

EXTENDED TO NOVEMBER 15, 2018

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.

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OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

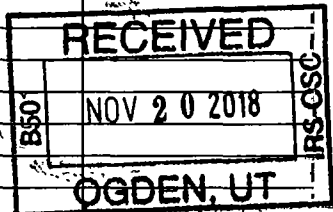
Department of the Treasury Internal Revenue Service

For calendar year 2017 or tax year beginning

and ending

Name of foundation: THE DAVID GEFLEN FOUNDATION
A Employer identification number: 95-4085811
B Telephone number: 3105815900
C If exemption application is pending, check here
D 1. Foreign organizations, check here
D 2. Foreign organizations meeting the 85% test, check here
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here
G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$ 495,908,752
J Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Dividends, Net rental income, Net gain, Other income, Total, Operating and Administrative Expenses, and Net investment income.



SCANNED FEB 07 2019

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	-150,999.	-5,715.	-5,715.	
	2	Savings and temporary cash investments	6,822,835.	9,996,861.	9,996,861.	
	3	Accounts receivable ▶ 3,000,000.				
		Less: allowance for doubtful accounts ▶	21,354.	3,000,000.	3,000,000.	
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9	179,404,659.	34,633,725.	34,848,450.	
	b	Investments - corporate stock STMT 10	136,654,386.	137,238,845.	142,428,374.	
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11	201,457,061.	305,157,742.	305,640,747.		
14	Land, buildings, and equipment: basis ▶ 24,638.					
	Less: accumulated depreciation STMT 8 ▶ 24,603.	35.	35.	35.		
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	524,209,331.	490,021,493.	495,908,752.		
Liabilities	17	Accounts payable and accrued expenses -				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds	524,209,331.	490,021,493.			
30	Total net assets or fund balances	524,209,331.	490,021,493.			
31	Total liabilities and net assets/fund balances	524,209,331.	490,021,493.			

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	524,209,331.
2	Enter amount from Part I, line 27a	2	-32,371,697.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	491,837,634.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	1,816,141.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	490,021,493.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e	154,786,793.	157,917,974.	-3,131,181.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			-3,131,181.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-3,131,181.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	-3,131,181.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	36,160,634.	482,297,710.	.074976
2015	25,142,735.	301,284,234.	.083452
2014	14,196,019.	136,046,906.	.104347
2013	4,362,188.	92,966,006.	.046922
2012	3,009,902.	90,898,347.	.033113

2 Total of line 1, column (d)	2	.342810
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.068562
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	570,480,452.
5 Multiply line 4 by line 3	5	39,113,281.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	111,400.
7 Add lines 5 and 6	7	39,224,681.
8 Enter qualifying distributions from Part XII, line 4	8	37,178,732.

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 calculations. Includes sub-sections 1a-11 and 6a-6d. Total tax due is 365,592.00, with 365,592.00 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Includes questions 1a-10 and 8a-8b regarding political activities and state reporting.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection, website address, books in care, and foreign country interests.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualified persons, disaster assistance, taxes on failure to distribute income, and excess business holdings.

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:		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A ▶ <input type="checkbox"/>	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID GEFFEN 12011 SAN VICENTE BLVD, SUITE 606 LOS ANGELES, CA 90049-4926	TRUSTEE 1.00	0.	0.	0.
RICHARD SHERMAN 12011 SAN VICENTE BLVD, SUITE 606 LOS ANGELES, CA 90049-4926	TRUSTEE 1.00	0.	0.	0.
J. DALLAS DISHMAN 12011 SAN VICENTE BLVD, SUITE 606 LOS ANGELES, CA 90049-4926	EXECUTIVE DIRECTOR 40.00	110,220.	6,770.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MORGAN STANLEY - 1999 AVE OF THE STARS, SUITE 2400, LOS ANGELES, CA 90067	INVESTMENT FEES	226,985.
PRICEWATERHOUSECOOPERS 601 S. FIGUEROA STREET, LOS ANGELES, CA 90017	ACCOUNTING SERVICES	122,000.
PAUL, WEISS, RIFKIND & WHARTON LLP - 1285 AVE OF THE AMERICAS, NEW YORK, NY 10019-6064	LEGALS SERVICES	59,624.

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3 NONE	0.
	0.
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	256,982,417.
b	Average of monthly cash balances	1b	14,027,779.
c	Fair market value of all other assets	1c	308,157,776.
d	Total (add lines 1a, b, and c)	1d	579,167,972.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	579,167,972.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,687,520.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	570,480,452.
6	Minimum investment return. Enter 5% of line 5	6	28,524,023.

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	28,524,023.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	222,801.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	222,801.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	28,301,222.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	28,301,222.
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	28,301,222.

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	37,178,732.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	37,178,732.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	37,178,732.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				28,301,222.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014	8,150,044.			
d From 2015	19,312,983.			
e From 2016	12,141,270.			
f Total of lines 3a through e	39,604,297.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 37,178,732.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				28,301,222.
e Remaining amount distributed out of corpus	8,877,510.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c and 4e Subtract line 5	48,481,807.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see 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 may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	48,481,807.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014	8,150,044.			
c Excess from 2015	19,312,983.			
d Excess from 2016	12,141,270.			
e Excess from 2017	8,877,510.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Table with 5 columns: (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include 2a, 2b, 2c, 2d, 2e, 3a, 3b, 3c, 3d, 3e.

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 foundation 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).)

DAVID GEFFEN

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.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [X] 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., 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 Paid during the year				
A FULL LISTING OF GRANT CONTRIBUTIONS PAID IS ATTACHED TO THIS FILING, CA 90024	N/A	VARIOUS	GENERAL SUPPORT	36,885,603.
Total			▶ 3a	36,885,603.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal, 13 Total.

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 (other than by providing funds for such purposes).

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X

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.

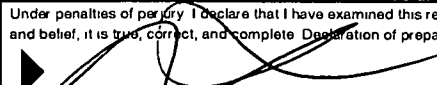
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

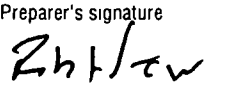
b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Sign Here  11-14-18 **TRUSTEE**

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name ROBERT D. FARR	Preparer's signature 	Date 11/14/18	Check <input type="checkbox"/> if self-employed	PTIN P00602311
	Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
	Firm's address ▶ 601 SOUTH FIGUEROA STREET LOS ANGELES, CA 90017			Phone no. 213-356-6000	

THE DAVID GEFEN FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a A-GRADE	P	01/01/17	12/31/17
b RAINE VENTURES	P	01/01/17	12/31/17
c CIRCLE 9	P	01/01/17	12/31/17
d DOPPLER LABS SERIES B	P	01/01/17	12/31/17
e OREI FUND 1, LP	P	01/01/17	12/31/17
f JPM - CAPITAL GAIN DISTRIBUTION	P	01/01/17	12/31/17
g GS - CAPITAL GAIN DISTRIBUTION	P	01/01/17	12/31/17
h WF - CAPITAL GAIN DISTRIBUTION	P	01/01/17	12/31/17
i MS - CAPITAL GAIN DISTRIBUTION	P	01/01/17	12/31/17
j WF	P	01/01/17	12/31/17
k GS	P	01/01/17	12/31/17
l JPM	P	01/01/17	12/31/17
m MS	P	01/01/17	12/31/17
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		5,959.	-5,959.
b		31,132.	-31,132.
c		3,305.	-3,305.
d		5,000,004.	-5,000,004.
e	1,587.		1,587.
f	18,591.		18,591.
g	27,227.		27,227.
h	47,128.		47,128.
i	50,903.		50,903.
j	101,662.		101,662.
k	2,731,035.	2,829,177.	-98,142.
l	3,890,423.	3,567,885.	322,538.
m	147,918,237.	146,480,512.	1,437,725.
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			** -5,959.
b			** -31,132.
c			** -3,305.
d			** -5,000,004.
e			** 1,587.
f			** 18,591.
g			** 27,227.
h			** 47,128.
i			** 50,903.
j			** 101,662.
k			** -98,142.
l			** 322,538.
m			** 1,437,725.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-3,131,181.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	-3,131,181.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

THE DAVID GEFFEN FOUNDATION

Employer identification number

95-4085811

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization THE DAVID GEFEN FOUNDATION	Employer identification number 95-4085811
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Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>DAVID GEFEN</u> <u>12011 SAN VICENTE BLVD, SUITE 606</u> <u>LOS ANGELES, CA 90049-4926</u>	\$ <u>1,000,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	<u>DAVID GEFEN</u> <u>12011 SAN VICENTE BLVD, SUITE 606</u> <u>LOS ANGELES, CA 90049-4926</u>	\$ <u>150,000.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE DAVID GEFFEN FOUNDATION

95-4085811

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
2	DOUBLE CRYPT	\$ 300,000.	07/01/17
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization THE DAVID GEFFEN FOUNDATION	Employer identification number 95-4085811
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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 info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

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

(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

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS LLP PAUL H. GLASS ACCOUNTANCY CORP	122,000. 10,500.	40,667. 3,500.	0. 0.	81,333. 7,000.
TO FORM 990-PF, PG 1, LN 16B	132,500.	44,167.	0.	88,333.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	287,218.	287,218.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	287,218.	287,218.	0.	0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL ESTIMATED TAX PAYMENTS	210,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	210,000.	0.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES & EXPENSES	2,245.	0.	0.	2,245.
MEALS & ENTERTAINMENT	2,049.	0.	0.	2,049.
RESEARCH	750.	0.	0.	750.
TRADEPAPERS	23.	0.	0.	23.
AUTO	278.	0.	0.	278.
FEES	660.	0.	0.	660.
TO FORM 990-PF, PG 1, LN 23	6,005.	0.	0.	6,005.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
OFFICE FURNITURE	3,127.	3,127.	0.	0.
OFFICE FURNITURE	2,544.	2,544.	0.	0.
FAX MACHINE	690.	690.	0.	0.
AUDIO/VISUAL EQUIP	738.	738.	0.	0.
OFFICE FURNITURE	363.	361.	2.	2.
COMPUTERS	5,629.	5,629.	0.	0.
OFFICE FURNITURE	8,194.	8,161.	33.	33.
OFFICE FURNITURE	752.	752.	0.	0.
OFFICE FURNITURE	2,601.	2,601.	0.	0.
TO 990-PF, PART II, LN 14	24,638.	24,603.	35.	35.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S GOVERNMENT OBLIGATIONS	X		34,633,725.	34,848,450.
TOTAL U.S. GOVERNMENT OBLIGATIONS			34,633,725.	34,848,450.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			34,633,725.	34,848,450.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MS ACCOUNTS - SEE ATTACHED	106,026,409.	107,948,770.
GS ACCOUNTS - SEE ATTACHED	10,435,940.	11,434,104.
JPM ACCOUNTS - SEE ATTACHED	10,406,379.	11,486,838.
WF ACCOUNTS - SEE ATTACHED	10,370,117.	11,558,662.
TOTAL TO FORM 990-PF, PART II, LINE 10B	137,238,845.	142,428,374.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NU-PULSE	COST	4,499,425.	4,499,425.
COATUE OFFSHORE FUND LTD	COST	3,051,869.	3,051,869.
THIRD POINT OFFSHORE FUND, LTD	COST	24,886,749.	24,886,749.
NZC GUGGENHEIM FUND	COST	21,860,594.	22,343,599.
APOLLO EUROPEAN PRINCIPAL	COST	5,212,134.	5,212,134.
A-GRADE HOLDINGS, LLC	COST	1,173,675.	1,173,675.
RAINE VENTURES PARTNERS I LP	COST	1,339,517.	1,339,517.
AG EUROPE REALITY HOLDINGS	COST	3,259,389.	3,259,389.
CIRCLE 9	COST	15,095,489.	15,095,489.
AG DLI LP	COST	8,316,722.	8,316,722.
AG ASIA REALITY FUND	COST	4,795,566.	4,795,566.
TIGER GLOBAL	COST	25,000,000.	25,000,000.
RAINE VENTURE PARTNERS II	COST	1,081,707.	1,081,707.
DIDI HOLDINGS	COST	9,738,905.	9,738,905.
THE CHILDRENS INVESTMENT FUND	COST	25,000,000.	25,000,000.
CITADEL GLOBAL EQUITIES	COST	25,000,000.	25,000,000.
CLAREMOUNT V ASSOCIATES	COST	439,185.	439,185.
TCV IX (A) L.P.	COST	3,934,666.	3,934,666.
TICP CLO PARTNERS	COST	3,985,860.	3,985,860.
COATUE CT XXI LLC	COST	26,915,547.	26,915,547.
THIRD POINT INVESTMENT 1	COST	10,000,000.	10,000,000.
DORCHERSTER CAPITAL	COST	3,206,904.	3,206,904.
OREI FUND	COST	2,213,839.	2,213,839.
MAPLELANE OFFSHORE FUND	COST	25,000,000.	25,000,000.
MELVIN CAPITAL OFFSHORE FUND	COST	25,000,000.	25,000,000.
OAKTREE BLOBAL CREDIT	COST	25,000,000.	25,000,000.
DOUBLE CRYPT	COST	150,000.	150,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		305,157,742.	305,640,747.

FORM 990-PF

OTHER REVENUE

STATEMENT 12

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
A-GRAD HOLDINGS INVESTMENT			14	-10,532.	
RAINE VENTURES PARTNERS CIRCLE 9	900000	-4,014,426.	14	-23,830.	
RAINE VENTURES PARTNERS II			14	-86,655.	
DIDI HOLDINGS			14	-1,383.	
TCV IX (A) LP	900000	-127,391.	14		
CLAREMOUNT V ASSOCIATES			14	-4,020.	
OREI FUND LP			14	-45,228.	
TICP CLO PARTNERS			14	-11,932.	
COATUE CT XXI			14	-1,954.	
CIRCLE 9			14	14,216.	
TCV IX (A) LP			14	-217,202.	
TOTAL TO FORM 990-PF, PG 12, LN 11		-4,141,817.		-388,520.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST FROM SECURITIES	11,850,484.	0.	11,850,484.	11,850,484.	0.
TO PART I, LINE 4	11,850,484.	0.	11,850,484.	11,850,484.	0.

FORM 990-PF	OTHER INCOME			STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
MISC. INCOME	49,466.	49,466.	0.	
A-GRAD HOLDINGS INVESTMENT	-10,532.	-10,532.	0.	
RAINE VENTURES PARTNERS	-23,830.	-23,830.	0.	
CIRCLE 9	-4,014,426.	0.	-4,014,426.	
RAINE VENTURES PARTNERS II	-86,655.	-86,655.	0.	
DIDI HOLDINGS	-1,383.	-1,383.	0.	
TCV IX (A) LP	-127,391.	0.	-127,391.	
CLAREMOUNT V ASSOCIATES	-4,020.	-4,020.	0.	
OREI FUND LP	-45,228.	-45,228.	0.	
TICP CLO PARTNERS	-11,932.	-11,932.	0.	
COATUE CT XXI	-1,954.	-1,954.	0.	
CIRCLE 9	14,216.	14,216.	0.	
TCV IX (A) LP	-217,202.	-217,202.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-4,480,871.	-339,054.	-4,141,817.	

FORM 990-PF	LEGAL FEES				STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DECASTRO, WEST, CHODOROW	2,186.	729.	0.	1,457.	
LOEB & LOEB	46,782.	15,594.	0.	31,188.	
KAUFMAN LEGAL GROUP	178.	59.	0.	119.	
PAUL, WEISS, RIFKIND & WHARTON	59,624.	19,875.	0.	39,750.	
CARLTON FIELDS	2,093.	698.	0.	1,395.	
GREENBERG GLUSTER	9,175.	3,058.	0.	6,117.	
TO FM 990-PF, PG 1, LN 16A	120,038.	40,013.	0.	80,026.	