

हांगा जि 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.

45-0052

Department of the Treasury Internal Revenue Service

Form 990-PF

	calendar year 2016 or e of foundation	r tax year beginning		, 2016,	and end					, 20
		DAMEAN THOODOO	* III II			^	-		fication num	ber
		DATION INCORPOR. number if mail is not delivered			Room/suit	e B		11345	er (see instr	ictions)
			. 10 011 001 0001		r toom our		Тогори	one name	ser (see msar	actions)
		E OXFORD CENTRE			STE 3	900	(41	2) 39	92-2900	
City	or town, state or province, o	country, and ZIP or foreign po-	stal code			c	lf exemp	ition applic	ation is	
PI:	TTSBURGH, PA 15	219-6402					pending,	check her	e	▶∟
3 Ch	neck all that apply	Initial return	Initial return	of a former p	ublic cha	rity D	1 Foreig	gn organiza	ations, check he	ere ▶
		Final return	Amended re	eturn					ations meeting	
		Address change	Name chan						here and attacl	"▶∟
		ion X Section 501				E	If private	e foundation	on status was te	erminated —
	Section 4947(a)(1) non		Other taxable p				-		b)(1)(A), check	- 1
	r market value of a		ounting method X	Cash Acc	rual	F	If the fou	undation is	s in a 60-month	termination
	d of year (from Part II		ther (specify)				under se	ection 507(b	o)(1)(B), check	here . 🕨
)▶\$ 746,25		column (d) must be on ca	ish basis)		\perp				
rart	Analysis of Rever	nue and Expenses (The lumns (b), (c), and (d)	(a) Revenue and	(b) Net inve	estment	(c)	Adjusted	l net		bursements :haritable
	may not necessarily e	equal the amounts in	expenses per books	incom		(6)	income		pu	rposes
_	column (a) (see instru		DOURS	ļ	š	<u> </u>			(cash	basis only)
1		tc , received (attach schedule) . undation is not required to							 	
2	Check ► X If the fo	sch B	* \$ \ \$ \ \ . \ \ . \ . \ . \ . \ . \ . \	<u> </u>	* *	5 * * *	<u>.</u>		 	
3	Interest on savings and t	emporary cash investments.	17 22 2						<u> </u>	
4		t from securities	17,286,848	17,28	6,848				ATCH	1
5 a	Gross rents			ļ					-	
1	Net rental income or (loss	s)	\$,,			
6a	Net gain or (loss) from so Gross sales price for all		13,862,451		}		•••			
6 a b	assets on line 6a	90,989,325	3							
7	Capital gain net incon	ne (from Part IV, line 2) .	* 6 , , 4	13,93	5,021		~		ATCH	122
8	Net short-term capital	gaın					REC	EIV		l
9			*			∐က[Ñ	
TUA	Gross sales less returns and allowances					00	NOV	177	2017 15	
b	Less Cost of goods sold					B			<u> </u> %	
C		attach schedule)		ļ			OG	DEN.	UT -	
11		schedule) ATCH. 2	136,274		6,995					
12		ough 11	31,285,573	31,418						
13	Compensation of officers	, directors, trustees, etc AT	CH 20 762,239		9,912			_	<u> </u>	622,32
14	Other employee saları	es and wages	387,209		7,396					359,81
15	Pension plans, employ	yee benefits	322,893	4	6,999					275,89
4162	Legal fees (attach sch	edule) ATCH 3	6,295							6,29
ь		ch schedule)ATCH .4 .	53,328	+	6,664					26,66
С	Other professional fee	s (attach schedule).[5]	556,442	55	6,442					
17	Interest									
18	Taxes (attach schedule	e) (see instructions)[6].	347,171							
19	Depreciation (attach s	chedule) and depletion.	2,019						ATCH	
20	Occupancy		77,060	1	1,216					65,84
21		nd meetings	61,409							61,40
22		ons								
23		h schedule) ATCH .7.	81,759	1	0,668					71,09
24		idministrative expenses.								
		23	2,657,824	81	9,297			:		1,489,33
		rants paid	28,973,000			ATCH	1 15	& 19	28	3,698,00
25	•	ments Add lines 24 and 25	31,630,824	81	9,297			0	30	0,187,33
25 26	Total expenses and disburse									
1	Total expenses and disburse Subtract line 26 from	line 12		1					1	
26 27	Subtract line 26 from	line 12 Inses and disbursements	345,251	}						
27 a	Subtract line 26 from Excess of revenue over expe	nses and disbursements	-345,251	30,599	9,567					
26 27 a b	Subtract line 26 from Excess of revenue over expended investment incom	nses and disbursements ne (if negative, enter -0-)	-345,251	30,599	9,567					
26 27 a b c	Subtract line 26 from Excess of revenue over expe Net investment income Adjusted net income	nses and disbursements		30,599	9,567				Form 9	90-PF (201
26 27 a b c	Subtract line 26 from Excess of revenue over expe Net investment income Adjusted net income	nses and disbursements			018	0312-	-00002	2	Form 9	90-PF (201

SARAH SCAIFE FOUNDATION INCORPORATED

25-1113452 Page **2**

-	<i>m</i> 1111 99	0-PF (2016) SARAH SCAIFE FOUNDAT			5-1113452 Page 2
	art	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year		of year
=	T	amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	00 075 071	33,741	33,741
	2	Savings and temporary cash investments		26,388,217	26,388,217
	3	Accounts receivable			
		Less allowance for doubtful accounts ▶	N	· · · · · · · · · · · · · · · · · · ·	
	4	Pledges receivable ►			EMANIA MI
	[Less allowance for doubtful accounts			
	5	Grants receivable			ļ
	6	Receivables due from officers, directors, trustees, and other			
)	disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts ▶			
sts	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
Ä	10a	Investments - U S and state government obligations (attach schedule)[8,]		23,956,350	23,605,565
		Investments - corporate stock (attach schedule) ATCH 9	139,947,768	134,958,943	302,380,134
		Investments - corporate bonds (attach schedule) ATCH 10	20,214,320	20,871,985	20,800,715
	11	Investments - land, buildings, and equipment basis		Tana a Mark	
	Ì	Less accumulated depreciation (attach schedule)		The section of the se	The contract of the contract o
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 11	366,760,262	373,872,142	373,036,900
	14	Land, buildings, and equipment basis ATCH 17 938, 571			
		Less accumulated depreciation	8,086	12,656	12,656
	15	(attach schedule) Other assets (describe			
	16	Total assets (to be completed by all filers - see the			
	{	instructions Also, see page 1, item I)		580,094,034	746,257,928
	17	Accounts payable and accrued expenses			X 1 X 1
	18	Grants payable	1,225,000	1,500,000	
es	19	Deferred revenue			
ij	20				
ē	20 21 22	Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable (attach schedule)			
Lia	22	Other liabilities (describe)			
)			
	23	Total liabilities (add lines 17 through 22)	1,225,000	1,500,000	
		Foundations that follow SFAS 117, check here . > X	1,223,000	1,300,000	
တ္သ		and complete lines 24 through 26 and lines 30 and 31.			
Balances	24	-		578,594,034	
ä		Unrestricted		370,334,034	
	25	Temporarily restricted			
5	26	Permanently restricted			
표		Foundations that do not follow SFAS 117,			
Assets or Fund		check here and complete lines 27 through 31.			
5	27	Capital stock, trust principal, or current funds			
Se	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
AS	29	Retained earnings, accumulated income, endowment, or other funds	578,939,285	E70 F04 034	
a	30	Total net assets or fund balances (see instructions)	370,939,203	578,594,034	
2	31	Total liabilities and net assets/fund balances (see	500 164 205	E00 004 024	
Б	n ref. II	Analysis of Changes in Not Appets or Fund Bole	580,164,285	580,094,034	
		Analysis of Changes in Net Assets or Fund Bala			
1		al net assets or fund balances at beginning of year - Part			E70 030 305
_	end	of-year figure reported on prior year's return).			578, 939, 285
2	⊨nte	er amount from Part I, line 27a		2	-345,251
3	Oth	er increases not included in line 2 (itemize)			
4	Add	lines 1, 2, and 3		4	578,594,034
		reases not included in line 2 (itemize) ▶	- 	5	
6	Tota	Il net assets or fund balances at end of year (line 4 minus	line 5) - Part II, column (t	o), l <u>ine 30 6</u>	578,594,034
					Form 990-PF (2016)

Form	n 990-PF (2016)	SARAH SCAIFE FOUNDA	TION INCORPORATED		25-11134	52 Page 3
_	<u></u>	and Losses for Tax on Inv	estment Income			- Fage 3
	(a) List and	d describe the kind(s) of property sold (e g , real estate,	(b) How acquired P - Purchase		(d) Date sold (mo , day, yr)
1 8	COR DADE III COURT			D - Donation		
ŀ						
	;					
	l					
	<u> </u>					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) minu	
						_
<u>k</u>						
_						
		showing gain in column (h) and owned	by the foundation on 12/31/69		0 (0 1 (1)	
		(j) Adjusted basis	(k) Excess of col (i)		Gains (Col (h) ga (k), but not less the	
	(i) F M V as of 12/31/69	as of 12/31/69	over col (j), if any		Losses (from co	
a						
_ <u>k</u>						_
_						
		(If a	ain, also enter in Part I, line 7			
2	Capital gain net income	or (not capital loce)	oss), enter -0- in Part I, line 7	2	13,	935,021.
3		ain or (loss) as defined in sections art I, line 8, column (c) (see ins	•			
		· · · · · · · · · · · · · · · · · · ·		3		0
Pa			duced Tax on Net Investment l	ncome		
(Fo	r optional use by domestic	c private foundations subject to th	e section 4940(a) tax on net invest	ment inco	me)	
If se	ection 4940(d)(2) applies,	leave this part blank				
		the section 4942 tax on the distribution of qualify under section 4940(e)	outable amount of any year in the b	ase perio	d?	Yes X No
<u> </u>			ar, see the instructions before make	ing any er	ntries	
÷	(a)	(b)	(c)	ling arry cr	(d)	
Cal	Base penod years endar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of nonchantable-use assets		Distribution ra (col (b) divided by	
	2015	19,877,224	612,883,924			0 032432
	2014	16,634,399	361,966,584			0 045956
	2013	17,526,465	330,128,436			0 053090
	2012	16,323,730	301,768,397			0 054094
	2011	18,158,339	285,864,859			0 063521
2	Total of line 1 column (d)		2		0 249093
3			de the total on line 2 by 5, or by the	-		
5	=	•	ess than 5 years	3		0 049819
4	Enter the net value of no	oncharitable-use assets for 2016 t	rom Part X, line 5	4	716,	196,513
5	Multiply line 4 by line 2			5	35,	680,194
	•					
6	Enter 1% of net investm	ent income (1% of Part I, line 27b)		6		305,996
_				I I	3 년	986 190

Part VI instructions

JSA 6E1430 1 000 77270J 700P 11/6/2017 10 19 11 AM V 16-7 6F

Form **990-PF** (2016)

30,187,337

orm	990-PF (2016) SARAH SCAIFE FOUNDATION INCORPORATED 25-111	3452	· ·	Page 4
Рa	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948- see in	nstru	ctions	;)
1a	Exempt operating foundations described in section 4940(d)(2), check here		-	
	Date of ruling or determination letter (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check		611,	991
	here and enter 1% of Part I, line 27b			
С	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of			
	Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2		611,9	991
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0		611,9	991
6	Credits/Payments			
а	2016 estimated tax payments and 2015 overpayment credited to 2016 6a 511, 937			
	Exempt foreign organizations - tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868), 6c 105,000			
	Backup withholding erroneously withheld			
7	Total credits and payments Add lines 6a through 6d		616,9	937
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
0	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		4,	946
1	Enter the amount of line 10 to be Credited to 2017 estimated tax > 4,946 Refunded > 11			
Pai	t VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it	1	Yes	No
	participate or intervene in any political campaign?	1a		Х
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see			1
	Instructions for the definition)?	1b	}	X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials	*	, ,	1 3
	published or distributed by the foundation in connection with the activities	*	1. 1	
c	Did the foundation file Form 1120-POL for this year?	10	}	"
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	1,	7. 7.	* \
	(1) On the foundation \blacktriangleright \$0 (2) On foundation managers \blacktriangleright \$0			1 3
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed	} ,		, ,
_	on foundation managers > \$0	,		Ì
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	′	Х
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of			
	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	1	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Х	
	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Х	
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		Х
_	If "Yes," attach the statement required by General Instruction T			1
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	1	}	}
_	By language in the governing instrument, or		ì	ì
	 By state legislation that effectively amends the governing instrument so that no mandatory directions that 		ļ	[
	conflict with the state law remain in the governing instrument?	6	х	1
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	1
Ra	Enter the states to which the foundation reports or with which it is registered (see instructions)	<u> </u>		
Ju	PA,	}		{
h	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General	1]	•
~	(or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	x	}
•	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or			T
-	4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes,"	1	}	}
		1	1	1

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their

 000	DE	(2016)	

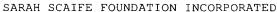
ς	Δ	p	Δ	н	ς.	C	Δ.	TF	٦٢	•	F	\cap	1	או	đ	n	Δ	T	т	\cap	N	ľ	т	N	$^{\prime}$	٦	בו	0	\neg	D	Δ	٦	P٦	71	n

|--|

Page 5

Ра	rt VII-A Statements Regarding Activities (continued)	т	(3e	
11	, , , , , , , , , , , , , , , , , , , ,	- 1	Yes	i
	meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	. 11	 	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified		4	{
	person had advisory privileges? If "Yes," attach statement (see instructions)	. 12	<u> </u>	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<u> </u>	L
	Website address ▶ N/A			
14	The books are in care of ► SARAH SCAIFE FOUNDATION INC Telephone no ► 412-39	2-290	0	
	Located at ► 301 GRANT STREET, SUITE 3900, PITTSBURGH, PA ZIP+4 ► 15219-	6402		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		▶	. []
	and enter the amount of tax-exempt interest received or accrued during the year			
16		ty	Yes	No
	over a bank, securities, or other financial account in a foreign country?	. 16	} .	Х
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name	of	111	1.1
	the foreign country >		XXX	
Рa	rt 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.	18.	Yes	No
1a	During the year did the foundation (either directly or indirectly)	18	1	177
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			1 1
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a			
	disqualified person? Yes X No		1 1	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No	1 1	1	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?. ATCH .1.2. X Yes No	1 3 4		3
	(5) Transfer any income or assets to a disqualified person (or make any of either available for		1 1 1	19 11
	the benefit or use of a disqualified person)?			3 3
	(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)	133	* \ \	
'n	to any or general terminating manner of any or any			
	olf any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	. 1b	* * *	X
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		33	
_	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		2.7	λωγωα X
-	were not corrected before the first day of the tax year beginning in 2016?	•	7.8	1 4
4	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private			1 1 1
	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?			
			* \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	13
	If "Yes," list the years			1. 1.
d	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)		1 1	# N.
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to		\$ S	x Z
	all years listed, answer "No" and attach statement - see instructions)	. 2b	* * * .	
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
		138		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise			
	at any time during the year? Yes X No	1 1 1		3.14
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or	1.1 %		
	disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the	13.00	3 %	
	Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of			\$ 1 ·
	the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the	الدائد [* * ;
	foundation had excess business holdings in 2016)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
Ь	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its	لأسلانك	<u></u>	. L. É.
	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		لييا	X
		QQ	N_DE	120401

Par	90-PF (2016) SARAH SCAIFE	FOUNDATION INC	CORPORATED	23-	1113452	Page
	t VII-B Statements Regarding Activities	for Which Form	4720 May Be Rec	uired (continued)		
5a	During the year did the foundation pay or incur any am-	ount to				
	(1) Carry on propaganda, or otherwise attempt to influ	ence legislation (section	n 4945(e))?	. Yes X No	,	
	(2) Influence the outcome of any specific public el					
	directly or indirectly, any voter registration drive?			Yes X No	,	
	(3) Provide a grant to an individual for travel, study, or				,	
	(4) Provide a grant to an organization other than a					
	section 4945(d)(4)(A)? (see instructions)				,	ŀ
	(5) Provide for any purpose other than religious, of	haritable, scientific,	iterary, or education:			
	purposes, or for the prevention of cruelty to children		•		,	
b	If any answer is "Yes" to 5a(1)-(5), did any of the				ո	
	Regulations section 53 4945 or in a current notice rega	ırdıng dısaster assıstan	ce (see instructions)?	· · · · · · · · · · · · · ·	. Бь	
	Organizations relying on a current notice regarding disa					
	If the answer is "Yes" to question 5a(4), does the					
	because it maintained expenditure responsibility for the		•		,	
	If "Yes," attach the statement required by Regulations se					
	Did the foundation, during the year, receive any fu		ectly, to pay premiur	ns		
	on a personal benefit contract?				,	
	Did the foundation, during the year, pay premiums, dir				66	
	If "Yes" to 6b, file Form 8870	•	•			
3	At any time during the tax year, was the foundation a p	party to a prohibited tax	shelter transaction?	Yes X No	,	- 1
	If "Yes," did the foundation receive any proceeds or ha					ı
	VIII Information About Officers, Directo	ors, Trustees, Fou	ndation Manager	s, Highly Paid Emp	oloyees,	
_	and Contractors ist all officers, directors, trustees, foundation			!		
		(b) Title, and average	(c) Compensation	(d) Contributions to	(a) 5	
	(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation	(e) Expense other allow	
CH	12		762,239	82,694		(
		`				
_			· · · · · ·			
	Compensation of five highest-paid employees	(other than thos	e included on lin	e 1 - see instructi	ons). If nor	ne. ent
	Compensation of five highest-paid employees NONE."	(other than thos	e included on line	e 1 - see instructi	ons). If nor	ne, ent
	NONE."	(b) Title, and average		(d) Contributions to	·	
	Compensation of five highest-paid employees NONE."	- 	e included on line (c) Compensation	(d) Contributions to employee benefit plans and deferred	ons). If nor (e) Expense other allov	account,
	NONE."	(b) Title, and average hours per week		(d) Contributions to employee benefit	(e) Expense	account,
a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
a) N	NONE."	(b) Title, and average hours per week		(d) Contributions to employee benefit plans and deferred	(e) Expense	account, vances
a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
(a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
(a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
(a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account,
a) N	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances
CH	NONE." lame and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation 295, 341	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense	account, vances



Form 990-PF (2016) Page 7 Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued) 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 ATCH 14 460,368 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 Expenses organizations and other beneficiaries served, conferences convened, research papers produced, etc 1 NOT APPLICABLE Part IX-B Summary of Program-Related Investments (see instructions) Amount Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 1 NOT APPLICABLE All other program-related investments. See instructions 3 NONE

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Total. Add lines 1 through 3





	990-PF (2016)		Page 8
Par	see instructions)	gn found	ations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes		
а	Average monthly fair market value of securities	1a	727,064,916
b	Average of monthly cash balances	1b	38,143
С	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	727,103,059
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	727,103,059
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see		
	instructions)	4	10,906,546.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	716,196,513
6	Minimum investment return. Enter 5% of line 5	6	35,809,826
Par	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foun and certain foreign organizations check here ▶ and do not complete this part)	dations	
1	Minimum investment return from Part X, line 6	1	35,809,826
2 a	Tax on investment income for 2016 from Part VI, line 5 2a 611,991	2 4 4	
b	Income tax for 2016 (This does not include the tax from Part VI) 2b	`	
c	Add lines 2a and 2b	2c	611,991
3	Distributable amount before adjustments Subtract line 2c from line 1	3	35,197,835
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	35,197,835
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	35,197,835.
Par	XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	30,187,337
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.,	1	
	purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
а	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	30,187,337
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	30,187,337
	Note. The amount on line 6 will be used in Part V column (b) in subsequent years when ca	lculating	whether the foundation

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qualifies for the section 4940(e) reduction of tax in those years

Page 9

SARAH SCAIFE FOUNDATION INCORPORATED

a Excess from 2012 b Excess from 2013 c Excess from 2014 d Excess from 2015 e Excess from 2016	Pi	art XIII Undistributed Income (see instri	uctions)			
Inte 7	1	Distributable amount for 2016 from Part XI	• - (
2 Undestibuted income, if say, as of the end of 2018 a Enter amount for 2015 only, b Ironal prace pers 20_1420_1320_123 5 Excess distributions carryover, if any, to 2016 b From 2012	•	· I				35,197,835
a Enter amount for 2015 only, b Total for proy sanz 20, 14, 20, 13, 20, 12, 3 Excess distributions carryever, if any, to 2016 a Fronz 2011	,	Ţ				
b Teat for pray years 20 14 20 13 20 12 S Exess distributions carryover, if any, to 2016 a Fron 2011		1				
3 Excess distributions carryover, if any, to 2016 a From 2011 239, 426 c From 2012 239, 426 c From 2013 353, 264 d From 2014 321, 036 e From 2015 1, 353, 264 d From 2016 1, 353, 264 d From 2016 1		h Tetal for processors 20 14 20 13 20 12				
a From 2011						
b From 2012 .		i · · ·				
c From 2013		220 426				
d From 2014		1 262 264				
From 2015		721 000	}			
1,923,788 4 Qualifying distributions for 2016 from Part XII, line 4		01701112014 1				
4 Qualifying distributions for 2016 from Part XII, Inited A S 30,187,337 a Applied to 2015, but not more than line 2s b Applied to 2015, but not more than line 2s b Applied to andistribution surforce than line 2s c Treated as distributions out of corpus (Election required - see instructions). c Treated as distributions out of corpus. c Remaining amount distributed out of corpus. c Exexis distributions carryover applied to 2016. (if an amount appears in column (a) the same amount must be shown in column (a). b Enter the net total of each column as indicated below: a Corpus Add lines 31, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b. b Prior years' undistributed ancome Subtract line 4b from line 2b. c Execus distributions carryover to a subtract line 4b from line 2b. c Undistributed income for 2015 Subtract line 4a from line 2b. Transite amount - see instructions c Undistributed income for 2015 Subtract line 4a from line 2 Taxable amount - see instructions c Undistributed income for 2015 Subtract line 4a from line 2 Taxable amount - see instructions c Undistributed income for 2015 Subtract line 4a from line 2 Taxable amount - see instructions c Subtract line 5c from line 6 to Taxable amount see instructions c Subtract line 6c from line 6c Taxable amount - see instructions c Subtract line 6c from line 6c Taxable amount - see instructions c Subtract line 6c from line 6c Taxable amount - see instructions c Subtract line 7 see enstructions c Subtract line 7 see enstr			1,923,788			n ³
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4d and 5 from line 1 This amount must be distributed in 2017		instructions				
distributed in 2017	f	Undistributed income for 2016 Subtract lines				
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to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		distributed in 2017				3,000,710
170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	7	Amounts treated as distributions out of corpus				
required - see instructions)		to satisfy requirements imposed by section				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)		170(b)(1)(F) or 4942(g)(3) (Election may be				
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V.		

Pa	990-PF (2016)	SARAH SC	CAIFE FOUNDATION	INCORPORATED		25-	-11134	
-	rt XIV Private Op	erating Foundation	ns (see instructions	and Part VII-A, ques	tion 9)		TON	APPLICA
1 a	If the foundation has	received a ruling or	determination letter th	nat it is a private ope	erating			
		= :		ng	' r			
b	Check box to indicate v	whether the foundation	n is a private operating	foundation described	in section	4942(j)(3) or	4942(
2 a	Enter the lesser of the ad-	Tax year		Prior 3 years			_	(e) Total
	justed net income from Part	(a) 2016	(b) 2015	(c) 2014	(d) 2	013	<u> </u>	
	for the minimum investment return from Part X for each				1		ĺ	
	year listed						 	
b	85% of line 2a						ļ	
c	Qualifying distributions from Part							
	XII, line 4 for each year listed .						ļ	
d	Amounts included in line 2c not used directly for active conduct of exempt activities					·		
е	Qualifying distributions made directly for active conduct of						l I	
	exempt activities Subtract line 2d from line 2c		<u> </u>					
3	Complete 3a, b, or c for the							
a	"Assets" alternative test - enter							
	(1) Value of all assets		<u> </u>					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)							
b	"Endowment" alternative test-							
	enter 2/3 of minimum invest-							
	ment return shown in Part X, line 6 for each year listed		<u> </u>					
¢	"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				1			
	provided in section 4942 (j)(3)(B)(iii)						L	
	(3) Largest amount of sup-	_						
	port from an exempt organization						ļ <u>.</u>	
	(4) Gross investment income.	1					1	
Pai				rt only if the found	ation had	\$5,000 o	r more	in asset
		uring the year - se						
	Information Regarding							
	List any managers of	the foundation who tax year (but only if	have contributed me they have contributed	ore than 2% of the to d more than \$5,000)(stal contribut See section	tions recei 507(d)(2))	ved by t	the found
а	_							
	N/A	 						
b	N/A List any managers of					an equal	ly large	portion o
b	N/A					an equal	ly large	portion o
b	N/A List any managers of ownership of a partner					an equal	ly large	portion o
b	N/A List any managers of ownership of a partner	ship or other entity)	of which the foundate	on has a 10% or great		an equal	ly large	portion o
b	N/A List any managers of ownership of a partner	ship or other entity)	of which the foundate	on has a 10% or great		an equal	ly large	portion o
b 2	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ ☐ If tunsolicited requests for	g Contribution, Grain he foundation only or funds If the foundation	nt, Gift, Loan, Scholar makes contribution ndation makes gifts, g	on has a 10% or greatership, etc., Programs: so to preselected cha	er interest aritable orga	anizations	and do	es not a
b 2	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ ☐ if t unsolicited requests foother conditions, comp	g Contribution, Grain he foundation only or funds if the foundation the foundation only or funds if the foundation that is a second to be second to	of which the foundation, Gift, Loan, Scholar makes contribution addition makes gifts, gand d	on has a 10% or greatership, etc., Programs: s to preselected chargerants, etc (see instru	er interest aritable orga ictions) to in	anizations idividuals	and doo	es not ac
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b 2	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ ☐ if tunsolicited requests foother conditions, comp The name, address, a ATTAC	g Contribution, Grain he foundation only or funds if the foundation the foundation of the foundation of the stems 2a, b, c, and telephone number the stems 18	of which the foundation, Gift, Loan, Scholar makes contribution adation makes gifts, gand der or e-mail address of	on has a 10% or greatership, etc., Programs: s to preselected chargerants, etc (see instruction of the person to whom a	er interest aritable orga ictions) to ir	anizations idividuals hould be ad	and doo	es not a
b 2	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ ☐ if the unsolicited requests foother conditions, compared to the name, address, a	g Contribution, Grain he foundation only or funds if the foundation the foundation of the foundation of the stems 2a, b, c, and telephone number the stems 18	of which the foundation, Gift, Loan, Scholar makes contribution adation makes gifts, gand der or e-mail address of	on has a 10% or greatership, etc., Programs: s to preselected chargerants, etc (see instruction of the person to whom a	er interest aritable orga ictions) to ir	anizations idividuals hould be ad	and doo	es not a
b 2	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ if tunsolicited requests foother conditions, comp. The name, address, a ATTAC The form in which appli	g Contribution, Grain he foundation only or funds. If the foundation the foundation only or funds are the foundation only or funds. If the foundation is the foundation of the fundation of the f	of which the foundation, Gift, Loan, Scholar makes contribution adation makes gifts, gand der or e-mail address of	on has a 10% or greatership, etc., Programs: s to preselected chargerants, etc (see instruction of the person to whom a	er interest aritable orga ictions) to ir	anizations idividuals hould be ad	and doo	es not ac
b 2 b	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ if tunsolicited requests foother conditions, comp. The name, address, a ATTAC The form in which appl	g Contribution, Grain he foundation only or funds. If the foundation the foundation only or funds. If the foundation the foundation only or funds. If the foundation is a fundation of the fundat	of which the foundation, Gift, Loan, Scholar makes contribution adation makes gifts, gand der or e-mail address of	on has a 10% or greatership, etc., Programs: s to preselected chargerants, etc (see instruction of the person to whom a	er interest aritable orga ictions) to ir	anizations idividuals hould be ad	and doo	es not a
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b 2 b	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ ☐ if tunsolicited requests foother conditions, compartner The name, address, a ATTAC The form in which apple ATTACHMENT Any submission deadling	g Contribution, Grain he foundation only or funds if the foundation the foundation only or funds if the foundation number that the foundations are should be supported by the fundations of the fundation of t	of which the foundation, Gift, Loan, Scholar makes contribution adation makes gifts, gand der or e-mail address of	on has a 10% or greatership, etc., Programs: s to preselected chargerants, etc (see instruction of the person to whom a	er interest aritable orga ictions) to ir	anizations idividuals hould be ad	and doo	es not a
b 2 b	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ if tunsolicited requests foother conditions, comp The name, address, a ATTAC The form in which appl ATTACHMENT Any submission deadlif	g Contribution, Graine foundation only or funds if the foundation only or funds if the foundation only or funds if the foundation number that the fundation of	of which the foundation, Gift, Loan, Scholar makes contribution addition makes gifts, gand der or e-mail address of submitted and information.	on has a 10% or greatership, etc., Programs: as to preselected chargrants, etc (see instruction of the person to whom a stion and materials the	er interest eritable orga ictions) to in applications s y should incl	anizations idividuals hould be ac	and door organ	es not ac
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b 2 c	N/A List any managers of ownership of a partner N/A Information Regarding Check here ▶ if tunsolicited requests foother conditions, compartner The name, address, a ATTAC The form in which apple ATTACHMENT Any submission deadlift ATTACHMENT Any restrictions or lift	g Contribution, Grain he foundation only or funds if the foundation the foundation on the foundation of the foundation of the foundations and telephone number the functions should be supported by the functions of the functions	of which the foundation, Gift, Loan, Scholar makes contribution addition makes gifts, gand der or e-mail address of submitted and information.	on has a 10% or greatership, etc., Programs: as to preselected chargrants, etc (see instruction of the person to whom a stion and materials the	er interest eritable orga ictions) to in applications s y should incl	anizations idividuals hould be ac	and door organ	es not ac

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SARAH SCAIFE FOUNDATION INCORPORATED

Form 990-PF (2016)

Part XV Supplementary Information (continued)			
3 Grants and Contributions Paid During Recipient Name and address (home or business)	ng the Year or Appr	oved for F	uture Payment	
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager	recipient	Purpose of grant or contribution	Amount
a Paid during the year	OF SOBSIBILITY CONTINUOUS			
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T-4-I	<u> </u>	J		28,698,000
Total	<u> </u>			28,030,000
b Approved for future payment				
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	L	.l	·	1,500,000
<u> Total</u>	<u> </u>	<u> </u>		1,300,000

JSA 6E1491 1 000

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SARAH SCAIFE FOUNDATION INCORPORATED

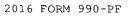
Part XVI-A	Analysis of Income-Production	ucing Act	ivities			
Enter gross amo	ounts unless otherwise indicated	Unrela	ated business income	Excluded by	section 512, 513, or 514	(e)
1 Program sen	N/ICO FOVORUO	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
-						(See instructions)
f						
	contracts from government agencies					
=	dues and assessments					
· ·				-		
	vings and temporary cash investments. Ind interest from securities			14	17,286,848	
	come or (loss) from real estate					
	inced property					
	financed property					
	ome or (loss) from personal property.					
	ment income					
	from sales of assets other than inventory			18	13,862,451.	
, ,	or (loss) from special events					
	or (loss) from sales of inventory					
	e a VENTURE FUND INC			14	-89,833	
b OTHER	INCOME			14	226,107	
c						
е						
12 Subtotal Ad	d columns (b), (d), and (e)	~ * ;		(:	31,285,573	
	ne 12, columns (b), (d), and (e)					31,285,573
(See worksheet	in line 13 instructions to verify calci	ulations)				
l l	xplain below how each activit ccomplishment of the foundatio	-				
						
						
						
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JSA 6E1492 1 000

				-3
Pa	rt XVII	Information Regarding Exempt Organizations	Transfers To and Transactions and Relationships With Non-	charitable
1	Did the	organization directly or indire	the engage in any of the following with any other organization described	Ves

1	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? a Transfers from the reporting foundation to a noncharitable exempt organization of								No	
	(1) Cas (2) Oth	•						. <u>1a(1)</u>		X
С	(1) Sal (2) Pui (3) Re (4) Rei (5) Loa (6) Pei Sharing If the value of	les of assets to a no rchases of assets frontal of facilities, equipment arrangeans or loan guarantee formance of service g of facilities, equipmenswer to any of the goods, other	om a noncharitate pment, or other pments	empt organization able exempt organization r assets hip or fundraising solice sts, other assets, or pa es," complete the foll rices given by the rep	on	edule. Column (b) should always shoundation received les	. 1b(2) . 1b(3) . 1b(4) . 1b(5) . 1b(6) . 1c ow the	fair m	narket
(n) I				gement, show in colu	1					
(a) L	ine no	(b) Amount involved	(c) Name of	noncharitable exempt organ	ization	(d) Description of t	ransfers, transactions, and s	hanng am	angeme	nts
	describ		of the Code (d	filiated with, or relate					es X	No
	, 00,	(a) Name of organization		(b) Type of org	anization		(c) Description of relati	onship		
Sign Here	correct		preparer (other than t	ined this return, including acc taxpayer) is based on all informa Date						is true,
	oarer Only	Firm's address > 20		STREET, SUITE						



SARAH SCAIFE FOUNDATION INCORPORATED



25-1113452

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of	Property			ription		þη	Date	Date sold
Gross sale price less	Depreciation allowed/	Cost or other	FMV as of	Adj basis as of 12/31/69	Excess of FMV over	D	acquired Gain or (loss)	
expenses of sale	allowable		12/31/69 SCHEDULE AN PE SECURITI	D ATTACHMEN	adj basis T 22	P	(loss) VAR 13935021	VAR
TOTAL GAIN(L	pss)	•					13935021	
			•					

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME DIVIDEND INCOME		2,557,718. 14,729,130.	2,557,718 14,729,130
	TOTAL	17,286,848	17,286,848

ATTACHMENT	2		

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION			REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME_
VENTURE FUND/ PARTNERSHIP OTHER INCOME	INCOME		-89,833 226,107	-29,112 226,107
		TOTALS	136,274	196,995

SARAH	SCAIFE	FOUNDATION	INCORPORATED

2016 FORM 990-PF

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ATTACHMENT	3	

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT _INCOME_	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		6,295			6,295
	TOTALS	6,295			6,295

ATTACHMENT	4	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT <u>INCOME</u>	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT, COMPLIANCE, AND TAX SRV	53,328	26,664		26,664
TOTALS	53,328.	26,664.		26,664

ለጥጥለ	CHMENT	5
ALIA	CUMPNI	J

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	DESCRIPTION		NET INVESTMENT <u>INCOME</u>	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FISCAL AGENT FEES		556,442	556,442.		
	TOTALS	556,442	556,442		

20	11	ნ 1	FO	RM	C	19	n	P	F

SARAH SCAIFE FOUNDATION INCORPORATED



25-1113452

ATTACHMENT 6

FORM 990PF, PART I - TAXES

REVENUE AND EXPENSES PER BOOKS

DESCRIPTION

FEDERAL EXCISE TAX

347,171.

TOTALS

347,171

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
COMPUTER MAINTENANCE INSURANCE DUES & SUBSCRIPTIONS OFFICE EXPENSES TELEPHONE		4,209 42,979. 9,967 13,220 10,411.	6,256. 1,924 1,515.		4,209 36,723 9,967 11,296 8,896
AMORTIZATION	TOTALS	973 81,759.	973		71,091

FORM 990PF, PART II - U.S AND STATE OBLIGA
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	ATTACHMENT 8		
DESCRIPTION	ENDING BOOK VALUE	ENDING <u>FMV</u>	
GOVT SECURITIES AGENCY & TREAS MUNICIPAL BONDS SEE ATTACHMENT 21	23,824,126 132,224	23,469,764 135,801	
US OBLIGATIONS TOTAL	23,956,350	23,605,565	

25-1113452

Ρ	ATT	ACHMENT	9

FORM !	990PF,	PART	ΙĮ	_	CORPORATE	STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING <u>FMV</u>
COMMON STOCK INVESTMENTS SEE ATTACHMENT 21	134,958,943	302,380,134
TOTALS	134,958,943	302,380,134

SEE ATTACHMENT 21

ACHMENT 1	0	

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

ENDING
BOOK VALUE

FMV

CORP & ASSET BACKED BONDS

20,871,985

20,800,715

TOTALS 20,871,985 20,800,715

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING <u>FMV</u>
VENTURE FUNDS MUTUAL FUNDS- FIXED INCOME	846,934 14,953,363	1,188,411 14,872,440
SEE ATTACHMENT 21 MUTUAL FUNDS- EQUITIES SEE ATTACHMENT 21	2,000,000	2,019,946
ALTERNATIVE INVESTMENTS ETF EQUITIES ETF-FIXED INCOME	57,292,210 249,957,353 46,775,136.	57,023,660 250,036,358 45,547,290
OTHER FIXED INCOME PARTNERSHIP INVESTMENTS	49,129 218,495	50,012 668,189
BUSINESS DEVELOPMENT CORP MORTGAGE BACKED SECURITIES	1,000,000 779,522.	864,125 766,469.
TOTALS	373,872,142	373,036,900

STE 3900

PITTSBURGH, PA 15219-6402

ATTACHMENT 12

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
MICHAEL W GLEBA 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	CHAIRMAN/CEO/TREASURER/TRUST 40 00	522,189	53,000	0
YVONNE MARIE BLY 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	ASST TREASURER/SECRETARY 40 00	120,050	29,694	0
T KENNETH CRIBB, JR 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	16,000	0	0
EDWIN J FEULNER, JR 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	16,000	0	0
ROGER KIMBALL 301 GRANT ST , ONE OXFORD CENTRE,	TRUSTEE 3.00	16,000	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALLAN H. MELTZER 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	16,000	0	0
ROGER W ROBINSON, JR 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	16,000.	0	0
JAMES C RODDEY 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	16,000	0	0
CHRISTINE J TORETTI 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	16,000	0	0
JAMES M WALTON 301 GRANT ST , ONE OXFORD CENTRE, STE 3900 PITTSBURGH, PA 15219-6402	TRUSTEE 3 00	8,000	0	0
	GRAND TOTALS	762,239	82,694	0

990PF, PART VIII - COMPENSATION	OF THE FIVE HIGHEST PAID EMP	LOYEES	ATTACHME	NT 13
NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MONTGOMERY BROWN 301 GRANT STREET ONE OXFORD CENTRE, SUITE 3900 PITTSBURGH, PA 15219	EMPLOYEE 40 00	232,831	28,250	0
COLLEEN M. XENAKIS 301 GRANT STREET ONE OXFORD CENTRE, SUITE 3900 PITTSBURGH, PA 15219	EMPLOYEE 20 00	62,510	14,604	0
	TOTAL COMPENSATION	295,341	42,854	0 .

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SARAH SCAIFE FOUNDATION INCORPORATED

25-1113452

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 14

NAME AND ADDRESS

TYPE OF SERVICE

COMPENSATION

PNC FINANCIAL SERVICES GROUP 300 5TH AVENUE PITTSBURGH, PA 15222

FISCAL AGENT/ ADMIN

460,368

TOTAL COMPENSATION

460,368