242. 40,411,254. 40,411,254. 13 Investments - other The state of the s 14 Land, buildings, and equipment basis Less accumulated depreciation STATEMENT 12) 6,500. 119,541 119,541. 15 Other assets (describe ▶ 16 Total assets (to be completed by all filers - see the 45,584,861. 48,277,766 instructions. Also, see page 1, item I) 29,093. 75,135 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 85,972 STATEMENT 13) 15,800. 22 Other liabilities (describe 44,893 161,107 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. or Fund Balances 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted $\triangleright X$ Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 27 Capital stock, trust principal, or current funds 45,392,937. 45,392,937. 28 Paid-in or capital surplus, or land, bldg, and equipment fund 2,723,722 147,031. 29 Retained earnings, accumulated income, endowment, or other funds Net 45,539,968. 48,116,659. 30 Total net assets or fund balances 45,584,861 48,277,766 31 Total liabilities and net assets/fund balances 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 45,539,968. (must agree with end-of-year figure reported on prior year's return) -2,507,653. 2 Enter amount from Part I, line 27a 2

5,084,344. 3 Other increases not included in line 2 (itemize) ► UNREALIZED GAIN/(LOSS) 3 48,116,659. 4 Add lines 1, 2, and 3 4 5 Decreases not included in line 2 (itemize) 5 48,116,659. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

Form 990-PF (2017)

Page 3

ш	Part IV.∣ Capital Gains an	id Losses for Tax on In	vestmen	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		acquired day, yr)	(d) Date sold (mo , day, yr)
1	a				_			
_	b SEE ATTACHED S	STATEMENTS						
Ξ	С							
	d				L			
	e			<u> </u>	l			
	(e) Gross sales price	(f) Depreciation allowed (or allowable)		t or other basis xpense of sale '			Sain or (loss) s (f) minus (
_	a							
_	b							
	С							
_	d	·						
_	e 11,018,462.	. <u></u> ,		9,575,12				1,443,340.
_	Complete only for assets showing of	jain in column (h) and owned by t				(I) Gains (Col (h) gain	minus
	(i) FMV as of 12/31/69	(j) Adjusted basis		cess of col. (i)	C	oi. (K), but Losses	not less than (from col (h))
_	(1)1 1010 23 01 123 1703	as of 12/31/69	over	col (j), if any			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
	a							
	b							
_	С							
_	d							
_	e							1,443,340.
2	Capital gain net income or (net capital	al loss) $\begin{cases} If gain, also enter \\ If (loss), enter -0- \end{cases}$	ın Part I, line ın Part I, line	7 7	} 2			1,443,340.
3	Net short-term capital gain or (loss)	as defined in sections 1222(5) an	d (6):					
Ĭ	If gain, also enter in Part I, line 8, col		- (-/-		<i>]</i>			
	If (loss), enter -0- in Part I, line 8	<u> </u>] 3		N/A	
1	Part Va Qualification Und	der Section 4940(e) for	Reduced	Tax on Net	Investment in	come		
(F	or optional use by domestic private fo	undations subject to the section 4	940(a) tax on	net investment in	come.)			
ı,	1040(4)(0)	and blank						
IT	section 4940(d)(2) applies, leave this	part blank						
W	as the foundation liable for the section	1 4942 tax on the distributable am	ount of any ye	ar in the base peri	od?			Yes X No
lf	"Yes," the foundation doesn't qualify u	nder section 4940(e) Do not com	plete this part	•				
1	Enter the appropriate amount in eac	h column for each year; see the in	structions bef	ore making any ei	ntries.			
_	(a) Base period years	(b)			(c)		Distrib	(d) ution ratio
	Calendar year (or tax year beginning	in) Adjusted qualifying dist	1		ncharitable-use asset		(col (b) div	ided by col (c))
	2016		3,544.		44,074,31			.080626
	2015		0,833.		44,093,84			.107517
	2014		5,411.		39,153,51			.111750
	2013		4,134.		31,619,03			.142450
_	2012	4,48	6,874.		26,512,63	2.		.169235
		-						
2	Total of line 1, column (d)					2		.611578
3	Average distribution ratio for the 5-ye	ear base period - divide the total o	n line 2 by 5 (), or by the numbe	er of years			
	the foundation has been in existence	of less than 5 years				3		.122316
4	Enter the net value of noncharitable-	use assets for 2017 from Part X, I	ine 5			4	3 '	7,390,713.
5	Multiply line 4 by line 3					5		4,573,482.
6	Enter 1% of net investment income (1% of Part I. line 27b)				6		14,734.
Ü	2						<u> </u>	
7	Add lines 5 and 6					7] .	4,588,216.
•								· · · · · · · · · · · · · · · · · · ·
8	Enter qualifying distributions from Pa	art XII, line 4				8		3,934,287.
	If line 8 is equal to or greater than lin See the Part VI instructions	e 7, check the box in Part VI, line	1b, and comp	lete that part using	g a 1% tax rate.			

FKA THRIVE FOUNDATION FOR YOUTH INC 47-3706995 Form 990-PF (2017) 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
and enter "N/A" on line 1 (attach copy of letter if necessary-see instructions) Date of ruling or determination letter 29,467. b Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1% 1 of Part Line 27b 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 29,467 3 3 Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-) 4 29,467. 5 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-6 Credits/Payments 46,929. a 2017 estimated tax payments and 2016 overpayment credited to 2017 6a 0. b Exempt foreign organizations - tax withheld at source 6b 0. c Tax paid with application for extension of time to file (Form 8868) 6с 0. 6d d Backup withholding erroneously withheld 46,929. 7 Total credits and payments Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached 8 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed 9 17,462.10 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 17,462. Refunded 0. 11 Enter the amount of line 10 to be. Credited to 2018 estimated tax Part VII-A | Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes No 1a any political campaign? X 1b b 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. Х c Did the foundation file Form 1120-POL for this year? 1c d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 0 • (2) On foundation managers. ► \$ (1) On the foundation > \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers > \$ 2 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 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or 3 bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes X 4a 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4b 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? 5 If "Yes," attach the statement required by General Instruction T 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 Х 6 remain in the governing instrument? Х 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV 7 8a Enter the states to which the foundation reports or with which it is registered. See instructions CA b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) Х of each state as required by General Instruction G? If "No," attach explanation 86 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 X year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV 10 10 Did any persons become substantial contributors during the tax year? If Yes " attach a schedule listing their names and addresses

Form 990-PF (2017)

FKA THRIVE FOUNDATION FOR YOUTH INC

47-3706995

Page 5

Pa	Part VII-A Statements Regarding	Activities (continued)			_
				Yes	No
11	1 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 S		11		Х
12	* * * * * * * * * * * * * * * * * * * *	or advised fund over which the foundation or a disqualified person had advisory privileges?			
12		or advised fully ever which the replication of a disqualities person has advisory privileges.	12		х
	If "Yes," attach statement. See instructions	2	13	X	1
13		ection requirements for its annual returns and exemption application?	13	_ ^_	L
	Website address WWW.KING Pl		600	<u> </u>	0.2
14	4 The books are in care of ► EDWARD	DIENER Telephone no ► (650)	600		92
	Located at ► 1010 EL CAMINO		1025		
15	, , , , ,	filing Form 990-PF in lieu of Form 1041 - check here		▶	· []
	and enter the amount of tax-exempt interest rec		N	/A	
16	6 At any time during calendar year 2017, did the f	oundation have an interest in or a signature or other authority over a bank,		Yes	
	securities, or other financial account in a foreigi	n country?	16		X
	See the instructions for exceptions and filing re-	quirements for FinCEN Form 114 If "Yes," enter the name of the			
	foreign country				l
Pa	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	1a During the year, did the foundation (either direc				1
	(1) Engage in the sale or exchange, or leasing	of property with a disqualified person? Yes X No			
	(2) Borrow money from, lend money to, or oth		• •		l
	a disqualified person?	Yes X No		-	l
	(3) Furnish goods, services, or facilities to (or	accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse			,	•
	(5) Transfer any income or assets to a disquali	. , , ,	١,		١ ٠
	for the benefit or use of a disqualified perso				
	(6) Agree to pay money or property to a govern			-	
			1	, -	ŀ. '
	if the foundation agreed to make a grant to				-15
	termination of government service, if termination			S (2)	
D	, , , , , ,	e acts fail to qualify under the exceptions described in Regulations			
	section 53 4941(d)-3 or in a current notice rega	. —	1b		
	Organizations relying on a current notice regard	-			
C	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 2		1c	Х	
2	2 Taxes on failure to distribute income (section 49)	942) (does not apply for years the foundation was a private operating foundation			
	defined in section $4942(j)(3)$ or $4942(j)(5)$)			Ť	
а	a At the end of tax year 2017, did the foundation I	have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2017?	Yes X No			
	If "Yes," list the years	, , ,			1
b	b Are there any years listed in 2a for which the for	undation is not applying the provisions of section 4942(a)(2) (relating to incorrect			`
		ncome? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		.	
	statement - see instructions)	N/A	2b		
c	· · · · · · · · · · · · · · · · · · ·	papplied to any of the years listed in 2a, list the years here.			
32	3a Did the foundation hold more than a 2% direct (or indirect interest in any business enterprise at any time			• • • •
ou	during the year?	Yes X No			
h		2017 as a result of (1) any purchase by the foundation or disqualified persons after			
U		I (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	*	ne lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,	,]	l
_	Form 4720, to determine if the foundation had e	·	3b		v
	- , ,	nount in a manner that would jeopardize its charitable purposes?	4a		Х
b		or year (but after December 31, 1969) that could jeopardize its charitable purpose that			17
_	had not been removed from jeopardy before the		4b		X
		Fo	rm 99 0)-PF ((2017)

Page 6

FKA THRIVE FOUNDATION FOR YOUTH INC

Part VII-B Statements Regarding Activities for Which I	Form 4/20 May Be F	Required (contin	ued)				
5a During the year, did the foundation pay or incur any amount to	•			. Yes No			
.(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Y	es 🗶 No 🧻	1. 1. 1. 1. 1.			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly,							
any voter registration drive?							
(3) Provide a grant to an individual for travel, study, or other similar purposes		Y	es 🗓 No				
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section		.	* 4 - 4 - 1			
4945(d)(4)(A)? See instructions		Y	es 🗓 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?			es 🗶 No 🚶				
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations							
section 53 4945 or in a current notice regarding disaster assistance? See instructions N/A 5t							
Organizations relying on a current notice regarding disaster assistance, check l			P ;				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for							
expenditure responsibility for the grant?	N	[/A Y	es L No				
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			اد اد	att of			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		[]]			
a personal benefit contract?		Ye	·" LEE 1100 /.				
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b X			
If "Yes" to 6b, file Form 8870	b - 16 - 1 A - 2 - 2 - 2 - 2 - 0		🔻				
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Y6	es X No	7b 1			
b If "Yes," did the foundation receive any proceeds or have any net income attributed in the foundation of the same and th		nagaya Lighli		/0			
Part'VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation ivia	nagers, nigni	У				
List all officers, directors, trustees, and foundation managers and t	heir compensation.	· · · · ·					
<u> </u>	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to	(e) Expense account, other			
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	account, other allowances			
ROBERT E. KING	TRUSTEE		Compensation				
1010 EL CAMINO REAL, SUITE 250							
MENLO PARK, CA 94025	10.00	0.	0.	0.			
DOROTHY J. KING	TRUSTEE						
1010 EL CAMINO REAL, SUITE 250							
MENLO PARK, CA 94025	2.00	0.	0.	0.			
WILLIAM MEEHAN	DIRECTOR						
1010 EL CAMINO REAL, SUITE 250							
MENLO PARK, CA 94025	2.00	150,000.	0.	0.			
	PRESIDENT AND	CEO, DIR	ECTO				
1010 EL CAMINO REAL, SUITE 250							
MENLO PARK, CA 94025	40.00	301,100.	9,770.	0.			
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	Tale				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other			
	devoted to position		compensation	allowances			
		OMMUNICAT	_				
SUITE 250, MENLO PARK, CA 94205	40.00	135,987.	0.	0.			
	OFFICE MANAGE						
SUITE 250, MENLO PARK, CA 94205	40.00	113,772.	0.	0.			
		ANCE, INV	l Y				
SUITE 250, MENLO PARK, CA 94205	40.00	88,887.	48.	<u> </u>			
	RESEARCH ASSO			0			
SUITE 250, MENLO PARK, CA 94205	40.00	83,392.	9.	0.			
	DIRECTOR OF R		SPECIAL	PROJ			
REAL, SUITE 250, MENLO PARK, CA	15.00	71,850.	0.	0.			
Total number of other employees paid over \$50,000			Form	990-PF (2017)			
			Form	ココロモビ ビコノリコノト			

Form 990-PF, (2017) FKA THRIVE FOUNDATION FOR YOUTH	INC 47-	3706995 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	er "NONE "	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
C.CHEN CONSULTING	STRATEGIC PLANNI	
157 OCEAN AVENUE, SAN FRANCISCO, CA 94112	ADVISING ON GRAN	TS 88,790.
THE KUGLER COMPANY LLC - 1100 GLENDON AVE,		
FLOOR 17, LOS ANGELES, CA 90024	EXECUTIVE COACHI	NG 73,718.
		_
Total number of others receiving over \$50,000 for professional services		<u>▶</u> 2
Part X: A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis number of organizations and other beneficiaries served, conferences convened, research papers pro-		Expenses
1 GRANTEE MEETING AT STANFORD IN FEB 2017		
		3,150.
2		
3		
	<u> </u>	
4		
Part X:B: Summary of Program-Related Investments		<u> </u>
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		
		4
All other program-related investments See instructions.		
3		
 ·		

0 . Form **990-PF** (2017)

▶

Total. Add lines 1 through 3

Form 990-PF (2017)

KING PHILANTHROPIES FKA THRIVE FOUNDATION FOR YOUTH INC

47-3706995

Page 8

뜨	art'X - Minimum Investment Return (All domestic foundations must complete this part. Foreign for	indations,	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	2,414,158. 756,848.
b	Average of monthly cash balances	1b	
C	Fair market value of all other assets	1c	34,789,109.
d	Total (add lines 1a, b, and c)	1d	37,960,115.
е	Reduction claimed for blockage or other factors reported on lines 1a and	2	
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	37,960,115.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	569,402.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,390,713.
6	Minimum investment return. Enter 5% of line 5	6	1,869,536.
P	art XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations at foreign organizations, check here and do not complete this part)	nd certain	
1	Minimum investment return from Part X, line 6	1	1,869,536.
2a	Tax on investment income for 2017 from Part VI, line 5 Income tax for 2017. (This does not include the tax from Part VI.) 2a 29, 467.	57.3	
b	Income tax for 2017. (This does not include the tax from Part VI.) 2b 2,605.		
C	Add lines 2a and 2b	2c	32,072.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,837,464.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,837,464.
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	1,837,464.
	Qualifying Distributions (see instructions)	DATAGO	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	3,934,287.
	Program-related investments - total from Part IX-B	1b	3,334,207.
b D	•	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the:		
	· · · · · · · · · · · · · · · · · · ·	30	
a	Suitability test (prior IRS approval required)	3a	
, b		3b	3,934,287.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,334,401.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	.	٥
_	Income Enter 1% of Part I, line 27b	5	0. 3,934,287.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation (4940(e) reduction of tax in those years	qualities foi	The section

Form **990-PF** (2017)

KING PHILANTHROPIES FKA THRIVE FOUNDATION FOR YOUTH INC

47-3706995

Page 9

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,				1,837,464.
2 Undistributed income if any as of the end of 2017				1,037,404.
•			976,747.	
a Enter amount for 2016 only b Total for prior years			510,147.	
o rotation prior years		0.		
3 Excess distributions carryover, if any, to 2017.		0.		
a From 2012 3,309,790.			,	,
		•		. '
cFrom 2014 2,575,489.			•	
dFrom 2015 2,666,891.		•	ي	,
eFrom 2016 722,144.	 	•		
f Total of lines 3a through e	12,375,978.			, , , , , , , , , , , , , , , , , , , ,
4 Qualifying distributions for 2017 from				le l
Part XII, line 4 \triangleright \$ 3,934,287.				ļ
a Applied to 2016, but not more than line 2a			976,747.	
b Applied to undistributed income of prior				13. 1.6-
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			and the second second
d Applied to 2017 distributable amount	,			1,837,464.
e Remaining amount distributed out of corpus	1,120,076.		,¢~′,	1.17 富寧湖南北江1
5 Excess distributions carryover applied to 2017	0.		1 de	0.
(If an amount appears in column (d) the same amount must be shown in column (a).)	,		W. T. T.	TO THE WAY TO YOUR
6 Enter the net total of each column as indicated below:	.9			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,496,054.		PART	が会まる。
b Prior years' undistributed income. Subtract			(4.7) M (子のはなどに関係は明
line 4b from line 2b		0.	() () () () () () () ()	い、一般に、一般に、一般に、
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		0.1		
e Undistributed income for 2016. Subtract line				•
4a from line 2a. Taxable amount - see instr.		,	0.	` ' -
f Undistributed income for 2017 Subtract				
lines 4d and 5 from line 1. This amount must	,	`}	•	
be distributed in 2018	. '		• • • •	0.
7 Amounts treated as distributions out of				, , ,
corpus to satisfy requirements imposed by			•	
section 170(b)(1)(F) or 4942(g)(3) (Election				42.8
may be required - see instructions)	0.		•	
8 Excess distributions carryover from 2012				
not applied on line 5 or line 7	3,309,790.			
9 Excess distributions carryover to 2018	3,303,130.	 -		
Subtract lines 7 and 8 from line 6a	10,186,264.	J	}	•
1	10,100,204.		· - ·	•
O Analysis of line 9. a Excess from 2013 3,101,664.			,	
	G.		,	
c Excess from 2015 2,666,891.				•
dExcess from 2016 722, 144.			e 1	
eExcess from 2017 1,120,076.				

	ILANTHROPIE IVE FOUNDAT	S ION FOR YOU	TH INC	47-	3706995 Page 1
Part XIV Private Operating Fo					
1 a If the foundation has received a ruling or					
foundation, and the ruling is effective for		•		03/11/15	
b Check box to indicate whether the found	•	•	•	4942(j)(3) or	4942(1)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
investment return from Part X for					
each year listed					/
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				7	
for active conduct of exempt activities				/	
Subtract line 2d from line 2c			/		ľ
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					
RantiXVII Supplementary Infor			if the founda	tion had \$5,000 or	more in assets
at any time during th	ne year-see instr	uctions.)			
1 Information Regarding Foundation	Managers:				
a List any managers of the foundation who			ibutions received b	y the foundation before the	close of any tax
year (but only if they have contributed ma	ore man \$5,000). (See Si	sciion 507(u)(2).)			
NONE					
b List any managers of the foundation who other entity) of which the foundation has			or an equally large	portion of the ownership of	a partnership or
NONE					
2 Information Regarding Contribution	on, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:		
Check here 🕨 🐰 if the foundation or					equests for funds. If
the foundation makes gifts, grants, etc , t					
a The name, address, and telephone numb	er or email address of th	e person to whom applic	ations should be ad	Idressed	
	I was to the				
b The form in which applications should be	supmitted and informat	ion and materials they sh	ONIQ IUCINQ6		

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

c Any submission deadlines:

Form 990-PF (2017) FKA THRIVE FOUNDATION FOR YOUTH INC

47-3706995

Page 11

PartiXV Supplementary Information (continued) 3 . Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Purpose of grant or contribution Foundation Amount status of recipient Name and address (home or business) a Paid during the year ИC PASSTHROUGH CHARITABLE FROM K-1 LEGACY VENTURES IV, LLC EXPENSE 180 LYTTON STREET 7. PALO ALTO, CA 94301 SEE STATEMENT A SEE STATEMENT A SEE STATEMENT A 1,923,250. SEE STATEMENT A. CA 94025 PASSTHROUGH CHARITABLE ИC FROM K-1 REAL ESTATE PARTNERS II EXPENSE 9 WEST 57TH ST, FLOOR 43 5. NEW YORK, NY 10019 ▶ 3a 1,923,262. b Approved for future payment NONE **▶** 3b Total

KING PHILANTHROPIES FKA THRIVE FOUNDATION FOR YOUTH INC

47-3706995 Page 12

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income			ided by section 512 513 or 514	(e)	
	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income	
1 Program service revenue	code		code		TOTOLICIT INCOME	
a			<u> </u>	<u> </u>	ļ	
b	<u></u>		<u> </u>			
c	L					
d	1					
e	[1		
1						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash	-		<u> </u>			
investments			14	17.485.		
4 Dividends and interest from securities			14			
	5/m 188422m/	ADADA AND THE	1			
5 Net rental income or (loss) from real estate:	Electrician .	A CARLEST AND A CO.	F. (3 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
a Debt-financed property			1			
b Not debt-financed property			ļ			
6 Net rental income or (loss) from personal						
property						
7 Other investment income	900099	18,368.	14	85,826.		
8 Gain or (loss) from sales of assets other						
than inventory			18	1,443,340.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:			<u> </u>		 	
a						
b					····	
c	 -					
d						
			 -			
e	Section Con . In	10 260	-	2 017 427		
12 Subtotal. Add columns (b), (d), and (e)	於學生	18,368.	كريب		0.	
13 Total. Add line 12, columns (b), (d), and (e)				13	2,035,805.	
(See worksheet in line 13 instructions to verify calculations)						
Part XVIEB Relationship of Activities to	the Acc	omplishment of Ex	emp	t Purposes		
		·				
Line No. Explain below how each activity for which incom			contrib	outed importantly to the accom	nplishment of	
the foundation's exempt purposes (other than b	y providing fu	nds for such purposes).				
			_			
						
					· —	
			-			
· · · · · · · · · · · · · · · · · · ·						
		····				
		·····				
						
						
						

Form 990-PF (2017)

KING PHILANTHROPIES

FKA THRIVE FOUNDATION FOR YOUTH INC

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)

47-3706995

Page 13

Rart XVII. Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations 下、Yes No

(other th	han section 501(c)(3) organ	iizations) or in sectio	n 527, relatin	g to political organizations?	•		1 4	1135	1 2 2
a Transfei	rs from the reporting founda	ation to a noncharital	ole exempt or	ganization of			\$ 3	36	1
(1) Cas	sh						1a(1)	41.2-4	X
(2) Oth	ner assets						1a(2)		X
	ansactions							A. In	تشتا
	es of assets to a noncharital	hle exempt organizat	าดถ				1b(1)	DAYA:	X
	rchases of assets from a nor						1b(2)		X
• •	ntal of facilities, equipment, (•	rgamzation				1b(3)		X
		or other assets							X
	mbursement arrangements						1b(4)		X
	ans or loan guarantees						1b(5)		X
• •	formance of services or me	•	•				16(6)		
_	of facilities, equipment, mai	=					1c		X_
	iswer to any of the above is		-	* *	=	-		ets,	
	ces given by the reporting fo				ue in any transactio	on or sharing arrangement,	show in		
	(d) the value of the goods, o							_	
a)Line no	(b) Amount involved	(c) Name of		e exempt organization	(d) Description	on of transfers transactions, and	d sharing arr	angeme	nts ———
			N/A						
		_				<u></u>			
				············					
						<u> </u>			
				· · · · · · · · · · · · · · · · · · ·	+			_	
							-		
	·								
									
					·				
	· · · · · · · · · · · · · · · · · · ·	<u> </u>							
L									
2a Is the fo	undation directly or indirect	ly affiliated with, or re	elated to, one	or more tax-exempt organi	zations described	,	_	_	7
ın sectio	on 501(c) (other than section	n 501(c)(3)) or in sec	ction 527?			Ļ	Yes	L <u>X</u>] No
b If "Yes,"	complete the following sche								
	(a) Name of orga	anization		(b) Type of organization		(c) Description of relation	ship		
	N/A								
									
Und	er penalties of perjury, I declare t	hat I have examined this	return includin	ng accompanying schedules and	statements and to th	e best of my knowledge			
Sign and	betief it is true, correct, and com	iplete Declaration of pre	parer (other that	n taxpayer) is based on all inform	nation of which prepar	er nas aut knowledge rei	ay the IRS d turn with the	prepare	er
Here	PHI 171 1	Del lo	1, ,	1110118	COUNS	72	X Yes	See ins	1. I
l 💆	gnature of officer or trustee	WY CO	4	0210	Title		_a res		J No
1 00			Preparer's si	Date		Check if PTIN			
	Print/Type preparer's na	1116	richater 2 21	1 / -	Date				
ם יים	JOSEPH A.			e I	11/7/18	self- employed	0724	010	
Paid	DEGIROLAMO					l	0731		
Preparer		ERSEN TAX	LLC			Firm's EIN ► 33-1	1973	84	
Use Only	` 			· 					
	Firm's address ► 10	0 FIRST S	TREET,	STE 1600					_
	SAI	N FRANCIS	CO, CA	94105		Phone no (415)	764	-27	00
						F	orm 990	-PF(2017)

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate. (d) Date sold P - Purchase D - Donation (mo, day, yr) (mo, day, yr) 2-story brick warehouse, or common stock, 200 shs MLC Co LEGACY VENTURE VI (QP), LLC 1a FROM K-1: P P b FROM K-1: LEGACY VENTURE IV, LLC c FROM K-1: NORWOOD PARTNERS, L.P. P P d FROM K-1: RE PARTNERS II P LEGACY VENTURE VI (QP), e FROM K-1: P f FROM K-1: LEGACY VENTURE IV, LLC g FROM K-1: NORWOOD PARTNERS, L.P. P h FROM K-1: RE PARTNERS II P FROM K-1: RE PARTNERS II (SEC 1231 GAIN) P P SEE STMT D-1 k SEE STMT D-1 P P I SEE STMT D-2 P m SEE STMT D-3 P n SEE STMT D-3 P O SEE STMT D-4 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 9,643. 9,643. 2,925 -2,925. b 96,037. 96,037. -18,101. 18,101. d 261,636. 490,596. 261,636. 490,596. f 10,207. -10,207. g 51,269. -51,269. h 3,606. 3,606. 1,813,075 1,768,148. -44,927. J 744,956. 93,858. 838,814. -8,852. 758,852 1,750,000. ī 79,235. 1,689,641. 1,610,406. m 1,929,083. 1,645,456. 283,627. n 266,807. 16,967. 283,774. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col (h)) Gains (excess of col. (h) gain over col (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 over col. (j), if any as of 12/31/69 9,643. -2,925. b 96,037. -18,101. d 261,636. е 490,596. -10,207. g -51,269. h 3,606. -44,927. 93,858. -8,852. 79,235. m 283,627. n 16,967. { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } 2 Capital gain net income or (net capital loss) 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

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (mo , day, yr) (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold 2-story brick warehouse, or common stock, 200 shs MLC Co. (mo, day, yr) 1a SEE STMT D-4 P P b SEE STMT D-5 c SEE STMT D-5 P P d SEE STMT D-6 e MSSB- 1553 CAP GAIN DIST Р P FROM PFIC: TRG GROWTH PARTNERSHIP g FROM PFIC: STEPSTONE MASTERS IV OFFSHORE - EXCESS P k 1 m n 0 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price plus expense of sale (e) plus (f) minus (g) (or allowable) 385,745 211,586. 174,159. а 7,052. 6,776. 276. b 810,959. 890,010. -79,051. C 544,696. 550,000. 5,304. d 393. 393. е 5,737. 5,737. 137,598. 137,598. g h m п 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col (h)) Gains (excess of col (h) gain over col (k), () Adjusted basis (k) Excess of col. (i) (i) F M V as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 174,159. 276. b -79,051. C 5,304. d 393. 5,737. 137,598. h m п 0 { If gain, also enter in Part I, line 7 | If (loss), enter "-0-" in Part I, line 7 } 1,443,340. 2 Capital gain net income or (net capital loss) 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 N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
			
FROM K-1: LEGACY VENTURE IV,			
LLC	9,732.	9,732.	
FROM K-1: LEGACY VENTURE VI		-	
(QP), LLC	3,286.	3,286.	
FROM K-1: NORWOOD CAPITAL			
PARTNERS, L.P	3,226.	3,226.	
FROM K-1: REAL ESTATE PARTNERS			
II	737.	737.	
MSSB - 1444	161.	161.	
MSSB - 1484	4.	4.	
MSSB - 1486	1.	1.	
MSSB - 1547	193.	193.	
MSSB - 1548	23.	23.	
MSSB - 1549	26.	26.	
MSSB - 1552	41.	41.	
MSSB - 1553	10.	10.	
MSSB - 1554	18.	18.	
MSSB - 1556	16.	16.	
MSSB - 1577	3.	3.	
MSSB - 6575	8.	8.	
TOTAL TO PART I, LINE 3	17,485.	17,485.	

FORM 990-PF	DIVIDENDS	AND INTEREST	FROM SECUR	ITIES ST	PATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS		(B) NET INVEST- MENT INCOME	
FROM K-1: LEGACY VENTURE IV, LLC FROM K-1: LEGACY VENTURE VI (QP),	8,895.	0.	8,895.	8,895.	
LLC FROM K-1: NORWOOD	1,192.	0.	1,192.	1,192.	
PARTNERS, L.P. FROM K-1: REAL	11,249.	0.	11,249.	11,249.	
ESTATE PARTNERS II	2,922.	0.	2,922.	2,922.	
MSSB - 1444	4,706.	0.		4,706.	
MSSB - 1547	112,858.	0.	112,858.	112,858.	
MSSB - 1548	104,245.	0.	104,245.	104,245.	
MSSB - 1549	49,496.	0.		49,496.	
MSSB - 1552	23,803.	0.	23,803.	23,803.	

KING PHILANTHROP	IES FKA THRIVE FOU	NDATIO			47-3706995
MSSB - 1553 MSSB - 1554 MSSB - 1556 MSSB - 1557	11,361. 65,992. 45,494. 15,378.	0. 0. 0.	11,36 65,99 45,49 15,37	 65,992. 45,494. 	•
MSSB - 4843 MSSB - 6575	117. 13,078.	0. 0.	11 13,07	7. 117.	•
TO PART I, LINE 4	470,786.	0.	470,78	470,786.	
FORM 990-PF	ОТН	ER INCC	ME	S	STATEMENT 3
DESCRIPTION			(A) VENUE BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MSSB - 1553 FROM K-1: NORWOOD F		<u> </u>	33,689. 3,057.		
LLC UBTI FROM K-1: LEGACY VI			-72.	0.	
UBTI			15,677.	0.	
FROM K-1: LEGACY VI	ENTURE VI, LLC		82.	82.	
FROM K-1: LEGACY VI			3,924.	3,924.	
FROM K-1: REAL ESTA FROM K-1: REAL ESTA	ATE PARTNERS II		-2,139.		
(RENTAL INCOME)			-632.	-632.	
FROM K-1: RE PARTNE	ERS II UBTI		2,763.	0.	
SEC 965 GROSS INCOM			47,845.	47,845.	
TOTAL TO FORM 990-1	PF, PART I, LINE 1	1	104,194.	85,826.	
FORM 990-PF	L	EGAL FE	ES	S	STATEMENT 4
	, (A)		(B)	(C)	(D)

EXPENSES

DESCRIPTION

LEGAL FEES

TO FM 990-PF, PG 1, LN 16A

PER BOOKS

46,492.

46,492.

NET INVEST-

MENT INCOME

0.

0.

CHARITABLE

PURPOSES

46,492.

46,492.

ADJUSTED

NET INCOME

FORM 990-PF	ACCOUNTI	NG FEES	STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES FINANCIAL AUDIT	43,000. 6,500.	0.		21,500. 3,250.
TO FORM 990-PF, PG 1, LN 16B	49,500.	0.		24,750.
FORM 990-PF C	OTHER PROFES	SIONAL FEES	S	TATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES OTHER PROFESSIONAL SERVICES INVESTMENT MANAGEMENT FEES	198,081. 170,189. 207,088.	0. 0. 207,088.		198,081. 170,189. 0.
TO FORM 990-PF, PG 1, LN 16C	575,358.	207,088.		368,270.
FORM 990-PF)	TAX	ES	S	TATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID FEDERAL TAXES	39,010. 29,467.	39,010.		0.
TO FORM 990-PF, PG 1, LN 18	68,477.	39,010.		0.

KING PHILANTHROPIES FKA THRIVE FOUNDATIO

INSURANCE	FORM 990-PF	OTHER E	E EXPENSES STATEMEN			STATEMENT
COMPUTER AND INFORMATION TECHNOLOGY 22,626. 0. 22,626 OFFICE EXPENSES 34,277. 0. 34,277 TRAVEL AND MEETINGS 31,547. 0. 31,547. OTHER PORTFOLIO DEDUCTIONS 297,983. 297,983. 0. BOOKS AND SUBSCRIPTIONS 1,280. 0. 1,280. MISCELLANEOUS / FILING FEE 675. 0. 675. BANK FEES 9. 0. 675. BOOK RELATED EXPENDITURES 121,910. 0. 121,910. PROFESSIONAL DEVELOPMENT 14,236. 0. 14,236. MEMBERSHIPS 1,498. 0. 1,498. TO FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. FORM 990-PF CORPORATE STOCK STATEMENT 9. DESCRIPTION BOOK VALUE FAIR MARKET VALUE COMMON STOCKS - MS BAIDU ACCOUNT 2,342,100. 2,342,100. TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE FAIR MARKET VALUE DESCRIPTION BOOK VALUE FAIR MARKET VALUE DESCRIPTION 2,342,100. 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE VALUE DESCRIPTION STATEMENT 10 DESCRIPTION 2,342,100. 2,342,100. 2,342,100. DESCRIPTION STATEMENT 10	DESCRIPTION	EXPENSES	NET INVE		ADJUSTED	CHARITABL
TECHNOLOGY OFFICE EXPENSES 34,277. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,547. 0. 31,260. 0. 31,280. 0. 31,2	INSURANCE	10,523.	•	0.		10,523
### DESCRIPTION CORPORATE STOCK STATEMENT CORPORATE BONDS CORPORATE STOCK CORPORATE STOCK CORPORATE BONDS CORPORATE STOCK CORPORATE STOCK CORPORATE STOCK CORPORATE STOCK CORPORATE STOCK CORPORATE STOCK CORPORATE BONDS CORPORATE STOCK		00.606		•		00.606
TRAVEL AND MEETINGS 31,547. 0. 31,547. OTHER PORTFOLIO DEDUCTIONS 297,983. 297,983. 0. 1,280. 0. 1,280. 0. 1,280. 0. 675. BOOKS AND SUBSCRIPTIONS 1,280. 0. 1,280. 675. BANK FEES 9. 0. 9. 0. 9. 9. 9. 0. 9. 9. 9. 0. 9. 9. 9. 0. 9. 9. 9. 9. 0. 1,280. 1.2,910. 0. 121,910. 1.2,						
OTHER PORTFOLIO DEDUCTIONS 297,983. 297,983. 0 BOOKS AND SUBSCRIPTIONS 1,280. 0. 1,280. MISCELLANEOUS / FILING FEE 675. 0. 675. BANK FEES 9. 0. 9. BOOK RELATED EXPENDITURES 121,910. 0. 121,910. PROFESSIONAL DEVELOPMENT 14,236. 0. 14,236. MEMBERSHIPS 1,498. 0. 1,498. TO FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. FORM 990-PF CORPORATE STOCK STATEMENT 9 DESCRIPTION BOOK VALUE FAIR MARKET VALUE COMMON STOCKS - MS BAIDU ACCOUNT 2,342,100. 2,342,100. TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE FAIR MARKET VALUE DESCRIPTION 2,342,100. 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE FAIR MARKET VALUE DESCRIPTION 2,342,100. 2,342,10						
### BOOKS AND SUBSCRIPTIONS	-		297	_		•
MISCELLANEOUS / FILING FEE 675. 0. 675 BANK FEES 9. 0. 9. BANK FEES 9. 0. 121,910 PROFESSIONAL DEVELOPMENT 14,236. 0. 14,236. MEMBERSHIPS 1,498. 0. 14,236. TO FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. FORM 990-PF CORPORATE STOCK STATEMENT 9. DESCRIPTION BOOK VALUE FÀIR MARKET VALUE COMMON STOCKS - MS BAIDU ACCOUNT 2,342,100. 2,342,100. TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE FAIR MARKET VALUE DESCRIPTION 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE FAIR MARKET VALUE DESCRIPTION BOOK VALUE TOTAL			291,			_
BANK FEES 9. 0. 121,910. 0. 121,910. 0. 121,910. 0. 14,236. 0. 14,236. MEMBERSHIPS 1,498. 0. 1,498. 0. 1,498. TO FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. DESCRIPTION BOOK VALUE FAIR MARKET VALUE TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10DESCRIPTION BOOK VALUE FAIR MARKET VALUE TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. 2,342,100. EVALUE FORM 990-PF CORPORATE BONDS STATEMENT 10DESCRIPTION BOOK VALUE FAIR MARKET VALUE TOTAL TO FORM 990-PF CORPORATE BONDS STATEMENT 10DESCRIPTION BOOK VALUE FAIR MARKET VALUE TOTAL TO FORM 990-PF CORPORATE BONDS STATEMENT 10DESCRIPTION BOOK VALUE FAIR MARKET VALUE TOTAL TO FORM 990-PF CORPORATE BONDS 1,714,734. 1,714,734.		·		_		•
### BOOK RELATED EXPENDITURES 121,910. 0. 121,910. PROPESSIONAL DEVELOPMENT 14,236. 0. 14,236. 0. 1,498. To FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. TO FORM 990-PF CORPORATE STOCK STATEMENT STA						
PROFESSIONAL DEVELOPMENT 14,236. 0. 14,236. MEMBERSHIPS 1,498. 0. 1,498. TO FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. FORM 990-PF CORPORATE STOCK STATEMENT 9 DESCRIPTION BOOK VALUE VALUE COMMON STOCKS - MS BAIDU ACCOUNT 2,342,100. 2,342,100. TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE VALUE DESCRIPTION 2,342,100. 2,342,100. 2,342,100. FORM 990-PF CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE VALUE WELLS FARGO STHY BONDS 2,520,924. 1,714,734. 1,714,734.						
### ### ### ### ### ### ### ### ### ##						
TO FORM 990-PF, PG 1, LN 23 536,564. 297,983. 238,581. FORM 990-PF CORPORATE STOCK STATEMENT ST	MEMBERSHIPS					
FORM 990-PF CORPORATE STOCK BOOK VALUE FÀIR MARKET VALUE COMMON STOCKS - MS BAIDU ACCOUNT TOTAL TO FORM 990-PF, PART II, LINE 10B CORPORATE BONDS FAIR MARKET CORPORATE BONDS FAIR MARKET VALUE WELLS FARGO STHY BONDS FEMPETON GLOBAL BONDS 1,714,734. 1,714,734.			207	002		
DESCRIPTION BOOK VALUE TOTAL TO FORM 990-PF, PART II, LINE 10B CORPORATE BONDS FAIR MARKET 2,342,100. 2,342,100. 2,342,100. FAIR MARKET VALUE	•				=	
DESCRIPTION COMMON STOCKS - MS BAIDU ACCOUNT TOTAL TO FORM 990-PF, PART II, LINE 10B CORPORATE BONDS DESCRIPTION BOOK VALUE 2,342,100. 2,342,100. 2,342,100. TAIR MARKET VALUE FAIR MARKET VALUE WELLS FARGO STHY BONDS TEMPETON GLOBAL BONDS 1,714,734. 1,714,734.	FORM 990-PF	CORPORAT	E STOCK			STATEMENT S
TOTAL TO FORM 990-PF, PART II, LINE 10B 2,342,100. 2,342,100. CORPORATE BONDS FAIR MARKET VALUE WELLS FARGO STHY BONDS FEMPETON GLOBAL BONDS 1,714,734. 1,714,734.	DESCRIPTION			вос	OK VALUE	
FORM 990-PF . CORPORATE BONDS STATEMENT 10 DESCRIPTION BOOK VALUE WELLS FARGO STHY BONDS TEMPETON GLOBAL BONDS 1,714,734. 1,714,734.	COMMON STOCKS - MS BAIDU ACCOUNT				2,342,100.	2,342,100.
FAIR MARKET DESCRIPTION BOOK VALUE VALUE VELLS FARGO STHY BONDS PEMPETON GLOBAL BONDS 1,714,734. FAIR MARKET VALUE 1,720,924. 1,714,734.	TOTAL TO FORM 990-PF, PART II, LINE 10B			2,342,100. 2,342,		2,342,100.
WELLS FARGO STHY BONDS TEMPETON GLOBAL BONDS 2,520,924. 2,520,924. 1,714,734. 1,714,734.	FORM 990-PF .	CORPORAT	E BONDS			STATEMENT 10
TEMPETON GLOBAL BONDS 1,714,734. 1,714,734.	DESCRIPTION			вос	OK VALUE	
TOTAL TO FORM 990-PF, PART II, LINE 10C 4,235,658. 4,235,658.	WELLS FARGO STHY BONDS TEMPETON GLOBAL BONDS		•			
	TOTAL TO FORM 990-PF, PART II	, LINE 10C	•	4,235,658.		4,235,658.

FORM 990-PF OT	THER I	NVESTMENTS		STATEMENT 11
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POLEN CAPITAL - LARGE CAP GROWTH		FMV	3,439,612.	3,439,612.
MASTERS IV OFFSHORE		FMV	364,234.	364,234
SNOW CAPITAL - ALL CAP VALUE		FMV	3,634,787.	3,634,787
INVESCO INTERNATIONAL ADR		FMV	5,414,419.	5,414,419
ABS GLOBAL OFFSHORE SPC		FMV	3,421,654.	3,421,654
TRG INTERNATIONAL GROWTH II		FMV	405,734.	405,734
CITIGROUP REAL ESTATE PARTNERS II	I	FMV	305,624.	305,624
JAPAN INDEX FUND		FMV	2,324,731.	2,324,731
OPPENHIEMER EMERGING MARKETS		FMV	2,299,571.	2,299,571
COMMODITIES		FMV	1,344,245.	1,344,245
NORWOOD PARTNERS		FMV	4,263,353.	4,263,353
LEGACY VENTURE IV, LLC		FMV	4,936,172.	4,936,172
LEGACY VENTURE VI, LLC		FMV	6,898,609.	6,898,609
ISHARES GLOBAL FINANCIALS ETF (IX	KG)	FMV	1,358,509.	1,358,509
TOTAL TO FORM 990-PF, PART II, LI		40,411,254.	40,411,254.	
FORM 990-PF	OTHE	R ASSETS	<u></u>	STATEMENT 12
DESCRIPTION		INNING OF OOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS OTHER RECEIVABLES		6,500.	6,500. 113,041.	6,500. 113,041.
TO FORM 990-PF, PART II, LINE 15		6,500.	119,541.	119,541.
		٠		
FORM 990-PF OT	THER L	IABILITIES		STATEMENT 13
DESCRIPTION			BOY AMOUNT	EOY AMOUNT
CREDIT CARDS OTHER CURRENT LIABILITIES		•	241. 15,559.	13,592. 72,380.
TOTAL TO FORM 990-PF, PART II, LI	15,800.	85,972.		