

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

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation KahleAustin Foundation		A Employer identification number 91-1816164	
Number and street (or P O box number if mail is not delivered to street address) 513B Simonds Loop		B Telephone number (see instructions) (415) 931-8766	
City or town, state or province, country, and ZIP or foreign postal code San Francisco, CA 94129		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		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) ▶ \$ 87,954,292		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	38,721,865			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	76	76		
4	Dividends and interest from securities	1,293,925	1,293,925		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	694,688			
b	Gross sales price for all assets on line 6a	80,716,858			
7	Capital gain net income (from Part IV, line 2)		38,850,621		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	1,357,612			
12	Total. Add lines 1 through 11	42,068,166	40,144,622		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	6,025			6,025
b	Accounting fees (attach schedule)	13,650			13,650
c	Other professional fees (attach schedule)	345,299	345,299		
17	Interest				
18	Taxes (attach schedule) (see instructions)	63,235			155
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	102,959	70		105,248
24	Total operating and administrative expenses. Add lines 13 through 23	531,168	345,369		125,078
25	Contributions, gifts, grants paid	1,654,172			1,654,172
26	Total expenses and disbursements. Add lines 24 and 25	2,185,340	345,369		1,779,250
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	39,882,826			
b	Net investment income (if negative, enter -0-)		39,799,253		
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	316,362	1,124,983	1,124,983
	2 Savings and temporary cash investments	4,989,449	4,683,702	4,683,702
	3 Accounts receivable ▶ <u>35,591</u>			
	Less allowance for doubtful accounts ▶ _____		35,591	35,591
	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) ▶ <u>79,417</u>			
	Less allowance for doubtful accounts ▶ _____	93,139	79,417	79,417
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	65,345	880,265	880,265
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	19,336,873	43,349,405	43,349,405
	c Investments—corporate bonds (attach schedule)	6,619,611	19,420,961	19,420,961
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	14,208,413	18,371,634	18,371,634	
14 Land, buildings, and equipment basis ▶ _____				
Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)	8,334	8,334	8,334	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	45,637,526	87,954,292	87,954,292	
Liabilities	17 Accounts payable and accrued expenses	2,359		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	5,000	63,000	
	23 Total liabilities (add lines 17 through 22)	7,359	63,000	
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	45,630,167	87,891,292	
	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)	45,630,167	87,891,292		
31 Total liabilities and net assets/fund balances (see instructions) .	45,637,526	87,954,292		

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	45,630,167
2 Enter amount from Part I, line 27a	2	39,882,826
3 Other increases not included in line 2 (itemize) ▶ _____	3	2,378,299
4 Add lines 1, 2, and 3	4	87,891,292
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	87,891,292

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 Sale of Publicly Traded Securities	P	2000-01-01	2016-12-12
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 80,716,858		41,866,237	38,850,621
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			38,850,621
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	38,850,621
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))
2015	2,667,120	39,056,530	0 06829
2014	2,271,466	41,488,097	0 05475
2013	1,357,335	20,162,334	0 06732
2012	927,477	19,065,180	0 04865
2011	1,106,419	22,521,012	0 04913

2 Total of line 1, column (d)	2	0 288135
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 057627
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	76,631,349
5 Multiply line 4 by line 3	5	4,416,035
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	397,993
7 Add lines 5 and 6	7	4,814,028
8 Enter qualifying distributions from Part XII, line 4	8	1,779,250

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, tax based on investment income, credits/payments, and total tax due. Total tax due is 410,263.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about political campaigns, political expenditures, unrelated business income, liquidation, and state reporting. Includes Yes/No columns.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of Barbara Blakely Telephone no (415) 931-8766
Located at 513B Simonds Loop San Francisco CA ZIP+4 94129
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country

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)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.
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 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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).
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?
b If "Yes," did it have excess business holdings in 2016 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 2016).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2016?

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes 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? Yes 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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Brewster L Kahle 513B Simonds Loop San Francisco, CA 94129	Pres & Tres 2 00	0		
Mary K Austin 513B Simonds Loop San Francisco, CA 94129	VP & Sec 2 00	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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

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

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

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
Morgan Stanley Private Wealth Management 2725 Sand Hill Road Suite 100 Menlo Park, CA 94025	Investment Mgmt	345,299
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 	
2 	
3 	
4 	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 	
2 	
All other program-related investments. See instructions	
3 	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	60,310,036
b	Average of monthly cash balances.	1b	17,400,537
c	Fair market value of all other assets (see instructions).	1c	87,751
d	Total (add lines 1a, b, and c).	1d	77,798,324
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	77,798,324
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,166,975
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	76,631,349
6	Minimum investment return. Enter 5% of line 5.	6	3,831,567

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	3,831,567
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	795,985
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	795,985
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,035,582
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,035,582
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	3,035,582

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	1,779,250
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,779,250
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,779,250

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				3,035,582
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016				
a From 2011.	3,468,137			
b From 2012.	2,977,713			
c From 2013.	841,046			
d From 2014.	250,069			
e From 2015.	727,173			
f Total of lines 3a through e.	8,264,138			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ _____ 1,779,250				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				1,779,250
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	1,256,332			1,256,332
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,007,806			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	2,211,805			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	4,796,001			
10 Analysis of line 9				
a Excess from 2012.	2,977,713			
b Excess from 2013.	841,046			
c Excess from 2014.	250,069			
d Excess from 2015.	727,173			
e Excess from 2016.				

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
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))
See Additional Data Table

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	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> See Additional Data Table				
Total ▶ 3a				1,654,172
b <i>Approved for future payment</i>				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, membership dues, interest on investments, dividends, rental income, and other revenue, totaling 3,245,812.

(See worksheet in line 13 instructions to verify calculations)

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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.

Signature of officer or trustee: ***** Date: 2017-11-15 Title: *****

May the IRS discuss this return with the preparer shown below (see instr)? Yes No

Paid Preparer Use Only	Print/Type preparer's name Michael Fontanello	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01471027
	Firm's name ▶ Fontanello Duffield & Otake LLP				Firm's EIN ▶
	Firm's address ▶ 44 Montgomery Street Suite 1305 San Francisco, CA 94104				Phone no (415) 983-0200

Form 990PF Part XV Line 1a - 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).

Brewster L Kahle

Mary K Austin

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>				
Presidio Hill School 3839 Washington Street San Francisco, CA 94118	N/A	PC	General Support	5,000
SF Center for the Book 300 De Haro Street 334 San Francisco, CA 94103	N/A	PC	General Support	7,500
Oxbow School 530 Third Street Napa, CA 94559	N/A	PC	General Support	1,000
Minnesota Ctr for the Bk Arts 1011 Washington Ave S 100 Minneapolis, MN 55415	N/A	PC	General support	1,000
ACLU Foundation 1663 Mission Street 460 San Francisco, CA 94103	N/A	PC	General support	5,000
Total ▶ 3a				1,654,172

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>				
Oberlin College Alumni Fund 50 W Lorain Street Oberlin, OH 44074	N/A	PC	Oberlin Alumni Fund	5,000
KQED 2601 Mariposa Street San Francisco, CA 94110	N/A	PC	General support	1,000
KPFA 1929 ML King Jr Way Berkeley, CA 94704	N/A	PC	General support	1,000
The Long Now Foundation PO Box 29462 San Francisco, CA 94129	N/A	PC	General Support	1,010
Kala Art Institute 1060 Heinz Avenue Berkeley, CA 94710	N/A	PC	General Support	5,000
Total 3a				1,654,172

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>				
Free Software Foundation 59 Temple Place 330 Boston, MA 02111	N/A	PC	General Support	3,142
The Center for Book Arts 28 West 27th Street 3rd Fl New York, NY 10001	N/A	PC	General Support	1,000
Bread Puppet Theatre RR2 Glover, VT 05839	N/A	PC	General Support	40,000
Creative Commons Corporation 543 Howard Street 5th Floor San Francisco, CA 94105	N/A	PC	General Support	5,000
Center for Art In Translation 35 Stilman Street 201 San Francisco, CA 94107	N/A	PC	General Support	30,000
Total ▶ 3a				1,654,172

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>				
Musical Traditions 332 Valencia St 301 San Francisco, CA 94103	N/A	PC	General Support	5,000
Beat Within 275 Ninth Street San Francisco, CA 94103	N/A	PC	General Support	2,020
SF Mime Troupe 855 Treat Avenue San Francisco, CA 94110	N/A	PC	General Support	5,000
American Academy of Arts Sciences 136 Irving Street Cambridge, MA 02138	N/A	PC	General Support	1,000
Democracy Now 87 Lafayette St Floor M New York, NY 10013	N/A	PC	General Support	8,000
Total ▶				1,654,172
3a				

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>				
UC Berkeley Law - Samuelson Clinic 2080 Addison Street Berkeley, CA 94720	N/A	PC	Samuelson Law, Technology & Public Policy Clinic	1,000
Public Knowledge 1875 Connecticut Ave NW 650 Washington, DC 20009	N/A	PC	General Support	100,000
Electronic Frontier Fdn 454 Shotwell Street San Francisco, CA 94110	N/A	PC	General Support	200,000
Ecology Action 5798 Ridgewood Road Willits, CA 95490	N/A	PC	General Support	500
Wellesley College 106 Central Street Wellesley, MA 02481	N/A	PC	General Support	5,000
Total 3a				1,654,172

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>				
Williams College Alumni Fund 75 Park Street Williamstown, MA 01267	N/A	PC	General Support	500
National Academy of Engineering PO Box 96714 Washington, DC 20090	N/A	PC	General Support	1,000
Question Copyright.org PO Box 20165 Stanford, CA 94309	N/A	PC	General Support	500
Shotgun Players 1901 Ashby Avenue Berkeley, CA 94703	N/A	PC	General Support	1,000
San Francisco Art Institute 800 Chestnut Street San Francisco, CA 94133	N/A	PC	For educational purposes	10,000
Total ▶ 3a				1,654,172

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>				
Bumi Sehat Foundation International 25 Colby Street Barre, VT 05641	N/A	PC	Robin Lim's Foundation	10,000
SF Center for the Book 300 De Haro Street 334 San Francisco, CA 94103	N/A	PC	General Support	60,000
Fidelity Charitable Gift Fund PO Box 770001 Cincinnati, OH 45277	N/A	PC	General Support	1,000,000
Bainbridge Island Museum of Art PO Box 11413 Bainbridge Island, WA 98110	N/A	PC	General Support	1,000
NexMap 572 4th Avenue San Francisco, CA 94118	N/A	PC	General Support	1,000
Total ▶ 3a				1,654,172

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>				
Author's Alliance PO Box 5805 Berkeley, CA 94705	N/A	PC	General Support	12,000
Int for Study of Know Mgmt in Edu 323 Harvard Avenue Half Moon Bay, CA 94019	N/A	PC	General Support	5,000
PublicResourceOrg Inc 1005 Gravenstein Highway North Sebastopol, CA 95472	N/A	PC	General Support	5,000
Letterform Archive 1001 Mariposa St 307 San Francisco, CA 94107	N/A	PC	General Support	10,000
Planned Parenthood 123 William Street New York, NY 10038	N/A	PC	General Support	5,000
Total ▶ 3a				1,654,172

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>				
Retro Report 633 Third Avenue 16th Floor New York, NY 10017	N/A	PC	General Support	12,000
California Academy of Sciences 55 Music Concourse Dr San Francisco, CA 94118	N/A	PC	General Support	20,000
Codex Foundation 2203 Fourth St Berkeley, CA 94710	N/A	PC	General Support	1,000
Focusing Philanthropy 1637 16th St Santa Monica, CA 90404	N/A	PC	General Support	1,000
Lancaster Museum Public Art Foundat 44933 Fern Avenue Lancaster, CA 93534	N/A	PC	General Support	3,000
Total 3a				1,654,172

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>				
Mills College 5000 MacArthur Blvd Oakland, CA 94613	N/A	PC	General Support	50,000
Nine Gates Programs Inc 9722 Rim Rock Circle Loomis, CA 95650	N/A	PC	General Support	5,000
Root Division 1131 Mission St San Francisco, CA 94103	N/A	PC	General Support	1,000
Total 3a				1,654,172

TY 2016 Accounting Fees Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit	7,500	0	0	7,500
Tax Preparation	6,150	0	0	6,150

TY 2016 Investments Corporate Bonds Schedule

Name: KahleAustin Foundation

EIN: 91-1816164

Software ID: 16000303

Software Version: 2016v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Accrued Interest	124,366	124,366
Wells Fargo 1.650% 1/22/2018 500,000 Sh	499,985	499,985
Amgen Inc 2.125% 5/15/2017 1,000,000 Sh	1,003,260	1,003,260
Walt Disney 1.100% 12/1/2017 500,000 Sh	499,570	499,570
Berksh Hath 1.300% 5/5/2018 500,000 Sh	498,720	498,720
Colgate 1.500% 11/1/2018 1,000,000 Sh	1,002,180	1,002,180
Cisco Sys 2.125% 3/1/2019 500,000 Sh	405,272	405,272
GE Cap Co 5.625% 9/15/17 500,000 Sh	515,375	515,375
Cisco Sys 3.150% 3/14/2017 600,000 Sh	602,652	602,652
Pfizer Inc 1.100% 5/15/2017 700,000 Sh	300,003	300,003
JP Morgan 6.000% 1/15/2018 500,000 Sh	521,565	521,565
Walmart 1.125% 4/11/2018 300,000 Sh	299,301	299,301
Pepsico Inc 1.000% 10/13/2017 500,000 Sh	499,670	499,670
Merck & Co 1.100% 1/31/2018 500,000 Sh	498,975	498,975
Chevron 1.365% 3/2/2018 500,000 Sh	499,510	499,510
Exxon Mobile 1.305% 3/6/2018 500,000 Sh	499,880	499,880
Sanofi 1.250% 4/10/2018 500,000 Sh	499,040	499,040
Pfizer Inc 1.500% 6/15/2018 700,000 Sh	701,015	701,015
Tor.-Dom. Bank 2.625% 9/10/2018 500,000	507,665	507,665
Jnsn & Jnsn 1.650% 12/5/2018 500,000 Sh	502,750	502,750

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Microsoft 1.625% 12/6/2018 1,000,000 Sh	1,005,600	1,005,600
Exxon Mobile 1.708% 3/1/2019 500,000 Sh	501,080	501,080
Walt Disney 1.850% 5/30/2019 500,000 Sh	502,480	502,480
Home Depot 2.000% 6/15/2019 400,000 Sh	403,484	403,484
Oracle Co 2.250% 10/8/2019 1,000,000 Sh	1,012,130	1,012,130
UnitedHlth 2.300% 12/15/2019 500,000 Sh	503,755	503,755
Pepsico Inc 4.500% 1/15/2020 500,000 Sh	538,025	538,025
JP Morgan 2.250% 1/23/2020 500,000 Sh	498,825	498,825
Merck & Co 1.850% 2/10/2020 500,000 Sh	500,315	500,315
Abbott Labs 2.000% 3/15/2020 500,000 Sh	494,920	494,920
Apple Inc 2.000% 5/6/2020 900,000 Sh	901,674	901,674
Walmart 3.625% 7/8/2020 700,000 Sh	739,963	739,963
GE Cap Co 4.625% 1/7/2021 500,000 Sh	542,905	542,905
Berksh Hath 4.250% 1/15/2021 500,000 Sh	538,870	538,870
Open Library of San Francisco Bonds	256,181	256,181

TY 2016 Investments Corporate Stock Schedule

Name: KahleAustin Foundation

EIN: 91-1816164

Software ID: 16000303

Software Version: 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Pfizer Incorporated, 36,300 Sh	1,179,024	1,179,024
Berkshire Hathaway CL B, 11,200 Sh	1,825,376	1,825,376
Johnson & Johnson, 12,200 Sh	1,405,562	1,405,562
Abbott Laboratories, 49,400 Sh	1,897,454	1,897,454
Abbvie Inc, 37,700 Sh	2,360,774	2,360,774
CBS Corp CL B, 41,800 Sh	2,659,316	2,659,316
Citigroup Inc, 53,500 Sh	2,283,380	2,283,380
Gilead Science, 20,400 Sh	1,460,844	1,460,844
Nestle Spon ADR, 19,300 Sh	1,384,582	1,384,582
Time Warner Inc, 10,000 Sh	965,300	965,300
Visa Inc, 8,100 Sh	631,962	631,962
Alphabet Inc CL C, 3,000 Sh	2,315,460	2,315,460
Amgen Inc, 13,500 Sh	1,973,835	1,973,835
Boeing Co, 13,700 Sh	2,132,816	2,132,816
Comcast Corp CL A, 36,800 Sh	2,541,040	2,541,040
Costco Wholesale, 14,100 Sh	2,257,551	2,257,551
Cypress Semiconductor, 120,000 Sh	1,372,800	1,372,800
Emerson Electric, 44,152 Sh	2,461,474	2,461,474
Franklin Resources, 44,000 Sh	1,741,520	1,741,520
General Electric Co, 61,000 Sh	1,927,600	1,927,600
Netflix Inc, 12,000 Sh	1,485,600	1,485,600
Salesforce.com, 25,000 Sh	1,711,500	1,711,500
Symantec Corp, 61,500 Sh	1,469,235	1,469,235
Walt Disney Co, 15,300 Sh	1,594,566	1,594,566
Open Library of San Francisco Stocks	310,834	310,834

TY 2016 Investments - Other Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Open Library of San Francisco	FMV	7,519,028	7,519,028
Solar City	FMV	401,000	401,000
Private Equity Investment	FMV	100,000	100,000
iShares MSCI ACWI ETF, 64,000 Sh	FMV	3,786,880	3,786,880
iShares MSCI Emerg Mkts ETF, 74,500 Sh	FMV	2,608,245	2,608,245
SPDR S&P 500 ETF, 17,700 Sh	FMV	3,956,481	3,956,481

TY 2016 Legal Fees Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	6,025	0	0	6,025

TY 2016 Other Assets Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PRI - SFCFB	8,334	8,334	8,334

TY 2016 Other Expenses Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	70	70		
Bookkeeping	2,400			2,400
Rental Expenses	100,489			102,848

TY 2016 Other Income Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Reimbursements	125,716		
Rental Income - Noninvestment Property	347,256		
Return of Capital	884,640		

TY 2016 Other Liabilities Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred Federal Excise Taxes	5,000	63,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2016 Other
Notes/Loans Receivable
Long Schedule**

Name: KahleAustin Foundation

EIN: 91-1816164

Software ID: 16000303

Software Version: 2016v3.0

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
Red Victorian LLC	N/A	100,000	79,417	2014-07	2024-07	Monthly	500 00 %	N/A	Investment	N/A	

TY 2016 Other Professional Fees Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	345,299	345,299	0	0

TY 2016 Taxes Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Taxes	63,080			
Other Taxes	155			155

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
2016

Name of the organization
KahleAustin Foundation

Employer identification number
91-1816164

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private 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 Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization KahleAustin Foundation	Employer identification number 91-1816164
---	---

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	Lurton Trust 513B Simonds Loop San Francisco, CA94129	\$ 16,856	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
2	Kahle Austin Revocable Trust 513B Simonds Loop San Francisco, CA94129	\$ 38,705,009	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

Name of organization KahleAustin Foundation	Employer identification number 91-1816164
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Part II Noncash Property
--

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	Donated 67,454 Shares of Amazon Stock	\$ 38,705 009	2016-01-14
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization KahleAustin Foundation	Employer identification number 91-1816164
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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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____