

Return of Private Foundation

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

2016

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning , and ending

Name of foundation THE FRIST FOUNDATION		A Employer identification number 62-1134070
Number and street (or P.O. box number if mail is not delivered to street address) 3100 WEST END AVE STE 1200	Room/suite	B Telephone number (615) 292-3868
City or town, state or province, country, and ZIP or foreign postal code NASHVILLE, TN 37203		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 324,014,285.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	24,889.	24,889.		STATEMENT 2
	4 Dividends and interest from securities	4,023,403.	4,023,403.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,220,186.			STATEMENT 1
	b Gross sales price for all assets on line 6a	56,519,633.			
	7 Capital gain net income (from Part IV, line 2)		6,416,253.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	60,565.	108,394.		STATEMENT 4	
12 Total. Add lines 1 through 11	10,329,043.	10,572,939.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	392,197.	0.		392,197.
	14 Other employee salaries and wages	76,500.	0.		76,500.
	15 Pension plans, employee benefits	95,187.	0.		86,376.
	16a Legal fees	422.	0.		422.
	b Accounting fees	50,719.	29,500.		21,219.
	c Other professional fees	723,162.	723,162.		0.
	17 Interest				
	18 Taxes	388,264.	0.		26,194.
	19 Depreciation and depletion	3,825.	0.		
	20 Occupancy	62,537.	0.		62,537.
	21 Travel, conferences, and meetings	29,318.	0.		29,318.
	22 Printing and publications	902.	0.		902.
	23 Other expenses	304,870.	277,187.		28,365.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,127,903.	1,029,849.		724,030.
	25 Contributions, gifts, grants paid	10,095,531.			14,659,319.
26 Total expenses and disbursements. Add lines 24 and 25	12,223,434.	1,029,849.		15,383,349.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,894,391.				
b Net investment income (if negative, enter -0-)		9,543,090.			
c Adjusted net income (if negative, enter -0-)			N/A		

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				
	2	Savings and temporary cash investments	4,158,270.	5,411,709.	5,411,709.	
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	8,834.	14,494.	14,494.	
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 10 158,070,645.	160,252,451.	284,641,018.	
	c	Investments - corporate bonds	STMT 11 22,685,285.	18,351,069.	18,383,274.	
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 12 14,765,025.	10,899,962.	13,840,031.		
14	Land, buildings, and equipment: basis	203,827.				
	Less: accumulated depreciation	STMT 13 186,557.	4,321.	17,270.		
15	Other assets (describe)	STATEMENT 14 3,140,331.	1,706,489.	1,706,489.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	202,832,711.	196,653,444.	324,014,285.		
Liabilities	17	Accounts payable and accrued expenses	227,224.	247,376.		
	18	Grants payable	5,928,890.	1,365,102.		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)	STATEMENT 15 2,435,434.	2,694,194.		
23	Total liabilities (add lines 17 through 22)	8,591,548.	4,306,672.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	194,241,163.	192,346,772.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances	194,241,163.	192,346,772.			
31	Total liabilities and net assets/fund balances	202,832,711.	196,653,444.			

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	194,241,163.
2	Enter amount from Part I, line 27a	2	-1,894,391.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	192,346,772.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	192,346,772.

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			
b	SEE ATTACHED STATEMENTS		
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	56,519,633.	50,103,380.	6,416,253.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			6,416,253.

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	6,416,253.
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	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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))
2015	15,040,525.	335,013,979.	.044895
2014	10,501,123.	313,234,082.	.033525
2013	8,999,845.	265,690,847.	.033873
2012	8,476,689.	212,259,040.	.039936
2011	8,000,054.	206,665,741.	.038710

2	Total of line 1, column (d)	2	.190939
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.038188
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	318,544,191.
5	Multiply line 4 by line 3	5	12,164,566.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	95,431.
7	Add lines 5 and 6	7	12,259,997.
8	Enter qualifying distributions from Part XII, line 4	8	15,383,349.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	95,431.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	95,431.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	95,431.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	202,627.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	202,627.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	107,196.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 107,196. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

		Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
SEE STATEMENT 16			
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ WWW.FRISTFOUNDATION.ORG			
14 The books are in care of ▶ THE FRIST FOUNDATION Telephone no.▶ (615) 292-3868			
Located at ▶ 3100 WEST END AVE STE 1200, NASHVILLE, TN ZIP+4 ▶ 37203			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here			<input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶ _____, _____, _____, _____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.</i>)	3b		
			N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **N/A**
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A**
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **N/A**

5b		
6b		X
7b		

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

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

(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
SEE STATEMENT 17		392,197.	76,532.	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
CORINNE BERGERGON - 3100 WEST END AVE., STE 1200, NASHVILLE, TN 37203	PROGRAM OFFICER 40.00	76,500.	8,364.	0.

Total number of other employees paid over \$50,000 Yes No **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
NONE		

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 N/A	
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 N/A	
2	
3 All other program-related investments. See instructions.	

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	317,521,448.
b	Average of monthly cash balances	1b	5,527,058.
c	Fair market value of all other assets	1c	346,612.
d	Total (add lines 1a, b, and c)	1d	323,395,118.
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	323,395,118.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,850,927.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	318,544,191.
6	Minimum investment return. Enter 5% of line 5	6	15,927,210.

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	15,927,210.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	95,431.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	95,431.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,831,779.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	15,831,779.
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	15,831,779.

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	15,383,349.
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	15,383,349.
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	95,431.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	15,287,918.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				15,831,779.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			13,315,598.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 15,383,349.				
a Applied to 2015, but not more than line 2a			13,315,598.	
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 2016 distributable amount				2,067,751.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				13,764,028.
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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 2016, 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)

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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					
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).)

NONE

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 if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed: **SEE STATEMENT 19**

SEE STATEMENT 18

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				
18TH AVENUE FAMILY ENRICHMENT CENTER 1811 OSAGE STREET NASHVILLE, TN 37208	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,600.
ABRASIVEMEDIA 438 HOUSTON ST., SUITE 257 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,205.
AGAPE 4555 TROUSDALE DRIVE NASHVILLE, TN 37204-4513	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,900.
AGAPE ANIMAL RESCUE P.O. BOX 292766 NASHVILLE, TN 37229-2766	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,570.
ALIAS CHAMBER ENSEMBLE P.O. BOX 190650 NASHVILLE, TN 37219	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,080.
Total	SEE CONTINUATION SHEET(S)			14,659,319.
b Approved for future payment				
CUMBERLAND RIVER COMPACT TWO VICTORY AVENUE NASHVILLE, TN 37213	N/A	PC	SUPPORT PILOT PROJECT TO CLEAN UP CREEKS FLOWING INTO THE NASHVILLE SEGMENT OF THE CUMBERLAND RIVER	76,500.
SECOND HARVEST FOOD BANK OF MIDDLE TENNESSEE 331 GREAT CIRCLE ROAD NASHVILLE, TN 37228	N/A	PC	CAPITAL SUPPORT TO EXPAND CAPACITY AT METROCENTER WHSE AND ESTABLISH DISTRIBUTION CENTERS	495,616.
TENNESSEE STATE MUSEUM FOUNDATION 41 PEABODY STREET NASHVILLE, TN 37210	N/A	PC	FUNDING FOR A STAFF DIRECTOR AND OFFICE SPACE FOR THE NASHVILLE CHAPTER	792,986.
Total				1,365,102.

Part XVI-A Analysis of Income-Producing Activities

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, g Fees and contracts from government agencies), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 24,889), 4 Dividends and interest from securities (14, 4,023,403), 5 Net rental income or (loss) from real estate (a Debt-financed property, b Not debt-financed property), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (18, 6,220,186), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a SEE STATEMENT 20, -292, 60,857), 12 Subtotal (b, d, e) (-292, 10,329,335, 0), 13 Total (b, d, e) (13, 10,329,043).

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 1: NOT APPLICABLE

THE FRIST 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 TOTAL PUBLICLY TRADED			
b SHEPHERD INVESTMENTS INTERNATIONAL LTD	P	06/24/04	12/31/16
c ENERGY INVESTMENT OPPORTUNITIES OFFSHORE LTD	P	03/03/15	12/31/16
d GS DISTRESSED OPPORTUNITIES FUND II OFFSHORE, LP	P	02/03/11	12/31/16
e GS PEP TECHNOLOGY FUND 2000 OFFSHORE, LP	P	02/03/11	12/31/16
f GS VINTAGE FUND III OFFSHORE, LP	P	12/24/12	12/31/16
g GS VINTAGE FUND IV OFFSHORE, LP	P	12/24/12	12/31/16
h GS PRIVATE EQUITY PARTNERS 2000 OFFSHORE, LP	P	02/03/11	12/31/16
i BROAD STREET REAL ESTATE CREDIT PARTNERS	P	07/24/13	12/31/16
j OZ OVERSEAS FUND II, LTD.	P	06/24/04	12/31/16
k GLOBAL LONG SHORT PARTNERS OFFSHORE LP	P	06/01/15	12/31/16
l HEDGE FUND SELECT: CAXTON GLOBAL INVESTMENTS LTD	P	06/01/15	10/01/16
m TREMONT LITIGATION SETTLEMENT FUNDS	P	07/01/04	12/31/16
n CROW HOLDINGS REALTY PARTNERS V-A, LP	P	11/01/07	12/31/16
o CROW HOLDINGS REALTY PARTNERS IV-A, LP	P	01/01/07	12/31/16

(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 45,916,727.		44,174,812.	1,741,915.
b 18,798.		1,935.	16,863.
c 477,701.			477,701.
d 43,938.		25,836.	18,102.
e 85,880.		3,165.	82,715.
f 1,058,935.		246,428.	812,507.
g 951,744.		385,903.	565,841.
h 41,048.		23,224.	17,824.
i 284,563.		29,458.	255,105.
j 31,288.		19,797.	11,491.
k 815,022.		1,000,000.	-184,978.
l 2,000,000.		2,137,256.	-137,256.
m 115,567.			115,567.
n 226,668.			226,668.
o 402,213.			402,213.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,741,915.
b			16,863.
c			477,701.
d			18,102.
e			82,715.
f			812,507.
g			565,841.
h			17,824.
i			255,105.
j			11,491.
k			-184,978.
l			-137,256.
m			115,567.
n			226,668.
o			402,213.

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 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

THE FRIST 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 BAIN CAPITAL FUND VIII, LP	P	01/01/04	12/31/16
b BAIN CAPITAL VIII COINVESTMENT FUND	P	01/01/04	12/31/16
c BAIN CAPITAL IX COINVESTMENT FUND, LP	P	01/01/04	12/31/16
d BAIN CAPITAL FUND XI, LP	P	01/01/14	12/31/16
e BAIN CAPITAL ASIA FUND, LP	P	01/01/07	12/31/16
f BAIN CAPITAL ASIA II FUND, LP	P	07/19/12	12/31/16
g BAIN CAPITAL EUROPE FUND IV, L.P.	P	06/27/14	12/31/16
h JPMORGAN IIF TAX-EXEMPT, LP	P	12/06/07	12/31/16
i MT KELLETT CAPITAL PARTNERS II ACCESS, LP	P	02/25/11	12/31/16
j GS PRIVATE EQUITY PARTNERS 1999 OFFSHORE, LP	P	02/03/11	12/31/16
k GS CAPITAL PARTNERS 2000 OFFSHORE, LP	P	02/03/11	12/31/16
l GS CAPITAL PARTNERS V OFFSHORE, LP	P	02/03/11	12/31/16
m GS PETERSHILL II OFFSHORE L.P.	P	01/23/14	12/31/16
n JPMORGAN IIF TAX-EXEMPT, LP	P	12/06/07	12/31/16
o WEST STREET CAPITAL PARTNERS VII-PARALLEL, L.P.	P	06/30/16	12/31/16

(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 78,588.			78,588.
b 204,756.			204,756.
c		51,733.	-51,733.
d 237,085.			237,085.
e		256,694.	-256,694.
f 740,387.			740,387.
g 231,025.			231,025.
h 779,731.		777,074.	2,657.
i 14,189.		120,426.	-106,237.
j 118,077.		118,077.	0.
k 430,876.		233,849.	197,027.
l 221,612.		398,389.	-176,777.
m			0.
n		79,037.	-79,037.
o			0.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			78,588.
b			204,756.
c			-51,733.
d			237,085.
e			-256,694.
f			740,387.
g			231,025.
h			2,657.
i			-106,237.
j			0.
k			197,027.
l			-176,777.
m			0.
n			-79,037.
o			0.

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 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	

THE FRIST 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 KKR GLOBAL FAMILY INVESTMENT PARTNERSHIP L.P.	P	06/30/16	12/31/16
b ANCHORAGE ILLIQUID OPPORTUNITIES ACCESS OFFSHORE	P	02/08/10	12/31/16
c GLOBAL ATLANTIC FINANCIAL GROUP LIMITED	P	02/11/13	12/31/16
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
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			0.
b 20,287.		20,287.	0.
c 972,928.			972,928.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			972,928.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
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	6,416,253.
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	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ALIVE HOSPICE, INC. 1718 PATTERSON ST. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,000.
ALS ASSOCIATION, TENNESSEE CHAPTER P. O. BOX 40244 NASHVILLE, TN 37204-0244	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,040.
AMERICAN RED CROSS OF NASHVILLE 2201 CHARLOTTE AVENUE NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	10,000.
ANDREW JACKSON FOUNDATION 4580 RACHEL'S LANE HERMITAGE, TN 37076	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,235.
APPRISEN 1101 KERMIT DR., SUITE 204 NASHVILLE, TN 37217	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,650.
ARTS & BUSINESS COUNCIL OF GREATER NASHVILLE 1900 BELMONT BLVD. NASHVILLE, TN 37212	N/A	PC	FINALIST IN THE 2016 AWARDS OF ACHIEVEMENT TEAM BUILDING CATEGORY.	10,000.
ARTS & BUSINESS COUNCIL OF GREATER NASHVILLE 1900 BELMONT BLVD. NASHVILLE, TN 37212	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,650.
BACKFIELD IN MOTION 920 WOODLAND STREET NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,950.
BAREFOOT REPUBLIC 226 LAKEVIEW DRIVE FRANKLIN, TN 37067	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,500.
BEGIN ANEW 420 MAIN STREET NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	880.
Total from continuation sheets				14,640,964.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BELCOURT THEATRE INC. 2102 BELCOURT AVENUE NASHVILLE, TN 37212	N/A	PC	GENERAL MATCHING SUPPORT	2,500.
BELCOURT THEATRE INC. 2102 BELCOURT AVENUE NASHVILLE, TN 37212	N/A	PC	GENERAL MATCHING SUPPORT	250.
BELL GARDEN P.O. BOX 210945 NASHVILLE, TN 37221-0945	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,060.
BELMONT UNIVERSITY 1900 BELMONT BLVD. NASHVILLE, TN 37212-3757	N/A	PC	GENERAL MATCHING SUPPORT	250.
BIG BROTHERS BIG SISTERS OF MIDDLE TENNESSEE 1704 CHARLOTTE AVENUE, SUITE 130 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,115.
BOY SCOUTS/MIDDLE TENNESSEE COUNCIL P.O. BOX 150409 NASHVILLE, TN 37215-0409	N/A	PC	GENERAL MATCHING SUPPORT	250.
BOYS AND GIRLS CLUB OF MIDDLE TENNESSEE 1704 CHARLOTTE AVENUE, SUITE 200 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	9,500.
CAMP MARYMOUNT 1318 FAIRVIEW BLVD. FAIRVIEW, TN 37062	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,610.
CASA 601 WOODLAND STREET NASHVILLE, TN 37206-4211	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,995.
CATHOLIC CHARITIES OF TENNESSEE 2806 MCGAVOCK PIKE, DOOR #7 NASHVILLE, TN 37214	N/A	PC	SECOND YEAR OF SEED FUNDING FOR THE AGENCY'S SEWING ACADEMY THAT BEGAN IN FALL 2015.	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CATHOLIC CHARITIES OF TENNESSEE 2806 MCGAVOCK PIKE, DOOR #7 NASHVILLE, TN 37214	N/A	PC	TECHNOLOGY UPGRADE GRANT	10,000.
CENTER FOR NONPROFIT MANAGEMENT 37 PEABODY STREET, SUITE 201 NASHVILLE, TN 37210-2229	N/A	PC	TECHNOLOGY UPGRADE GRANT	25,000.
CENTER FOR NONPROFIT MANAGEMENT 37 PEABODY STREET, SUITE 201 NASHVILLE, TN 37210-2229	N/A	PC	GENERAL SUPPORT, MATCHGRANT FUNDING, AND ADMINISTRATIVE SUPPORT FOR THE ANNUAL AWARDS OF ACHIEVEMENT.	150,000.
CENTER FOR REFUGEES AND IMMIGRANTS OF TENNESSEE 5100 LINBAR DR., SUITE 101 NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,020.
CHEEKWOOD 1200 FORREST PARK DRIVE NASHVILLE, TN 37205	N/A	PC	FINALIST IN THE 2016 AWARDS OF ACHIEVEMENT REVENUE DEVELOPMENT CATEGORY.	10,000.
CHEEKWOOD 1200 FORREST PARK DRIVE NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	250.
COMMUNITIES IN SCHOOLS OF TENNESSEE 1207 18TH AVENUE SOUTH NASHVILLE, TN 37212	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,900.
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE., SUITE 400 NASHVILLE, TN 37215-2519	N/A	PC	GENERAL MATCHING SUPPORT	5,000.
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE., SUITE 400 NASHVILLE, TN 37215-2519	N/A	PC	GENERAL MATCHING SUPPORT FOR NASHVILLE'S AGENDA FUND.	250.
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE., SUITE 400 NASHVILLE, TN 37215-2519	N/A	PC	GENERAL MATCHING SUPPORT	250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE., SUITE 400 NASHVILLE, TN 37215-2519	N/A	PC	TECHNOLOGY UPGRADE GRANT	17,500.
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE., SUITE 400 NASHVILLE, TN 37215-2519	N/A	PC	SUPPORT FOR GIVING MATTERS IN 2016.	20,000.
COMMUNITY FOUNDATION OF MIDDLE TENNESSEE 3833 CLEGHORN AVE., SUITE 400 NASHVILLE, TN 37215-2519	N/A	PC	GENERAL SUPPORT FOR NASHVILLE'S AGENDA FOR 2016.	5,000.
COMMUNITY RESOURCE CENTER 218 OMOHUNDRO PLACE NASHVILLE, TN 37210	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,100.
COMMUNITY RESOURCE CENTER 218 OMOHUNDRO PLACE NASHVILLE, TN 37210	N/A	PC	GENERAL SUPPORT FOR 2016	35,000.
CONEXION AMERICAS 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,620.
CONSERVANCY FOR THE PARTHENON AND CENTENNIAL PARK P.O. BOX 196340 NASHVILLE, TN 37219-6340	N/A	PC	WINNER OF THE 2016 AWARDS OF ACHIEVEMENT REVENUE DEVELOPMENT CATEGORY.	25,000.
CONSERVANCY FOR THE PARTHENON AND CENTENNIAL PARK P.O. BOX 196340 NASHVILLE, TN 37219-6340	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,580.
COTTAGE COVE 630 BENTON AVENUE NASHVILLE, TN 37204	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,300.
COUNTRY MUSIC FOUNDATION 222 FIFTH AVE. S. NASHVILLE, TN 37203	N/A	PC	GENERAL MATCHING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CROSSBRIDGE 335 MURFREESBORO ROAD NASHVILLE, TN 37210	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,000.
CUMBERLAND RIVER COMPACT TWO VICTORY AVENUE NASHVILLE, TN 37213	N/A	PC	SUPPORT PILOT PROJECT TO CLEAN UP CREEKS FLOWING INTO THE NASHVILLE SEGMENT OF THE CUMBERLAND RIVER.	64,500.
CURREY INGRAM ACADEMY 6544 MURRAY LANE BRENTWOOD, TN 37027-5515	N/A	PC	GENERAL MATCHING SUPPORT	13,750.
DECISIONS, CHOICES & OPTIONS 1017 ANTEBELLUM CIRCLE HENDERSONVILLE, TN 37075	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,750.
DIOCESE OF NASHVILLE 2800 MCGAVOCK PIKE NASHVILLE, TN 37214	N/A	PC	GENERAL MATCHING SUPPORT	300.
DISABILITY RIGHTS TENNESSEE 2 INTERNATIONAL PLAZA, SUITE 825 NASHVILLE, TN 37217	N/A	PC	TECHNOLOGY UPGRADE GRANT	7,500.
EASTER SEAL SOCIETY OF TENNESSEE 750 OLD HICKORY BLVD., #2-260 BRENTWOOD, TN 37027	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,135.
END SLAVERY TENNESSEE 50 VANTAGE WAY, SUITE 255 NASHVILLE, TN 37228	N/A	PC	WINNER OF THE 2016 AWARDS OF ACHIEVEMENT TEAM BUILDING CATEGORY.	25,000.
ENSWORTH SCHOOL 7401 HIGHWAY 100 NASHVILLE, TN 37221	N/A	PC	MATCHING SUPPORT FOR THE CAPITAL CAMPAIGN	25,000.
ENSWORTH SCHOOL 7401 HIGHWAY 100 NASHVILLE, TN 37221	N/A	PC	MATCHING SUPPORT FOR THE CONSTRUCTION OF THE TENNIS BUILDING	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ENSWORTH SCHOOL 7401 HIGHWAY 100 NASHVILLE, TN 37221	N/A	PC	MATCHING SUPPORT FOR THE CONSTRUCTION OF THE TENNIS BUILDING	11,250.
ENSWORTH SCHOOL 7401 HIGHWAY 100 NASHVILLE, TN 37221	N/A	PC	MATCHING SUPPORT FOR THE CONSTRUCTION OF THE TENNIS BUILDING	5,000.
EPILEPSY FOUNDATION OF MIDDLE AND WEST TN 95 WHITE BRIDGE ROAD, SUITE 215 NASHVILLE, TN 37205	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,775.
FAITH FAMILY MEDICAL CLINIC 326 21ST AVE. N. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,250.
FAMILY & CHILDREN'S SERVICE 1704 HEIMAN ST. NASHVILLE, TN 37208	N/A	PC	TOWARD A \$6 MILLION CAMPAIGN TO BUILD NEW OFFICES FOR THE AGENCY.	500,000.
FAMILY & CHILDREN'S SERVICE 1704 HEIMAN ST. NASHVILLE, TN 37208	N/A	PC	TO PURCHASE A NEW DONOR DATABASE PROGRAM	3,495.
FAMILY FOUNDATION FUND P.O. BOX 292724 NASHVILLE, TN 37229-2724	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,000.
FANNIE BATTLE DAY HOME 108 CHAPEL AVENUE NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,800.
FIRST STEPS, INC. 1900 GRAYBAR LANE NASHVILLE, TN 37215	N/A	PC	TECHNOLOGY UPGRADE GRANT	7,820.
FRIENDS OF RADNOR LAKE 1160 OTTER CREEK ROAD NASHVILLE, TN 37220	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,830.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF ROCK CASTLE 139 ROCK CASTLE LANE HENDERSONVILLE, TN 37075	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,500.
FRIENDSHIP HOUSE 202 23RD AVE. N. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,135.
FRIST CENTER FOR THE VISUAL ARTS, INC. 919 BROADWAY NASHVILLE, TN 37203	N/A	PC	OPERATING SUPPORT FOR 2016.	1,250,000.
FRIST CENTER FOR THE VISUAL ARTS, INC. 919 BROADWAY NASHVILLE, TN 37203	N/A	PC	OPERATING SUPPORT FOR 2016.	1,250,000.
FRIST CENTER FOR THE VISUAL ARTS, INC. 919 BROADWAY NASHVILLE, TN 37203	N/A	PC	OPERATING SUPPORT FOR 2016.	1,250,000.
FRIST CENTER FOR THE VISUAL ARTS, INC. 919 BROADWAY NASHVILLE, TN 37203	N/A	PC	GENERAL MATCHING SUPPORT	5,000.
FRIST CENTER FOR THE VISUAL ARTS, INC. 919 BROADWAY NASHVILLE, TN 37203	N/A	PC	GENERAL SUPPORT	10,000.
FRIST CENTER FOR THE VISUAL ARTS, INC. 919 BROADWAY NASHVILLE, TN 37203	N/A	PC	OPERATING SUPPORT FOR 2016.	1,250,000.
GILDA'S CLUB MIDDLE TENNESSEE 1707 DIVISION ST. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	8,750.
GIRL SCOUTS OF MIDDLE TENNESSEE 4522 GRANNY WHITE PIKE NASHVILLE, TN 37204	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GLOBAL EDUCATION CENTER 4822 CHARLOTTE AVE. NASHVILLE, TN 37209-3423	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,900.
GOODWILL INDUSTRIES OF MIDDLE TENNESSEE 1015 HERMAN ST. NASHVILLE, TN 37208-3143	N/A	PC	SUPPORT THREE-YEAR EFFORT TO DECENTRALIZE COLLECTION AND SALE OF USED GOODS.	500,000.
GOSPEL MUSIC ASSOCIATION 4012 GRANNY WHITE PIKE NASHVILLE, TN 37204-3924	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,580.
GREENWAYS FOR NASHVILLE P.O. BOX 196340 NASHVILLE, TN 37219-6340	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,000.
GUARDIANSHIP AND TRUSTS CORPORATION 95 WHITE BRIDGE ROAD, SUITE 330 NASHVILLE, TN 37205	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,000.
HABITAT FOR HUMANITY OF GREATER NASHVILLE 2950 KRAFT DRIVE, SUITE 100 NASHVILLE, TN 37204	N/A	PC	SUPPORT CONSOLIDATION OF HABITAT OFFICES AND STORES IN A SINGLE LOCATION.	250,000.
HANDS ON NASHVILLE 37 PEABODY STREET, SUITE 206 NASHVILLE, TN 37210-2229	N/A	PC	SUPPORT NEIGHBORHOOD-FOCUSED VOLUNTEER PROGRAM THAT COULD ESTABLISH NEW MODEL OF SERVICE.	64,000.
HARPEATH RIVER WATERSHED ASSOCIATION P.O. BOX 1127 FRANKLIN, TN 37065	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,000.
HIP DONELSON, INC. P.O. BOX 148604 NASHVILLE, TN 37214-8604	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,700.
HOPE CLINIC FOR WOMEN 1810 HAYES STREET NASHVILLE, TN 37203-2504	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,165.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HUMANITIES TENNESSEE 807 MAIN ST., SUITE B NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,260.
INTERFAITH DENTAL CLINIC 1721 PATTERSON ST. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,190.
JOVENES EN CAMINO P.O. BOX 2883 BRENTWOOD, TN 37024	N/A	PC	GENERAL MATCHING SUPPORT	600.
JOVENES EN CAMINO P.O. BOX 2883 BRENTWOOD, TN 37024	N/A	PC	GENERAL MATCHING SUPPORT	600.
JOVENES EN CAMINO P.O. BOX 2883 BRENTWOOD, TN 37024	N/A	PC	GENERAL MATCHING SUPPORT	600.
JOVENES EN CAMINO P.O. BOX 2883 BRENTWOOD, TN 37024	N/A	PC	GENERAL MATCHING SUPPORT	600.
JUSTICE FOR OUR NEIGHBORS CASA AZAFRAN NASHVILLE, TN 37211	N/A	PC	SUPPORT TO CONSTRUCT CEILINGS IN TWO NEW OFFICES AT CASA AZAFRAN.	2,000.
KING'S DAUGHTERS DAY HOME 590 NORTH DUPONT ST. MADISON, TN 37115	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,100.
LAND TRUST FOR TENNESSEE, INC. 209 10TH AVE. S., SUITE 327 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,750.
LEADERSHIP NASHVILLE FOUNDATION P.O. BOX 190498 NASHVILLE, TN 37219-0498	N/A	PC	GENERAL MATCHING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LEADERSHIP NASHVILLE FOUNDATION P.O. BOX 190498 NASHVILLE, TN 37219-0498	N/A	PC	GENERAL SUPPORT FOR 2016.	10,000.
LIGHTS CHAPEL BAPTIST CHURCH 2848 LIGHTS CHAPEL ROAD GREENBRIER, TN 37073	N/A	PC	GENERAL MATCHING SUPPORT	450.
LIGHTS CHAPEL BAPTIST CHURCH 2848 LIGHTS CHAPEL ROAD GREENBRIER, TN 37073	N/A	PC	GENERAL MATCHING SUPPORT	450.
LIPSCOMB UNIVERSITY 3901 GRANNY WHITE PIKE NASHVILLE, TN 37204-3951	N/A	PC	GENERAL MATCHING SUPPORT	250.
LUKE 14:12 P.O. BOX 120864 NASHVILLE, TN 37212-0864	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,740.
MARTHA O'BRYAN CENTER 711 S. SEVENTH ST. NASHVILLE, TN 37206-3895	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,750.
MATTHEW 25, INC. P.O. BOX 158461 NASHVILLE, TN 37215-8461	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,300.
MCNEILLY CENTER FOR CHILDREN 100 MERIDIAN ST. NASHVILLE, TN 37207	N/A	PC	TECHNOLOGY UPGRADE GRANT	10,000.
MENDING HEARTS, INC. 1002 44TH AVE. N. NASHVILLE, TN 37209	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,000.
MIRIAM'S PROMISE 522 RUSSELL ST. NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,645.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MONROE HARDING, INC. 1120 GLENDALE LANE NASHVILLE, TN 37204	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,200.
MONROE HARDING, INC. 1120 GLENDALE LANE NASHVILLE, TN 37204	N/A	PC	SUPPORT MULTI-AGENCY COLLABORATION TO INCREASE EFFECTIVENESS OF AGENCIES SERVING TROUBLED CHILDREN.	20,000.
MONTGOMERY BELL ACADEMY 4001 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	3,500.
MORNING STAR SANCTUARY P. O. BOX 568 MADISON, TN 37116-0568	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,855.
MUSIC FOR SENIORS 161 RAINS AVENUE NASHVILLE, TN 37203-5330	N/A	PC	TECHNOLOGY UPGRADE GRANT	900.
MUSICIANS ON CALL 1300 DIVISION ST., STE. 301 NASHVILLE, TN 37203-4025	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,400.
NAMI DAVIDSON 1101 KERMIT DR., SUITE 506 NASHVILLE, TN 37217	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,000.
NAMI TENNESSEE 1101 KERMIT DRIVE, SUITE 605 NASHVILLE, TN 37217	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,500.
NASHVILLE ADULT LITERACY COUNCIL 4805 PARK AVE., SUITE 305 NASHVILLE, TN 37209	N/A	PC	TECHNOLOGY UPGRADE GRANT	20,000.
NASHVILLE BALLET 3630 REDMON ST. NASHVILLE, TN 37209-4827	N/A	PC	SUPPORT FOR CONSULTING EXPENSES RELATED TO MAJOR EXPANSION OF FACILITIES AND WORK.	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASHVILLE CHAMBER PUBLIC BENEFIT FOUNDATION 211 COMMERCE ST., SUITE 100 NASHVILLE, TN 37201	N/A	PC	SUPPORT CHARITABLE ASPECT OF THE CHAMBER'S PARTNERSHIP 2020 ECONOMIC DEVELOPMENT EFFORT.	5,000.
NASHVILLE CHILDREN'S ALLIANCE 1264 FOSTER AVENUE NASHVILLE, TN 37210	N/A	PC	TECHNOLOGY UPGRADE GRANT	10,000.
NASHVILLE CHILDREN'S THEATRE 25 MIDDLETON ST. NASHVILLE, TN 37210	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,970.
NASHVILLE CIVIC DESIGN CENTER 138 SECOND AVE. N., SUITE 106 NASHVILLE, TN 37201	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,260.
NASHVILLE CONFLICT RESOLUTION CENTER 4732 W. LONGDALE DRIVE NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,440.
NASHVILLE EDUCATION, COMMUNITY & ARTS TV 120 WHITE BRIDGE ROAD, # 46 NASHVILLE, TN 37209	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,200.
NASHVILLE FILM FESTIVAL 161 RAINS AVENUE NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,300.
NASHVILLE FILM FESTIVAL 161 RAINS AVENUE NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,250.
NASHVILLE FOOD PROJECT 3605 HILLSBORO PIKE NASHVILLE, TN 37215	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,440.
NASHVILLE FOOD PROJECT 3605 HILLSBORO PIKE NASHVILLE, TN 37215	N/A	PC	SUPPORT THROUGH THE ANSLEY FUND FOR CAPITAL EXPENDITURES TO EXPAND FOOD PREPARATION CAPACITY.	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASHVILLE INTERNATIONAL CENTER FOR EMPOWERMENT 417 WELSHWOOD DR. #100 NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	9,735.
NASHVILLE JAZZ WORKSHOP 1319 ADAMS ST. NASHVILLE, TN 37208	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,150.
NASHVILLE JAZZ WORKSHOP 1319 ADAMS ST. NASHVILLE, TN 37208	N/A	PC	GENERAL MATCHING SUPPORT	500.
NASHVILLE OPERA ASSOCIATION 3622 REDMON STREET NASHVILLE, TN 37209	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,270.
NASHVILLE ORGANIZED FOR ACTION AND HOPE P.O. BOX 331144 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,220.
NASHVILLE PUBLIC EDUCATION FOUNDATION JOHN SEIGENTHALER CENTER NASHVILLE, TN 37212	N/A	PC	MATCHING SUPPORT FOR THE SCHOOL FOR SCIENCE AND MATH AT VANDERBILT, A PARTNERSHIP WITH MNPS.	500.
NASHVILLE PUBLIC EDUCATION FOUNDATION JOHN SEIGENTHALER CENTER NASHVILLE, TN 37212	N/A	PC	TECHNOLOGY UPGRADE GRANT	10,000.
NASHVILLE PUBLIC EDUCATION FOUNDATION JOHN SEIGENTHALER CENTER NASHVILLE, TN 37212	N/A	PC	SUPPORT FOR THE SEARCH FOR A NEW DIRECTOR OF METRO SCHOOLS.	50,000.
NASHVILLE PUBLIC RADIO 630 MAINSTREAM DRIVE NASHVILLE, TN 37228-1204	N/A	PC	GENERAL SUPPORT	25,000.
NASHVILLE PUBLIC TELEVISION COUNCIL 161 RAINS AVENUE NASHVILLE, TN 37203-5330	N/A	PC	GENERAL MATCHING SUPPORT	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASHVILLE REPERTORY THEATRE 161 RAINS AVENUE NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,500.
NASHVILLE SAFE HAVEN FAMILY SHELTER 1234 THIRD AVE. S. NASHVILLE, TN 37210	N/A	PC	SUPPORT FOR SAFE HAVEN'S STAFF360 SOCIAL ENTERPRISE EFFORT	150,000.
NASHVILLE SAFE HAVEN FAMILY SHELTER 1234 THIRD AVE. S. NASHVILLE, TN 37210	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,100.
NASHVILLE SHAKESPEARE FESTIVAL 161 RAINS AVENUE NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,050.
NASHVILLE SYMPHONY ASSOCIATION ONE SYMPHONY PLACE NASHVILLE, TN 37201-2031	N/A	PC	TECHNOLOGY UPGRADE GRANT	150,000.
NASHVILLE SYMPHONY ASSOCIATION ONE SYMPHONY PLACE NASHVILLE, TN 37201-2031	N/A	PC	GENERAL MATCHING SUPPORT	250.
NASHVILLE ZOO, INC. 3777 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	CONTINUED SUPPORT TOWARD \$160 MILLION CAPITAL CAMPAIGN.	1,000,000.
NASHVILLE ZOO, INC. 3777 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	CONTINUED SUPPORT TOWARD \$160 MILLION CAPITAL CAMPAIGN.	2,000,000.
NASHVILLE ZOO, INC. 3777 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	CONTINUED SUPPORT TOWARD \$160 MILLION CAPITAL CAMPAIGN.	2,000,000.
NASHVILLE ZOO, INC. 3777 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	GENERAL MATCHING SUPPORT	250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL BUILDING MUSEUM 401 F STREET NW WASHINGTON, DC 20001	N/A	PC	SPONSORSHIP OF THE SMALL STORIES EXHIBIT, WHICH IS A COLLECTION OF VICTORIA & ALBERT'S HISTORIC DOLLHOUSES.	5,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1667 K ST. NW, SUITE 550 WASHINGTON, DC 20006	N/A	PC	GENERAL SUPPORT FOR NATIONAL RESOURCE ON FAMILY FOUNDATIONS.	2,000.
NATIONAL MUSEUM OF AFRICAN AMERICAN MUSIC 618 CHURCH ST., SUITE 130 NASHVILLE, TN 37219	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,130.
NATIONS MINISTRY CENTER P.O. BOX 128154 NASHVILLE, TN 37212-8154	N/A	PC	TO SUPPORT ABSORPTION OF PROGRAMS FROM THE CENTER FOR REFUGEES AND IMMIGRANTS IN TN, WHICH IS DISSOLVING.	19,000.
NATIONS MINISTRY CENTER P.O. BOX 128154 NASHVILLE, TN 37212-8154	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,230.
NATIVE AMERICAN INDIAN ASSOCIATION 230 SPENCE LANE NASHVILLE, TN 37210-3623	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,200.
NEEDLINK NASHVILLE 1600 56TH AVENUE N. NASHVILLE, TN 37209	N/A	PC	GENERAL SUPPORT FOR FISCAL YEAR 2016-2017.	50,000.
NEW DIALECT 522 ROSEDALE AVE. NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,610.
OASIS CENTER 1704 CHARLOTTE AVENUE, SUITE 200 NASHVILLE, TN 37203	N/A	PC	SUPPORT GATEWAYS FOR GROWTH PROJECT TO DEVELOP A PLAN TO WELCOME NEW AMERICANS TO NASHVILLE.	5,000.
OPERATION STAND DOWN TENNESSEE 1125 12TH AVE. S. NASHVILLE, TN 37203-4709	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,040.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ORGANIZED NEIGHBORS OF EDGEHILL 1001 EDGEHILL AVENUE NASHVILLE, TN 37203	N/A	PC	MATCHING SUPPORT FOR THE O.N.E./BARNES SCHOLARSHIP FUND	250.
OZ ARTS, INC. 6172 COCKRILL BEND CIRCLE NASHVILLE, TN 37209	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,150.
PALMER TRINITY SCHOOL 7900 SW 176TH ST. MIAMI, FL 33157	N/A	PC	GENERAL MATCHING SUPPORT	750.
PARK CENTER 801 12TH AVE. S. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,520.
PASTORAL COUNSELING CENTERS 100 VINE COURT NASHVILLE, TN 37205-2052	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,235.
PENCIL FOUNDATION 4805 PARK AVE., SUITE 101 NASHVILLE, TN 37209	N/A	PC	TECHNOLOGY UPGRADE GRANT	8,975.
PET COMMUNITY CENTER 943-B DR. RICHARD G. ADAMS DR. NASHVILLE, TN 37207	N/A	PC	FINALIST IN THE 2016 AWARDS OF ACHIEVEMENT INNOVATION IN ACTION CATEGORY.	10,000.
PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW, SUITE 550 SOUTH WASHINGTON, DC 20036	N/A	PC	GENERAL SUPPORT.	5,000.
PORCH WRITERS' COLLECTIVE 1430 ROBERTS AVE. NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,740.
PRESTON TAYLOR MINISTRIES P.O. BOX 90442 NASHVILLE, TN 37209-0442	N/A	PC	FINALIST IN THE 2016 AWARDS OF ACHIEVEMENT TEAM BUILDING CATEGORY.	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRESTON TAYLOR MINISTRIES P.O. BOX 90442 NASHVILLE, TN 37209-0442	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,300.
PREVENT CHILD ABUSE OF TENNESSEE 4721 TROUSDALE, SUITE 121 NASHVILLE, TN 37220	N/A	PC	SUPPORT FOR THE ACE COLLABORATIVE EFFORT, RESILIENCE.	4,500.
PREVENT CHILD ABUSE OF TENNESSEE 4721 TROUSDALE, SUITE 121 NASHVILLE, TN 37220	N/A	PC	FUNDING FOR A STRATEGIC PLAN CONSULTATION WITH TOMPKINS ECKERT.	7,500.
PROJECT CONNECT P.O. BOX 295 MADISON, TN 37115	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,950.
PROJECT RETURN, INC. 806 FOURTH AVE. S. NASHVILLE, TN 37210	N/A	PC	FINALIST IN THE 2016 AWARDS OF ACHIEVEMENT INNOVATION IN ACTION CATEGORY.	10,000.
PROJECT RETURN, INC. 806 FOURTH AVE. S. NASHVILLE, TN 37210	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,100.
PROJECT TRANSFORMATION TENNESSEE 522 RUSSELL STREET NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,100.
RENEWAL HOUSE, INC. P.O. BOX 280356 NASHVILLE, TN 37228-0356	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,115.
RIDE FOR READING P.O. BOX 160037 NASHVILLE, TN 37216-0037	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,450.
ROCHELLE CENTER 1020 SOUTHSIDE COURT NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	9,195.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROCKETOWN OF MIDDLE TENNESSEE 601 4TH AVE. S. NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	10,000.
ROCKETOWN OF MIDDLE TENNESSEE 601 4TH AVE. S. NASHVILLE, TN 37203	N/A	PC	TO HIRE A CONSULTING FIRM TO HELP IDENTIFY HOW TO BETTER SERVE THE YOUTH MARKET.	10,000.
SADDLE UP! 1549 OLD HILLSBORO ROAD FRANKLIN, TN 37069-9136	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,460.
SAINT HENRY CHURCH 6401 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	600.
SAINT HENRY CHURCH 6401 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	600.
SAINT HENRY CHURCH 6401 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	600.
SAINT HENRY CHURCH 6401 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	600.
SAINT HENRY CHURCH 6401 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	600.
SAINT HENRY CHURCH 6401 HARDING ROAD NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	600.
SALVATION ARMY 631 DICKERSON PIKE NASHVILLE, TN 37207	N/A	PC	SUPPORT CAPITAL CAMPAIGN FOR FACILITY EXPANSION AND RENOVATION.	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SALVATION ARMY 631 DICKERSON PIKE NASHVILLE, TN 37207	N/A	PC	GENERAL MATCHING SUPPORT	250.
SALVATION ARMY 631 DICKERSON PIKE NASHVILLE, TN 37207	N/A	PC	SUPPORT CAPITAL CAMPAIGN FOR FACILITY EXPANSION AND RENOVATION.	250,000.
SALVATION ARMY 631 DICKERSON PIKE NASHVILLE, TN 37207	N/A	PC	GENERAL MATCHING SUPPORT	500.
SAM DAVIS MEMORIAL ASSOCIATION 1399 SAM DAVIS ROAD SMYRNA, TN 37167	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,530.
SECOND HARVEST FOOD BANK OF MIDDLE TENNESSEE 331 GREAT CIRCLE ROAD NASHVILLE, TN 37228	N/A	PC	SUPPORT CAPITAL CAMPAIGN TO EXPAND WAREHOUSE CAPACITY AND ESTABLISH DISTRIBUTION CENTERS.	250,000.
SILOAM HEALTH 820 GALE LANE NASHVILLE, TN 37204-3012	N/A	PC	GENERAL SUPPORT	25,000.
SOCIAL ENTERPRISE ALLIANCE 41 PEABODY STREET NASHVILLE, TN 37210	N/A	PC	FUNDING OVER TWO YEARS FOR A STAFF DIRECTOR AND OFFICE SPACE FOR THE NASHVILLE CHAPTER.	50,000.
SOUTHEASTERN COUNCIL OF FOUNDATIONS 100 PEACHTREE ST., NW, SUITE 2080 ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT FOR 2016.	9,600.
SOUTHERN WORD 1704 CHARLOTTE AVE., SUITE 200 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,210.
ST. LUKE'S COMMUNITY HOUSE 5601 NEW YORK AVENUE NASHVILLE, TN 37209-1495	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,850.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. STEPHEN'S EPISCOPAL DAY SCHOOL 3439 MAIN HIGHWAY COCONUT GROVE, FL 33133	N/A	PC	GENERAL SUPPORT.	250.
ST. THOMAS HEALTH SERVICES 102 WOODMONT BLVD., SUITE 700 NASHVILLE, TN 37205	N/A	PC	TECHNOLOGY UPGRADE GRANT	40,000.
STARS NASHVILLE 1704 CHARLOTTE AVENUE, SUITE 200 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	7,100.
STUDIO TENN THEATRE COMPANY 230 FRANKLIN ROAD, SUITE 809 FRANKLIN, TN 37064	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,380.
SUMNER COUNTY CASA 182 WEST FRANKLIN ST. GALLATIN, TN 37066	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,980.
SUPREME COURT OF TENNESSEE ADMINISTRATIVE OFFICE OF THE COURTS NASHVILLE, TN 37219	N/A	PC	GENERAL SUPPORT FOR THE SCALES PROGRAM EDUCATING CHILDREN ABOUT THE TENNESSEE JUSTICE SYSTEM.	5,000.
TEACH FOR AMERICA 220 ATHENS WAY, SUITE 300 NASHVILLE, TN 37228	N/A	PC	SUPPORT FOR THE FISCAL YEAR BEGINNING JUNE 1, 2016.	150,000.
TENNESSEE ALLIANCE FOR LEGAL SERVICES 50 VANTAGE WAY, SUITE 250 NASHVILLE, TN 37228	N/A	PC	TECHNOLOGY UPGRADE GRANT	900.
TENNESSEE ALLIANCE FOR PROGRESS P.O. BOX 60338 NASHVILLE, TN 37206-0338	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,684.
TENNESSEE CHARITABLE CARE NETWORK 2817 WEST END AVE, SUITE 126-222 NASHVILLE, TN 37203	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TENNESSEE CRAFT 1312 ADAMS ST., SUITE 101 NASHVILLE, TN 37208	N/A	PC	TECHNOLOGY UPGRADE GRANT	830.
TENNESSEE FOREIGN LANGUAGE INSTITUTE FUND 220 FRENCH LANDING DRIVE, SUITE 1B NASHVILLE, TN 37243-1002	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,400.
TENNESSEE GOLF FOUNDATION 400 FRANKLIN ROAD FRANKLIN, TN 37069	N/A	PC	GENERAL MATCHING SUPPORT	10,000.
TENNESSEE HEALTH CARE CAMPAIGN, INC. 1321 MURFREESBORO ROAD, SUITE 155 NASHVILLE, TN 37217	N/A	PC	TECHNOLOGY UPGRADE GRANT	12,450.
TENNESSEE HISTORICAL SOCIETY WAR MEMORIAL BUILDING, GROUND FLOOR NASHVILLE, TN 37243-0084	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,870.
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	GENERAL MATCHING SUPPORT	250.
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	720.
TENNESSEE JUSTICE CENTER, INC. 211 7TH AVE. N., SUITE 100 NASHVILLE, TN 37219	N/A	PC	TECHNOLOGY UPGRADE GRANT	20,000.
TENNESSEE JUSTICE CENTER, INC. 211 7TH AVE. N., SUITE 100 NASHVILLE, TN 37219	N/A	PC	TECHNOLOGY UPGRADE GRANT	9,925.
TENNESSEE PARKS AND GREENWAYS FOUNDATION 117 30TH AVE. S. NASHVILLE, TN 37212	N/A	PC	TECHNOLOGY UPGRADE GRANT	5,560.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TENNESSEE PRESERVATION TRUST P.O. BOX 24373 NASHVILLE, TN 37202-4373	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,280.
TENNESSEE STATE MUSEUM FOUNDATION JAMES K. POLK BUILDING - B LEVEL NASHVILLE, TN 37243-1120	N/A	PC	CAPITAL SUPPORT FOR A NEW TENNESSEE STATE MUSEUM ON THE BICENTENNIAL MALL.	450,000.
TENNESSEE STATE MUSEUM FOUNDATION JAMES K. POLK BUILDING - B LEVEL NASHVILLE, TN 37243-1120	N/A	PC	GENERAL SUPPORT FOR 2016.	2,500.
TENNESSEE WILDLIFE FEDERATION 300 ORLANDO AVENUE, SUITE 200 NASHVILLE, TN 37209-3257	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,430.
TENNESSEE YOUTH COURTS, INC. P.O. BOX 5505 MARYVILLE, TN 37804-5505	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,275.
THE BRIDGE MINISTRY 533 BRICK CHURCH PARK DR. NASHVILLE, TN 37207	N/A	PC	TO SUPPORT AN INAUGURAL EVENT TO RAISE FOOD YEAR-ROUND FOR HOMELESS CHILDREN	10,000.
THE CROSSROADS CAMPUS 707 MONROE ST. NASHVILLE, TN 37208	N/A	PC	GENERAL MATCHING SUPPORT	2,500.
THE CROSSROADS CAMPUS 707 MONROE ST. NASHVILLE, TN 37208	N/A	PC	FOR A CONSULTATION TO DEVELOP A 3-5 YEAR STRATEGIC PLAN.	5,000.
THE FAMILY CENTER 139 THOMPSON LANE NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,180.
THE HEIMERDINGER FOUNDATION 4004 HILLSBORO PIKE, SUITE 223-B NASHVILLE, TN 37215	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE NEXT DOOR P.O. BOX 23336 NASHVILLE, TN 37202-3336	N/A	PC	WINNER OF THE 2016 AWARDS OF ACHIEVEMENT INNOVATION IN ACTION CATEGORY.	25,000.
THE NEXT DOOR P.O. BOX 23336 NASHVILLE, TN 37202-3336	N/A	PC	TECHNOLOGY UPGRADE GRANT	24,960.
THE REFUGE CENTER FOR COUNSELING 103 FORREST CROSSING BLVD., SUITE 102 FRANKLIN, TN 37064	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,000.
THE SEXUAL ASSAULT CENTER 101 FRENCH LANDING DRIVE NASHVILLE, TN 37228	N/A	PC	TECHNOLOGY UPGRADE GRANT	7,130.
TPAC MANAGEMENT CORP. P. O. BOX 190660 NASHVILLE, TN 37219-0660	N/A	PC	GENERAL MATCHING SUPPORT	100.
TURNIP GREEN CREATIVE REUSE 947 WOODLAND ST. NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,520.
UNITED WAY OF METROPOLITAN NASHVILLE 250 VENTURE CIRCLE NASHVILLE, TN 37228	N/A	PC	GENERAL MATCHING SUPPORT	500.
UNITED WAY OF METROPOLITAN NASHVILLE 250 VENTURE CIRCLE NASHVILLE, TN 37228	N/A	PC	SUPPORT FOR THE 2015 UNITED WAY CAMPAIGN (\$25,000 EACH FROM THE ANSLEY FUND AND THE FRIST FOUNDATION).	50,000.
UNIVERSITY OF VIRGINIA OFFICE OF UNIVERSITY DEVELOPMENT CHARLOTTESVILLE, VA 22904-4807	N/A	PC	GENERAL MATCHING SUPPORT	25,000.
URBAN GREEN LAB P.O. BOX 68348 NASHVILLE, TN 37206-8348	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,930.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
URBAN HOUSING SOLUTIONS 822 WOODLAND ST. NASHVILLE, TN 37206	N/A	PC	TECHNOLOGY UPGRADE GRANT	4,410.
VANDERBILT BLAIR SCHOOL OF MUSIC 2400 BLAKEMORE AVENUE NASHVILLE, TN 37212-3499	N/A	PC	GENERAL MATCHING SUPPORT	5,000.
VANDERBILT UNIVERSITY HUMAN & ORGANIZATIONAL DEVELOPMENT NASHVILLE, TN 37203	N/A	PC	SUPPORT FOR A PEOPLE'S GUIDE TO NASHVILLE PROJECT.	10,000.
VANDERBILT UNIVERSITY GIFT PROCESSING CENTER NASHVILLE, TN 37240-7727	N/A	PC	MATCHING SUPPORT FOR THE SCHOOL FOR SCIENCE AND MATH.	500.
WALK/BIKE NASHVILLE 1101 17TH AVE. SOUTH NASHVILLE, TN 37212	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,550.
WELCOME HOME MINISTRIES P.O. BOX 100183 NASHVILLE, TN 37224	N/A	PC	TECHNOLOGY UPGRADE GRANT	1,200.
WESTMINSTER PRESBYTERIAN CHURCH 3900 WEST END AVE. NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	150.
WESTMINSTER PRESBYTERIAN CHURCH 3900 WEST END AVE. NASHVILLE, TN 37205	N/A	PC	GENERAL MATCHING SUPPORT	500.
WOODMONT CHRISTIAN CHURCH 3601 HILLSBORO ROAD NASHVILLE, TN 37215	N/A	PC	GENERAL MATCHING SUPPORT	6,000.
WOODMONT CHRISTIAN CHURCH 3601 HILLSBORO ROAD NASHVILLE, TN 37215	N/A	PC	GENERAL MATCHING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WORKERS' DIGNITY PROJECT 3013 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,580.
WORLD RELIEF INC./NASHVILLE 411 WEST THOMPSON LANE NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,385.
YMCA OF MIDDLE TENNESSEE 1000 CHURCH STREET NASHVILLE, TN 37203	N/A	PC	FURTHER SUPPORT TOWARD BUILDING A YURT VILLAGE AT CAMP WIDJIWAGAN.	100,000.
YMCA OF MIDDLE TENNESSEE 1000 CHURCH STREET NASHVILLE, TN 37203	N/A	PC	GENERAL MATCHING SUPPORT	8,500.
YOU HAVE THE POWER 2401 WHITE AVENUE NASHVILLE, TN 37204	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,255.
YOUNG LEADERS COUNCIL 2200 HILLSBORO ROAD, SUITE 260 NASHVILLE, TN 37212	N/A	PC	TECHNOLOGY UPGRADE GRANT	3,775.
YOUNG LEADERS COUNCIL 2200 HILLSBORO ROAD, SUITE 260 NASHVILLE, TN 37212	N/A	PC	SUPPORT FOR 2016 FOR PROGRAM TO TRAIN YOUNG PROFESSIONALS FOR SERVICE ON NONPROFIT BOARDS.	10,000.
YOUTH ENCOURAGEMENT SERVICES 521 MCIVER STREET NASHVILLE, TN 37211	N/A	PC	TECHNOLOGY UPGRADE GRANT	6,800.
YOUTH LIFE FOUNDATION OF TN P.O. BOX 90212 NASHVILLE, TN 37209-0212	N/A	PC	TECHNOLOGY UPGRADE GRANT	2,500.
YWCA OF NASHVILLE/MIDDLE TN 1608 WOODMONT BLVD. NASHVILLE, TN 37215-1599	N/A	PC	FINALIST IN THE 2016 AWARDS OF ACHIEVEMENT REVENUE DEVELOPMENT CATEGORY.	10,000.
Total from continuation sheets				

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return. **FORM 990-PF**

2016

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name THE FRIST FOUNDATION	Employer identification number 62-1134070
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Note: Generally, the corporation isn't required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	95,431.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c	2d		
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation doesn't owe the penalty		3	95,431.
4 Enter the tax shown on the corporation's 2015 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	148,353.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	95,431.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it doesn't owe a penalty. See instructions.	
6	<input type="checkbox"/> The corporation is using the adjusted seasonal installment method.
7	<input checked="" type="checkbox"/> The corporation is using the annualized income installment method.
8	<input checked="" type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment					
		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/16	06/15/16	09/15/16	12/15/16
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column.	10	2,386.	6,336.	24,931.	38,247.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	202,627.			
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		200,241.	193,905.	168,974.
13 Add lines 11 and 12	13		200,241.	193,905.	168,974.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	202,627.	200,241.	193,905.	168,974.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	200,241.	193,905.	168,974.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. <i>(C Corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.)</i> See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2016 and before 7/1/2016	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 4\% (0.04)}{366}$	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2016 and before 10/1/2016	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 4\% (0.04)}{366}$	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2016 and before 1/1/2017	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 4\% (0.04)}{366}$	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2016 and before 4/1/2017	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 4\% (0.04)}{365}$	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2017 and before 7/1/2017	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2017 and before 10/1/2017	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2017 and before 1/1/2018	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2017 and before 3/16/2018	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38			\$ 0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120S filers: For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1 Enter taxable income for the following periods:					
a Tax year beginning in 2013	1a				
b Tax year beginning in 2014	1b				
c Tax year beginning in 2015	1c				
2 Enter taxable income for each period for the tax year beginning in 2016. See the instructions for the treatment of extraordinary items	2				
3 Enter taxable income for the following periods:		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 2013	3a				
b Tax year beginning in 2014	3b				
c Tax year beginning in 2015	3c				
4 Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4				
5 Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5				
6 Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6				
7 Add lines 4 through 6	7				
8 Divide line 7 by 3.0	8				
9a Divide line 2 by line 8	9a				
b Extraordinary items (see instructions)	9b				
c Add lines 9a and 9b	9c				
10 Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 2 or comparable line of corp's return ...	10				
11a Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a				
b Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b				
c Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c				
12 Add lines 11a through 11c	12				
13 Divide line 12 by 3.0	13				
14 Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14				
15 Enter any alternative minimum tax for each payment period. See instructions	15				
16 Enter any other taxes for each payment period. See instr.	16				
17 Add lines 14 through 16	17				
18 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	18				
19 Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19				

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Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20	Annualization periods (see instructions)				
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	159,027.	436,086.	2,243,501.	5,392,482.
22	Annualization amounts (see instructions)	6.000000	4.000000	2.000000	1.333330
23a	Annualized taxable income. Multiply line 21 by line 22	954,162.	1,744,344.	4,487,002.	7,189,958.
23b	Extraordinary items (see instructions)				
23c	Add lines 23a and 23b	954,162.	1,744,344.	4,487,002.	7,189,958.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	9,542.	17,443.	44,870.	71,900.
25	Enter any alternative minimum tax for each payment period (see instructions)				
26	Enter any other taxes for each payment period. See instr.				
27	Total tax. Add lines 24 through 26	9,542.	17,443.	44,870.	71,900.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	9,542.	17,443.	44,870.	71,900.
30	Applicable percentage	25%	50%	75%	100%
31	Multiply line 29 by line 30	2,386.	8,722.	33,653.	71,900.

Part III Required Installments

		1st	2nd	3rd	4th
		installment	installment	installment	installment
Note: Complete lines 32 through 38 of one column before completing the next column.					
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	2,386.	8,722.	33,653.	71,900.
33	Add the amounts in all preceding columns of line 32. See instructions		2,386.	8,722.	33,653.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	2,386.	6,336.	24,931.	38,247.
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	23,858.	23,858.	23,857.	23,858.
36	Subtract line 38 of the preceding column from line 37 of the preceding column		21,472.	38,994.	37,920.
37	Add lines 35 and 36	23,858.	45,330.	62,851.	61,778.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	2,386.	6,336.	24,931.	38,247.

Form 2220 (2016)

** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION

Information Return of U.S. Persons With Respect To Certain Foreign Corporations

(Rev. December 2015)
Department of the Treasury
Internal Revenue Service

▶ For more information about Form 5471, see www.irs.gov/form5471

Information furnished for the foreign corporation's annual accounting period (tax year required by section 898) (see instructions) beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

Attachment
Sequence No. **121**

Name of person filing this return THE FRIST FOUNDATION <small>Number, street, and room or suite no. (or P.O. box number if mail is not delivered to street address)</small> 3100 WEST END AVE STE 1200 <small>City or town, state, and ZIP code</small> NASHVILLE, TN 37203 Filer's tax year beginning JAN 1 , 2016, and ending DEC 31 , 2016	A Identifying number 62-1134070 B Category of filer (See instructions. Check applicable box(es)): 1 (repealed) 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input type="checkbox"/> 5 <input type="checkbox"/> C Enter the total percentage of the foreign corporation's voting stock you owned at the end of its annual accounting period 8.71 % D Check if any excepted specified foreign financial assets are reported on this form (see instructions) <input type="checkbox"/> E Person(s) on whose behalf this information return is filed:
--	--

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **must** be in English. All amounts **must** be stated in U.S. dollars unless otherwise indicated.

1a Name and address of foreign corporation HEDGE FUND SELECT: CAXTON GLOBAL INVESTMENTS LT 190 ELGIN AVENUE GEORGE TOWN GRAND CAYMAN KY1-9005 CAYMAN ISLANDS				b(1) Employer identification number, if any 00-0000000	
				b(2) Reference ID number (see instructions) HFSCAXTON	
				c Country under whose laws incorporated CAYMAN ISLANDS	
d Date of incorporation 12/15/14	e Principal place of business GRAND CAYMAN CAYMAN ISLANDS	f Principal business activity code number 523900	g Principal business activity INVESTING	h Functional currency UNITED STATES, DOLLAR	

2 Provide the following information for the foreign corporation's accounting period stated above.			
a Name, address, and identifying number of branch office or agent (if any) in the United States		b If a U.S. income tax return was filed, enter:	
		(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
c Name and address of foreign corporation's statutory or resident agent in country of incorporation SEI 190 ELGIN AVENUE GEORGE TOWN GRAND CAYMAN KY1-9005 CAYMAN ISLANDS		d Name and address (including corporate department, if applicable) of person (or persons) with custody of the books and records of the foreign corporation, and the location of such books and records, if different	

Schedule A Stock of the Foreign Corporation		
(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON	206,228	213,321

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued

	(a) Name of country or U.S. possession	Amount of tax		
		(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1	U.S.			
2				
3				
4				
5				
6				
7				
8	Total			

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	227,593.	26,519.
2a	Trade notes and accounts receivable		
b	Less allowance for bad debts	()	()
3	Inventories		
4	Other current assets (attach statement)		
5	Loans to shareholders and other related persons		
6	Investment in subsidiaries (attach statement)		
7	Other investments (attach statement) SEE STATEMENT 26	19,864,987.	21,598,800.
8a	Buildings and other depreciable assets		
b	Less accumulated depreciation	()	()
9a	Depletable assets		
b	Less accumulated depletion	()	()
10	Land (net of any amortization)		
11	Intangible assets:		
a	Goodwill		
b	Organization costs		
c	Patents, trademarks, and other intangible assets		
d	Less accumulated amortization for lines 11a, b, and c	()	()
12	Other assets (attach statement) SEE STATEMENT 27	3,572,077.	2,732,877.
13	Total assets	23,664,657.	24,358,196.
Liabilities and Shareholders' Equity			
14	Accounts payable	103,736.	126,175.
15	Other current liabilities (attach statement) SEE STATEMENT 28	3,500,000.	2,295,221.
16	Loans from shareholders and other related persons		
17	Other liabilities (attach statement)		
18	Capital stock:		
a	Preferred stock		
b	Common stock		
19	Paid-in or capital surplus (attach reconciliation)	20,410,100.	21,087,133.
20	Retained earnings	-349,179.	849,667.
21	Less cost of treasury stock	()	()
22	Total liabilities and shareholders' equity	23,664,657.	24,358,196.

Schedule G Other Information

1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in any foreign partnership? Yes No
2 During the tax year, did the foreign corporation own an interest in any trust? Yes No
3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3? Yes No
4 During the tax year, was the foreign corporation a participant in any cost sharing arrangement? Yes No
5 During the course of the tax year, did the foreign corporation become a participant in any cost sharing arrangement? Yes No
6 During the tax year, did the foreign corporation participate in any reportable transaction as defined in Regulations section 1.6011-4? Yes No
7 During the tax year, did the foreign corporation pay or accrue any foreign tax that was disqualified for credit under section 901(m)? Yes No
8 During the tax year, did the foreign corporation pay or accrue foreign taxes to which section 909 applies, or treat foreign taxes that were previously suspended under section 909 as no longer suspended? Yes No

Schedule H Current Earnings and Profits

Important: Enter the amounts on lines 1 through 5c in functional currency.

1 Current year net income or (loss) per foreign books of account
2 Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):
a Capital gains or losses
b Depreciation and amortization
c Depletion
d Investment or incentive allowance
e Charges to statutory reserves
f Inventory adjustments
g Taxes
h Other (attach statement)
3 Total net additions
4 Total net subtractions
5a Current earnings and profits (line 1 plus line 3 minus line 4)
5b DASTM gain or (loss) for foreign corporations that use DASTM
5c Combine lines 5a and 5b
5d Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in section 989(b) and the related regulations)
Enter exchange rate used for line 5d

Schedule I Summary of Shareholder's Income From Foreign Corporation

If item E on page 1 is completed, a separate Schedule I must be filed for each Category 4 or 5 filer for whom reporting is furnished on this Form 5471. This schedule I is being completed for:

Name of U.S. shareholder Identifying number
1 Subpart F income (line 38b, Worksheet A in the instructions)
2 Earnings invested in U.S. property (line 17, Worksheet B in the instructions)
3 Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)
4 Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)
5 Factoring income
6 Total of lines 1 through 5. Enter here and on your income tax return
7 Dividends received (translated at spot rate on payment date under section 989(b)(1))
8 Exchange gain or (loss) on a distribution of previously taxed income

Was any income of the foreign corporation blocked? Yes No
Did any such income become unblocked during the tax year (see section 964(b))? Yes No

If the answer to either question is "Yes," attach an explanation.

**SCHEDULE O
(Form 5471)**

(Rev. December 2012)

Department of the Treasury
Internal Revenue Service

Organization or Reorganization of Foreign Corporation, and Acquisitions and Dispositions of its Stock

Information about Schedule O (Form 5471) and its instructions is at www.irs.gov/form5471

▶ Attach to Form 5471.

OMB No. 1545-0704

Name of person filing Form 5471 THE FRIST FOUNDATION	Identifying number 62-1134070
--	---

Name of foreign corporation HEDGE FUND SELECT: CAXTON GLOBAL I	EIN (if any) 00-0000000	Reference ID number HFSCAXTON
--	---------------------------------------	---

Important: Complete a *separate* Schedule O for each foreign corporation for which information must be reported.

Part I To Be Completed by U.S. Officers and Directors

(a) Name of shareholder for whom acquisition information is reported	(b) Address of shareholder	(c) Identifying number of shareholder	(d) Date of original 10% acquisition	(e) Date of additional 10% acquisition

Part II To Be Completed by U.S. Shareholders

Note: If this return is required because one or more shareholders became U.S. persons, attach a list showing the names of such persons and the date each became a U.S. person.

Section A - General Shareholder Information

(a) Name, address, and identifying number of shareholder(s) filing this schedule	(b) For shareholder's latest U.S. income tax return filed, indicate:			(c) Date (if any) shareholder last filed information return under section 6046 for the foreign corporation
	(1) Type of return (enter form number)	(2) Date return filed	(3) Internal Revenue Service Center where filed	
STMT 29 THE FRIST FOUNDATION 3100 WEST END AVE ST NASHVILLE 62-1134070	990-PF	11/15/17	E-FILED	11/15/16

Section B - U.S. Persons Who Are Officers or Directors of the Foreign Corporation

(a) Name of U.S. officer or director	(b) Address	(c) Social security number	(d) Check appropriate box(es)	
			Officer	Director

Section C - Acquisition of Stock

(a) Name of shareholder(s) filing this schedule	(b) Class of stock acquired	(c) Date of acquisition	(d) Method of acquisition	(e) Number of shares acquired		
				(1) Directly	(2) Indirectly	(3) Constructively

(f) Amount paid or value given	(g) Name and address of person from whom shares were acquired

Section D - Disposition of Stock

(a) Name of shareholder disposing of stock	(b) Class of stock	(c) Date of disposition	(d) Method of disposition	(e) Number of shares disposed of		
				(1) Directly	(2) Indirectly	(3) Constructively
THE FRIST FOUNDATION	COMMON	10/01/16	SALE	21,315		

(f) Amount received	(g) Name and address of person to whom disposition of stock was made
2,000,000.	INVESTEE 190 ELGIN STREET GEORGE TOWN, GRAND CAYMAN CAYMAN ISLANDS

Section E - Organization or Reorganization of Foreign Corporation

(a) Name and address of transferor	(b) Identifying number (if any)	(c) Date of transfer

(d) Assets transferred to foreign corporation			(e) Description of assets transferred by, or notes or securities issued by, foreign corporation
(1) Description of assets	(2) Fair market value	(3) Adjusted basis (if transferor was U.S. person)	

Section F - Additional Information

(a) If the foreign corporation or a predecessor U.S. corporation filed (or joined with a consolidated group in filing) a U.S. income tax return for any of the last 3 years, attach a statement indicating the year for which a return was filed (and, if applicable, the name of the corporation filing the consolidated return), the taxable income or loss, and the U.S. income tax paid (after all credits).

(b) List the date of any reorganization of the foreign corporation that occurred during the last 4 years while any U.S. person held 10% or more in value or vote (directly or indirectly) of the corporation's stock ►

(c) If the foreign corporation is a member of a group constituting a chain of ownership, attach a chart, for each unit of which a shareholder owns 10% or more in value or voting power of the outstanding stock. The chart must indicate the corporation's position in the chain of ownership and the percentages of stock ownership (see instructions for an example).

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2016

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

Attachment Sequence No. **118**

Name of person filing this return THE FRIST FOUNDATION	Filer's identifying number 62-1134070
--	---

Filer's address (if you are not filing this form with your tax return)	A Category of filer (see Categories of Filers in the instructions and check applicable box(es): 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input type="checkbox"/> B Filer's tax year beginning JAN 1 , 2016, and ending DEC 31 , 2016
--	--

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name	EIN
Address	

E Check if any excepted specified foreign financial assets are reported on this form (see instructions)

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

BAIN CAPITAL ASIA FUND II, L.P.
JOHN HANCOCK TOWER
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

2(a) EIN (if any) 98-0691286
2(b) Reference ID number BAINASIAII
3 Country under whose laws organized CAYMAN ISLANDS

4 Date of organization 11/18/2011	5 Principal place of business	6 Principal business activity code number 523900	7 Principal business activity INVESTING	8a Functional currency USD	8b Exchange rate (see instr.)
--	--------------------------------------	---	--	---	--------------------------------------

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States	2 Check if the foreign partnership must file: <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input checked="" type="checkbox"/> Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed: E-FILE
--	--

3 Name and address of foreign partnership's agent in country of organization, if any MAPLES CORP SVCS LTD, UGLAND HOUSE SOUTH CHURCH STREET, P.O. BOX 309 GEORGE TOWN, GRAND CAYMAN, CAYMAN ISL	4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different BAIN CAP ASIA FUND II, LP 200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016
--	--

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the no. of Forms 8858, Info Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return

7 How is this partnership classified under the law of the country in which it is organized? EXEMPTED LTD PSHIP

8a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that is a separate unit under Reg. 1.1503(d)-1(b)(4) or part of a combined separate unit under Reg. 1.1503(d)-1(b)(4)(ii)? If "No," skip question 8b. Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss as defined in Reg. 1.1503(d)-1(b)(5)(ii)? Yes No

9 Does this partnership meet **both** of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$1 million.
 If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member	Date
--	------

Print/Type preparer's name JOHN M. MACKIE, CPA	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00499602
Firm's name ▶ FAULKNER MACKIE & COCHRAN, P.C.			Firm's EIN ▶ 62-1517876	
Firm's address ▶ 3100 WEST END AVENUE, STE 700 NASHVILLE, TN 37203			Phone no. (615) 292-3011	

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

▶ Attach to Form 8865. See Instructions for Form 8865.

▶ Information about Schedule O (Form 8865) and its separate instructions is at www.irs.gov/form8865.

OMB No. 1545-1668

2016

Name of transferor THE FRIST FOUNDATION	Filer's identifying number 62-1134070
Name of foreign partnership BAIN CAPITAL ASIA FUND II, L.P. JOHN HANCOCK TOWER	EIN (if any) 98-0691286
Reference ID number (see instr) BAINASIAII	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			307,500.				.00113293
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2016

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2016

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

Attachment Sequence No. **118**

Name of person filing this return
THE FRIST FOUNDATION

Filer's identifying number
62-1134070

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4

B Filer's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name _____ EIN _____
Address _____

E Check if any excepted specified foreign financial assets are reported on this form (see instructions)

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership
BAIN CAPITAL FUND XI, L.P.
JOHN HANCOCK TOWER
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

2(a) EIN (if any)
98-1060041

2(b) Reference ID number
BAINXI

3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization **06/26/2012** **5** Principal place of business _____ **6** Principal business activity code number **523900** **7** Principal business activity **INVESTING** **8a** Functional currency **USD** **8b** Exchange rate (see instr.) _____

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any
MAPLES CORP SVCS LTD, UGLAND HOUSE
SOUTH CHURCH STREET, P.O. BOX 309
GEORGE TOWN, GRAND CAYMAN, CAYMAN ISL

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
BAIN CAPITAL FUND XI, L.P.
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the no. of Forms 8858, Info Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return _____

7 How is this partnership classified under the law of the country in which it is organized? **EXEMPTED LTD PSHIP**

8a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that is a separate unit under Reg. 1.1503(d)-1(b)(4) or part of a combined separate unit under Reg. 1.1503(d)-1(b)(4)(ii)? If "No," skip question 8b. Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss as defined in Reg. 1.1503(d)-1(b)(5)(ii)? Yes No

9 Does this partnership meet **both** of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name **JOHN M. MACKIE, CPA** Preparer's signature _____ Date _____
Check if self-employed PTIN **P00499602**

Firm's name **FAULKNER MACKIE & COCHRAN, P.C.** Firm's EIN **62-1517876**
Firm's address **3100 WEST END AVENUE, STE 700** Phone no. **(615) 292-3011**
NASHVILLE, TN 37203

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

▶ Attach to Form 8865. See Instructions for Form 8865.

▶ Information about Schedule O (Form 8865) and its separate instructions is at www.irs.gov/form8865.

OMB No. 1545-1668

2016

Name of transferor THE FRIST FOUNDATION	Filer's identifying number 62-1134070
Name of foreign partnership BAIN CAPITAL FUND XI, L.P. JOHN HANCOCK TOWER	EIN (if any) 98-1060041
	Reference ID number (see instr) BAINXI

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			390,000.				.00028356
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2016

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2016

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

Attachment Sequence No. **118**

Name of person filing this return
THE FRIST FOUNDATION

Filer's identifying number
62-1134070

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4

B Filer's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name _____ EIN _____
Address _____

E Check if any excepted specified foreign financial assets are reported on this form (see instructions)

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership
BAIN CAPITAL EUROPE FUND IV, L.P.
JOHN HANCOCK TOWER
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

2(a) EIN (if any)
98-1140731

2(b) Reference ID number
BAINEURIV

3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization **11/21/2013** **5** Principal place of business _____ **6** Principal business activity code number **523900** **7** Principal business activity **INVESTING** **8a** Functional currency **EURO** **8b** Exchange rate (see instr.) _____

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any
MAPLES CORP SVCS LTD, UGLAND HOUSE
SOUTH CHURCH STREET, P.O. BOX 309
GEORGE TOWN, GRAND CAYMAN, CAYMAN ISL

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
BAIN CAPITAL EUROPE FUND IV
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the no. of Forms 8858, Info Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return **▶** _____

7 How is this partnership classified under the law of the country in which it is organized? **▶ EXEMPT LTD PSHIP**

8a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that is a separate unit under Reg. 1.1503(d)-1(b)(4) or part of a combined separate unit under Reg. 1.1503(d)-1(b)(4)(ii)? If "No," skip question 8b. **▶** Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss as defined in Reg. 1.1503(d)-1(b)(5)(ii)? **▶** Yes No

9 Does this partnership meet **both** of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," **do not** complete Schedules L, M-1, and M-2. **▶** Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name **JOHN M. MACKIE, CPA** Preparer's signature _____ Date _____

Check if self-employed **PTIN** **P00499602**

Firm's name **▶ FAULKNER MACKIE & COCHRAN, P.C.** Firm's EIN **▶ 62-1517876**

Firm's address **▶ 3100 WEST END AVENUE, STE 700** Phone no. **(615) 292-3011**
NASHVILLE, TN 37203

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

▶ Attach to Form 8865. See Instructions for Form 8865.

▶ Information about Schedule O (Form 8865) and its separate instructions is at www.irs.gov/form8865.

OMB No. 1545-1668

2016

Name of transferor THE FRIST FOUNDATION	Filer's identifying number 62-1134070
Name of foreign partnership BAIN CAPITAL EUROPE FUND IV, L.P. JOHN HANCOCK TOWER	EIN (if any) 98-1140731
Reference ID number (see instr) BAINEURIV	

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	12/27/16		510,925.				.00070464
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2016

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2016

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

Attachment Sequence No. **118**

Name of person filing this return
THE FRIST FOUNDATION

Filer's identifying number
62-1134070

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es):
1 2 3 4

B Filer's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name _____ EIN _____
Address _____

E Check if any excepted specified foreign financial assets are reported on this form (see instructions)

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership
BAIN CAPITAL ASIA FUND, L.P.
JOHN HANCOCK TOWER
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

2(a) EIN (if any)
98-0518907

2(b) Reference ID number
BAINASIA

3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization **02/23/2007** **5** Principal place of business _____ **6** Principal business activity code number **523900** **7** Principal business activity **INVESTING** **8a** Functional currency **USD** **8b** Exchange rate (see instr.) _____

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States _____

2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:
E-FILE

3 Name and address of foreign partnership's agent in country of organization, if any
MAPLES CORP SVCS LTD, UGLAND HOUSE
SOUTH CHURCH STREET, P.O. BOX 309
GEORGE TOWN, GRAND CAYMAN, CAYMAN ISL

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
BAIN CAP ASIA FUND, LP
200 CLARENDON STREET FL 41
BOSTON, MA 02116-5016

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the no. of Forms 8858, Info Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return _____

7 How is this partnership classified under the law of the country in which it is organized? **EXEMPT LTD PSHIP**

8a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that is a separate unit under Reg. 1.1503(d)-1(b)(4) or part of a combined separate unit under Reg. 1.1503(d)-1(b)(4)(ii)? If "No," skip question 8b. Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss as defined in Reg. 1.1503(d)-1(b)(5)(ii)? Yes No

9 Does this partnership meet **both** of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$1 million.
If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only

Print/Type preparer's name **JOHN M. MACKIE, CPA** Preparer's signature _____ Date _____

Check if self-employed **PTIN** **P00499602**

Firm's name **FAULKNER MACKIE & COCHRAN, P.C.** Firm's EIN **62-1517876**

Firm's address **3100 WEST END AVENUE, STE 700** Phone no. **(615) 292-3011**
NASHVILLE, TN 37203

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

▶ Attach to Form 8865. See Instructions for Form 8865.

▶ Information about Schedule O (Form 8865) and its separate instructions is at www.irs.gov/form8865.

OMB No. 1545-1668

2016

Name of transferor THE FRIST FOUNDATION		Filer's identifying number 62-1134070	
Name of foreign partnership BAIN CAPITAL ASIA FUND, L.P. JOHN HANCOCK TOWER		EIN (if any) 98-0518907	Reference ID number (see instr) BAINASIA

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			6,944.				0.00191517
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2016

Return of U.S. Persons With Respect to Certain Foreign Partnerships

2016

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return.**
▶ **Information about Form 8865 and its separate instructions is at www.irs.gov/form8865.**
Information furnished for the foreign partnership's tax year beginning **JAN 1**, 2016, and ending **DEC 31**, 2016

Attachment Sequence No. **118**

Name of person filing this return THE FRIST FOUNDATION	Filer's identifying number 62-1134070
--	---

Filer's address (if you are not filing this form with your tax return)	A Category of filer (see Categories of Filers in the instructions and check applicable box(es): 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input type="checkbox"/> B Filer's tax year beginning JAN 1 , 2016, and ending DEC 31 , 2016
--	--

C Filer's share of liabilities: Nonrecourse \$ _____ Qualified nonrecourse financing \$ _____ Other \$ _____

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name	EIN
Address	

E Check if any excepted specified foreign financial assets are reported on this form (see instructions)

F Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

G1 Name and address of foreign partnership

KKR GLOBAL FAMILY INVESTMENT PTNRSH L.P
C/O KOHLBERG KRAVIS ROBERTS & CO.
9 WEST 57TH ST.
NEW YORK, NY 10019

2(a) EIN (if any) 98-1209343	2(b) Reference ID number KKR
3 Country under whose laws organized CAYMAN ISLANDS	

4 Date of organization 12/03/2014	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 523900	7 Principal business activity INVESTING	8a Functional currency USD	8b Exchange rate (see instr.) 1.000000
--	---	---	--	---	---

H Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States	2 Check if the foreign partnership must file: <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input checked="" type="checkbox"/> Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed: E-FILE
3 Name and address of foreign partnership's agent in country of organization, if any	4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

5 Were any special allocations made by the foreign partnership? Yes No

6 Enter the no. of Forms 8858, Info Return of U.S. Persons With Respect To Foreign Disregarded Entities, attached to this return

7 How is this partnership classified under the law of the country in which it is organized? **LTD PARTNERSHIP**

8a Does the filer have an interest in the foreign partnership, or an interest indirectly through the foreign partnership, that is a separate unit under Reg. 1.1503(d)-1(b)(4) or part of a combined separate unit under Reg. 1.1503(d)-1(b)(4)(ii)? If "No," skip question 8b. Yes No

b If "Yes," does the separate unit or combined separate unit have a dual consolidated loss as defined in Reg. 1.1503(d)-1(b)(5)(ii)? Yes No

9 Does this partnership meet **both** of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$1 million.
 If "Yes," **do not** complete Schedules L, M-1, and M-2. Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Use Only	Print/Type preparer's name JOHN M. MACKIE, CPA	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00499602
	Firm's name ▶ FAULKNER MACKIE & COCHRAN, P.C.			Firm's EIN ▶ 62-1517876	
	Firm's address ▶ 3100 WEST END AVENUE, STE 700 NASHVILLE, TN 37203			Phone no. (615) 292-3011	

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a Owns a direct interest **b** Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? **Yes** **No**

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B **Income Statement - Trade or Business Income**

Caution: Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Less returns and allowances	1b		1c
	2 Cost of goods sold			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
	7 Other income (loss) (attach statement)			7
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9
	10 Guaranteed payments to partners			10
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13
	14 Taxes and licenses			14
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)			20
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21
22 Ordinary business income (loss) from trade or business activities. Subtract line 21 from line 8			22	

**SCHEDULE O
(Form 8865)**

Department of the Treasury
Internal Revenue Service

**Transfer of Property to a Foreign Partnership
(under section 6038B)**

▶ Attach to Form 8865. See Instructions for Form 8865.

▶ Information about Schedule O (Form 8865) and its separate instructions is at www.irs.gov/form8865.

OMB No. 1545-1668

2016

Name of transferor THE FRIST FOUNDATION		Filer's identifying number 62-1134070
Name of foreign partnership KKR GLOBAL FAMILY INVESTMENT PTNR C/O KOHLBERG KRAVIS ROBERTS & CO.	EIN (if any) 98-1209343	Reference ID number (see instr) KKR

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash			929,943.				.01556420
Stock, notes receivable and payable, and other securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? Yes No

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 8865.

Schedule O (Form 8865) 2016

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Information about Form 926 and its separate instructions is at www.irs.gov/form926.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
BAIN GAMMA LIMITED	98-1248305

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ASIA PACIFIC MEDICAL GROUP LTD.	4a Identifying number, if any
--	-------------------------------

5 Address (including country) 17/F UNIVERSAL HOUSE NO. 229-230 GLOUCESTER ROAD HONG KONG HONG KONG	4b Reference ID number ASIAPACMEDGRP
--	--

6 Country code of country of incorporation or organization
HK

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	03/10/2016		104,344.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .0600 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing the nature of the rights to the intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Information about Form 926 and its separate instructions is at www.irs.gov/form926.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
BAIN CAPITAL ASIA FUND II, L.P.	98-0691286

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) BC INVESTMENTS X LIMITED	4a Identifying number, if any
---	-------------------------------

5 Address (including country) 34 EBENE CYBERCITY SUITE 110 EBENE, MAURITIUS	4b Reference ID number BCINVESTX
---	--

6 Country code of country of incorporation or organization
MP

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	02/11/2016		197,806.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .1500 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing the nature of the rights to the intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ **Information about Form 926 and its separate instructions is at www.irs.gov/form926.**
 ▶ **Attach to your income tax return for the year of the transfer or distribution.**

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ENERGY INVESTMENT OPPORTUNITIES OFFSHORE FUND LTD	4a Identifying number, if any
5 Address (including country) 190 ELGIN AVE GEORGE TOWN, CAYMAN ISLANDS KY1-9005 CAYMAN ISLANDS	4b Reference ID number ENERGYINV
6 Country code of country of incorporation or organization CJ	
7 Foreign law characterization (see instructions) CORPORATION	
8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			200,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .3230 % (b) After .3644 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing the nature of the rights to the intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

▶ **Information about Form 926 and its separate instructions is at *www.irs.gov/form926*.**
 ▶ **Attach to your income tax return for the year of the transfer or distribution.**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) GLOBAL PRIVATE OPPORTUNITIES PARTNERS II OFFSHORE SCSP	4a Identifying number, if any 98-1242189
5 Address (including country) 47 AVENUE J.F. KENNEDY LUXEMBOURG, GRAND DUCHY OF LUXEMBOURG L-1855 LUXEMBOURG	4b Reference ID number
6 Country code of country of incorporation or organization LU	
7 Foreign law characterization (see instructions) SPECIAL LIMITED PARTNERSHIP	
8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			346,957.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .3903 % (b) After .3907 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing the nature of the rights to the intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Information about Form 926 and its separate instructions is at www.irs.gov/form926.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) PRIVATE EQUITY CO-INVESTMENT PARTNERS OFFSHORE SCSP	4a Identifying number, if any 98-1218174
5 Address (including country) 47 AVENUE J.F. KENNEDY LUXEMBOURG, GRAND DUCHY OF LUXEMBOURG L-1855 LUXEMBOURG	4b Reference ID number
6 Country code of country of incorporation or organization LU	
7 Foreign law characterization (see instructions) SPECIAL LIMITED PARTNERSHIP	
8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			277,051.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 1.2887 % (b) After 1.2069 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Information about Form 926 and its separate instructions is at www.irs.gov/form926.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
KKR GLOBAL FAMILY INVESTMENT PARTNERSHIP L.P.	98-1209343

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) WOW TOPCO SCA	4a Identifying number, if any 98-1289164
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5 Address (including country) 61 RUE DE ROLLINGERGRUND, L-2440, LUXEMBOURG	4b Reference ID number
--	------------------------

6 Country code of country of incorporation or organization
LU

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			306,173.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .0000 % (b) After .0539 %

10 Type of nonrecognition transaction (see instructions) SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation?

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)?

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)?

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$

16 Was cash the only property transferred?

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction?

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing intangible property.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ **Information about Form 926 and its separate instructions is at www.irs.gov/form926.**
 ▶ **Attach to your income tax return for the year of the transfer or distribution.**

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE FRIST FOUNDATION	Identifying number (see instructions) 62-1134070
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
GLOBAL ATLANTIC FINANCIAL GROUP LIMITED	98-1089764

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) COMMONWEALTH RE MIDCO LIMITED	4a Identifying number, if any 98-1090868
---	---

5 Address (including country) 19 PAR-LA-VILLE ROAD, SECOND FLOOR HAMILTON, BERMUDA HM11, BERMUDA	4b Reference ID number
---	-------------------------------

6 Country code of country of incorporation or organization
BD

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash					
	04/01/2016	COMMON SHARES	2,450,612.	1,477,684.	972,928.
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and temp. Regs. sec. 1.367(a)-4(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before .1080 % (b) After .1080 %

10 Type of nonrecognition transaction (see instructions) ▶ _____

11 Indicate whether any transfer reported in Part III is subject to any of the following:

- a Gain recognition under section 904(f)(3)
b Gain recognition under section 904(f)(5)(F)
c Recapture under section 1503(d)
d Exchange gain under section 987

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No

13 Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-4 through 1.367(a)-6 for any of the following:

- a Tainted property
b Depreciation recapture
c Branch loss recapture
d Any other income recognition provision contained in the above-referenced regulations

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? Yes No

15 a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? Yes No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred \$ _____

16 Was cash the only property transferred? Yes No

17 a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Horizontal lines for describing the nature of the rights to the intangible property.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
TOTAL PUBLICLY TRADED					
45,916,727.	44,174,812.	0.		0.	1,741,915.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
SHEPHERD INVESTMENTS INTERNATIONAL LTD					
			PURCHASED	06/24/04	12/31/16
18,798.	1,935.	0.		0.	16,863.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
ENERGY INVESTMENT OPPORTUNITIES OFFSHORE LTD					
			PURCHASED	03/03/15	12/31/16
477,701.	0.	0.		0.	477,701.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS DISTRESSED OPPORTUNITIES FUND II OFFSHORE, LP	PURCHASED	02/03/11	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
43,938.	25,836.	0.	0.
			18,102.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS PEP TECHNOLOGY FUND 2000 OFFSHORE, LP	PURCHASED	02/03/11	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
85,880.	3,165.	0.	0.
			82,715.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS VINTAGE FUND III OFFSHORE, LP	PURCHASED	12/24/12	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
1,058,935.	246,428.	0.	0.
			812,507.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS VINTAGE FUND IV OFFSHORE, LP	PURCHASED	12/24/12	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
951,744.	385,903.	0.	0.
			565,841.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS PRIVATE EQUITY PARTNERS 2000 OFFSHORE, LP	PURCHASED	02/03/11	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	41,048.	23,224.	0.
			0.
			17,824.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BROAD STREET REAL ESTATE CREDIT PARTNERS	PURCHASED	07/24/13	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	284,563.	29,458.	0.
			0.
			255,105.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OZ OVERSEAS FUND II, LTD.	PURCHASED	06/24/04	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	31,288.	19,797.	0.
			0.
			11,491.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GLOBAL LONG SHORT PARTNERS OFFSHORE LP	PURCHASED	06/01/15	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	815,022.	1,000,000.	0.
			0.
			-184,978.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HEDGE FUND SELECT: CAXTON GLOBAL INVESTMENTS LTD	PURCHASED	06/01/15	10/01/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
2,000,000.	2,137,256.	0.	0.
(F) GAIN OR LOSS	-137,256.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TREMONT LITIGATION SETTLEMENT FUNDS	PURCHASED	07/01/04	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
115,567.	0.	0.	0.
(F) GAIN OR LOSS	115,567.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CROW HOLDINGS REALTY PARTNERS V-A, LP	PURCHASED	11/01/07	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
226,668.	275,534.	0.	0.
(F) GAIN OR LOSS	-48,866.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CROW HOLDINGS REALTY PARTNERS IV-A, LP	PURCHASED	01/01/07	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
402,213.	222,034.	0.	0.
(F) GAIN OR LOSS	180,179.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL FUND VIII, LP	PURCHASED	01/01/04	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
78,588.	0.	0.	0.
			78,588.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL VIII COINVESTMENT FUND	PURCHASED	01/01/04	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
204,756.	0.	0.	0.
			204,756.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL IX COINVESTMENT FUND, LP	PURCHASED	01/01/04	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
0.	51,733.	0.	0.
			-51,733.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL FUND XI, LP	PURCHASED	01/01/14	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
237,085.	0.	0.	0.
			237,085.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL ASIA FUND, LP	PURCHASED	01/01/07	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
0.	256,694.	0.	0.
			-256,694.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL ASIA II FUND, LP	PURCHASED	07/19/12	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
740,387.	0.	0.	0.
			740,387.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAIN CAPITAL EUROPE FUND IV, L.P.	PURCHASED	06/27/14	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
231,025.	0.	0.	0.
			231,025.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JPMORGAN IIF TAX-EXEMPT, LP	PURCHASED	12/06/07	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
779,731.	0.	0.	0.
			779,731.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MT KELLETT CAPITAL PARTNERS II ACCESS, LP	14,189.	106,237.	0.	PURCHASED	02/25/11	12/31/16
						-92,048.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
GS PRIVATE EQUITY PARTNERS 1999 OFFSHORE, LP	118,077.	0.	0.	PURCHASED	02/03/11	12/31/16
						118,077.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
GS CAPITAL PARTNERS 2000 OFFSHORE, LP	430,876.	0.	0.	PURCHASED	02/03/11	12/31/16
						430,876.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
GS CAPITAL PARTNERS V OFFSHORE, LP	221,612.	176,777.	0.	PURCHASED	02/03/11	12/31/16
						44,835.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS PETERSHILL II OFFSHORE L.P.	PURCHASED	01/23/14	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	0.	1,416.	0.
	0.		-1,416.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JPMORGAN IIF TAX-EXEMPT, LP	PURCHASED	12/06/07	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	0.	174,245.	0.
	0.		-174,245.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WEST STREET CAPITAL PARTNERS VII-PARALLEL, L.P.	PURCHASED	06/30/16	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	0.	13,860.	0.
	0.		-13,860.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KKR GLOBAL FAMILY INVESTMENT PARTNERSHIP L.P.	PURCHASED	06/30/16	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS	0.	175.	0.
	0.		-175.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ANCHORAGE ILLIQUID OPPORTUNITIES ACCESS OFFSHORE	PURCHASED	02/08/10	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
20,287.	0.	0.	(F) GAIN OR LOSS 20,287.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GLOBAL ATLANTIC FINANCIAL GROUP LIMITED	PURCHASED	02/11/13	12/31/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
972,928.	972,928.	0.	(F) GAIN OR LOSS 0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	6,220,186.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
TEMPORARY CASH INVESTMENTS	24,889.	24,889.	
TOTAL TO PART I, LINE 3	24,889.	24,889.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM STOCKS	3,188,432.	0.	3,188,432.	3,188,432.	
INTEREST INCOME - TAXABLE BONDS	484,757.	0.	484,757.	484,757.	
K-1 BAIN CAPITAL ASIA FUND II, LP (DIVIDENDS)	193,563.	0.	193,563.	193,563.	
K-1 BAIN CAPITAL ASIA FUND II, LP (INTEREST)	3,608.	0.	3,608.	3,608.	
K-1 BAIN CAPITAL ASIA FUND, LP (DIVIDENDS)	8,998.	0.	8,998.	8,998.	
K-1 BAIN CAPITAL ASIA FUND, LP (INTEREST)	2,769.	0.	2,769.	2,769.	
K-1 BAIN CAPITAL FUND VIII COINVESTMENT FUND, K-1 BAIN CAPITAL FUND VIII COINVESTMENT FUND,	1,076.	0.	1,076.	1,076.	
K-1 BAIN CAPITAL FUND VIII, LP (DIVIDEND)	68.	0.	68.	68.	
K-1 BAIN CAPITAL FUND VIII, LP (INTEREST)	133.	0.	133.	133.	
K-1 BAIN CAPITAL FUND XI, LP (DIVIDEND)	22.	0.	22.	22.	
K-1 BAIN CAPITAL FUND XI, LP (INTEREST)	384.	0.	384.	384.	
K-1 BAIN CAPITAL IX COINVESTMENT FUND, LP (INT)	4,888.	0.	4,888.	4,888.	
K-1 BAIN EUROPE CAPITAL FUND, L.P. (INTEREST)	8.	0.	8.	8.	
K-1 CROW HOLDINGS REALTY PARTNERS IV-A, LP (INT)	364.	0.	364.	364.	
K-1 CROW HOLDINGS REALTY PARTNERS V-A, LP (INTEREST)	1,365.	0.	1,365.	1,365.	
	12,108.	0.	12,108.	12,108.	

K-1 GS CAPITAL PARTNERS 2000 OFFSHORE, L.P.	440.	0.	440.	440.
K-1 GS CAPITAL PARTNERS V OFFSHORE L.P.(DIV)	329.	0.	329.	329.
K-1 GS CAPITAL PARTNERS V OFFSHORE L.P.(INT)	48.	0.	48.	48.
K-1 GS PETERSHILL II, L.P. (DIVIDENDS)	24,331.	0.	24,331.	24,331.
K-1 GS PETERSHILL II, L.P. (INTEREST)	39,323.	0.	39,323.	39,323.
K-1 JPMORGAN IIF TAX-EXEMPT LP (DIVIDENDS)	7,142.	0.	7,142.	7,142.
K-1 JPMORGAN IIF TAX-EXEMPT LP (INTEREST)	25,961.	0.	25,961.	25,961.
K-1 MOUNT KELLETT CAPITAL PTRS II ACCESS LP (DIV)	2,638.	0.	2,638.	2,638.
K-1 MOUNT KELLETT CAPITAL PTRS II ACCESS LP (INT)	20,636.	0.	20,636.	20,636.
K-1 WEST STREET CAP PTRS VII-PARALLEL, LP	12.	0.	12.	12.
TO PART I, LINE 4	4,023,403.	0.	4,023,403.	4,023,403.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 CROW HOLDINGS REALTY PARTNERS IV-A LP (UNRELATED BUSINESS TAXABLE LOSS)	-28,961.	0.	
K-1 CROW HOLDING REALTY PARTNERS IV-A LP (OTHER INVESTMENT LOSS)	-10,571.	-10,571.	
K-1 CROW HOLDINGS REALTY PARTNERS V-A LP (UNRELATED BUSINESS TAXABLE INCOME)	38,734.	0.	
K-1 CROW HOLDINGS REALTY PARTNERS V-A LP (OTHER LOSS)	-1,319.	-1,319.	
K-1 JPMORGAN IIF TAX-EXEMPT LP (OTHER INCOME)	11,917.	11,917.	

K-1 JPMORGAN IIF TAX-EXEMPT LP (BOOK/TAX DIFFERENCE)	-29,673.	0.
K-1 MOUNT KELLETT CAPITAL PTRS II ACCESS FUND, LP (OTHER INCOME)	76,016.	76,016.
K-1 MOUNT KELLETT CAPITAL PTRS II ACCESS (UNRELATED BUSINESS TAXABLE INCOME)	4,555.	0.
K-1 MOUNT KELLETT TAX-EXEMPT LP (BOOK/TAX DIFFERENCE)	294.	0.
K-1 RYE SELECT BROAD MARKET FUND, L.P. (BOOK/TAX DIFFERENCE)	282.	0.
K-1 GS PRIVATE EQUITY PARTNERS 1999 OFFSHORE, L.P. (TAX LOSS > BASIS)	-15,858.	0.
K-1 GS CAPITAL PARTNERS 2000 OFFSHORE, L.P. (OTHER INCOME)	13,634.	13,634.
K-1 GS CAPITAL PARTNERS V OFFSHORE, L.P. (OTHER LOSS)	-4,022.	-4,022.
K-1 GS PETERSHILL II, L.P. (BOOK/TAX DIFFERENCE)	-2,582.	0.
K-1 GS PETERSHILL II, L.P. (UNRELATED BUSINESS TAXABLE INCOME)	9,232.	0.
K-1 GS PETERSHILL II, L.P. (OTHER INCOME)	1,839.	1,839.
K-1 BAIN CAPITAL EUROPE IV, L.P. (UNRELATED BUSINESS TAXABLE INCOME)	530.	0.
KKR GLOBAL FAMILY INVESTMENT, L.P. (UNRELATED BUSINESS TAXABLE LOSS)	-24,940.	0.
K-1 BAIN ASIA II, L.P. (OTHER INCOME)	20,900.	20,900.
K-1 BAIN CAPITAL FUND XI, L.P. (UNRELATED BUSINESS TAXABLE INCOME)	558.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	60,565.	108,394.

FORM 990-PF	LEGAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	422.	0.		422.
TO FM 990-PF, PG 1, LN 16A	422.	0.		422.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	50,719.	29,500.		21,219.
TO FORM 990-PF, PG 1, LN 16B	50,719.	29,500.		21,219.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGER FEES	723,162.	723,162.		0.
TO FORM 990-PF, PG 1, LN 16C	723,162.	723,162.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES - CURRENT AND DEFERRED	362,070.	0.		0.
PAYROLL TAXES	26,194.	0.		26,194.
TO FORM 990-PF, PG 1, LN 18	388,264.	0.		26,194.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DATA PROCESSING FEES	518.	0.		515.
TELEPHONE	3,974.	0.		3,974.
POSTAGE & SHIPPING	522.	0.		522.
DUES & SUBSCRIPTIONS	1,215.	0.		1,215.
REPAIRS & MAINTENANCE	13,580.	0.		13,580.

OFFICE SUPPLIES	5,793.	0.	6,478.
INSURANCE	1,061.	0.	1,061.
LIMITED PARTNERSHIP EXPENSES	277,187.	277,187.	0.
LICENSES AND PERMITS	20.	0.	20.
FILING FEES	1,000.	0.	1,000.
TO FORM 990-PF, PG 1, LN 23	304,870.	277,187.	28,365.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OZ OVERSEAS FUND II LTD	136,586.	209,821.
SHEPHERD INVESTMENTS INT'L LTD.	56,074.	83,397.
HEDGE FUND SELECT: CAXTON GLOBAL INVESTMENTS LTD CLASS A SERIES 1	1,862,744.	1,910,157.
HEDGE FUND SELECT: DYMON ASIA MACRO FUND LTD	2,000,000.	2,122,691.
GLOBAL LONG SHORT PARTNERS	3,000,000.	2,445,066.
DRT INVESTORS OFFSHORE, LP (C)	3,120,000.	3,149,376.
FIDELIS INVESTORS OFFSHORE LP (C)	2,500,000.	2,080,234.
PRIVATE EQUITY CO-INVESTMENT PARTNERS OFFSHORE HOLDINGS LP (C)	639,184.	640,733.
ENERGY INVESTMENT OPPORTUNITIES OFFSHORE LTD CLASS A2 SERIES 1	1,700,000.	1,365,100.
GLOBAL PRIVATE OPPORTUNITIES II OFFSHORE HOLDINGS LP (C)	1,034,658.	1,022,247.
BROAD STREET REAL ESTATE CREDIT PARTNERS II OFFSHORE FEEDER FUND, L.P.	2,770,542.	2,698,821.
GS DISTRESSED OPPORTUNITIES FUND II OFFSHORE, L.P.	31,445.	246,953.
GS PRIVATE EQUITY PARTNERS 2000 OFFSHORE, L.P.	92,520.	61,513.
GS PRIVATE EQUITY PARTNERS TECHNOLOGY FUND 2000 OFFSHORE, L.P.	0.	94,513.
GS VINTAGE FUND III OFFSHORE, L.P.	2,678,501.	1,262,069.
GS VINTAGE FUND IV OFFSHORE, L.P.	2,713,417.	2,813,359.
GS VINTAGE FUND VII OFFSHORE, L.P.	60,000.	122,723.
ABERDEEN ASSET MANAGEMENT PLC ADR CMN	129,123.	72,479.
ACCENTURE PLC CMN	421,072.	419,793.
ADIDAS AG ADR CMN	214,862.	217,840.
AETNA INC CMN	211,537.	247,771.
ALLIANZ SE ADR CMN	258,472.	269,547.
AMADEUS IT GROUP SA ADR CMN	87,992.	131,957.
AMBEV S A SPONSORED ADR CMN	215,812.	180,256.
AMCOR LTD ADR (NEW) ADR CMN	218,612.	229,842.
AMERISOURCEBERGEN CORPORATION CMN	536,284.	521,762.
ANTHEM, INC. CMN	486,495.	507,221.
APPLE INC. CMN	523,658.	637,010.
AXIS CAPITAL HOLDINGS, LTD. CMN	439,280.	531,624.
BAIDU, INC. SPONSORED ADR CMN	97,211.	99,139.
BANK OF AMERICA CORP CMN	422,424.	687,310.

BAXTER INTERNATIONAL INC CMN	300,905.	356,937.
BOEING COMPANY CMN	272,117.	322,880.
BRAMBLES LIMITED SPONSORED ADR CMN	87,492.	96,668.
BRITISH AMERICAN TOBACCO PLC SPONS ADR	174,475.	181,173.
BROADCOM LIMITED CMN	140,941.	249,069.
BUNZL PLC SPONSORED ADR CMN	70,563.	86,363.
CANADIAN NATIONAL RAILWAY CO. CMN	99,045.	124,488.
CANADIAN PACIFIC RAILWAY LTD CMN	433,102.	425,883.
CARDINAL HEALTH INC CMN	387,018.	390,653.
CARLSBERG A/S SPONSORED ADR CMN	202,674.	182,690.
CBRE GROUP INC CMN	321,396.	316,380.
CBS CORPORATION CMN CLASS B	551,139.	626,657.
CENOVUS ENERGY INC. CMN	127,492.	108,875.
CGI GROUP INC CMN CLASS A	205,538.	261,764.
CHR. HANSEN HOLDING A/S SPONSORED ADR CMN	212,542.	247,265.
CHUBB LTD CMN	423,675.	514,079.
CIELO S A SPONSORED ADR CMN	92,477.	89,066.
CISCO SYSTEMS, INC. CMN	229,904.	261,796.
CK HUTCHISON HLDGS LTD ADR CMN	331,005.	274,840.
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN	66,514.	46,775.
COLOPLAST A/S SPONSORED ADR CMN	306,741.	298,747.
COMPAGNIE FINANCIERE RICHEMONT UNSPONSORED ADR CMN	155,687.	152,100.
COMPASS GROUP PLC SPONSORED ADR CMN	299,977.	328,171.
COMPASS GROUP PLC SPONSORED ADR CMN	120,609.	157,260.
CORE LABORATORIES N.V. CMN	419,411.	375,005.
CORNING INCORPORATED CMN	324,700.	524,232.
CSL LIMITED SPONSORED ADR CMN	436,157.	437,848.
CSL LIMITED SPONSORED ADR CMN	64,957.	65,292.
CTRIIP.COM INTERNATIONAL, LTD. ADR CMN	346,859.	294,920.
CVS HEALTH CORP CMN	521,500.	504,314.
DEUTSCHE POST AG SPONSORED ADR CMN	106,107.	128,815.
DEUTSCHE X-TRACKERS MSCI EAFE EQUITY ETF	9,210,164.	9,087,231.
DEVON ENERGY CORPORATION (NEW) CMN	469,793.	433,865.
DISCOVERY COMMUNICATIONS, INC. CMN	439,758.	418,652.
DISCOVERY COMMUNICATIONS, INC. CMN SERIES A	665,957.	608,502.
DSV AS UNSPONSORED ADR CMN	328,651.	307,488.
ENTEGRIS, INC. CMN	282,025.	425,895.
ERICSSON AMERICAN ADR CMN CLASS B	106,590.	56,708.
ESSILOR INTERNATIONAL SA ADR CMN	292,675.	269,256.
EVEREST RE GROUP LTD CMN	382,285.	460,499.
EXPERIAN PLC SPONSORED ADR CMN	362,587.	414,594.
FANUC CORP UNSPONSORED ADR CMN	79,662.	82,346.
FIREEYE, INC. CMN	782,462.	631,890.
FOMENTO ECONOMICO MEXICANO SAB DE C.V. NEW SPONS ADR REPSTG UNIT 1 SER B SH	196,895.	177,188.
FOSSIL GROUP INC. CMN	858,451.	341,766.
FRANKLIN RESOURCES INC CMN	268,588.	244,921.
GENERAL MOTORS COMPANY CMN	503,680.	604,474.
GETINGE AB UNSPONSORED ADR CMN	158,785.	121,339.
GKN PLC SPONSORED ADR CMN	507,936.	530,132.
GRUPO TELEVISIA, S.A. GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE	126,430.	106,372.
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	4,224,458.	4,087,948.

GS HIGH YIELD FUND INSTITUTIONAL SHARES	7,435,707.	7,414,823.
GS MLP ENERGY INFRASTRUCTURE I	7,506,526.	6,838,931.
GS STRATEGIC FACTOR ALLOCATION FUND INSTITUTIONAL	6,553,968.	6,509,842.
GS STRATEGIC FACTOR ALLOCATION FUND INSTITUTIONAL	4,033,211.	4,006,056.
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	5,514,245.	5,013,269.
GS TACTICAL TILT OVERLAY MUTUAL FUND	4,105,683.	4,014,497.
GS TACTICAL TILT OVERLAY MUTUAL FUND	13,687,976.	13,472,157.
HCA HOLDINGS, INC. CMN	1,812,072.	113,047,045.
HDFC BANK LIMITED ADR CMN	293,566.	300,669.
HERMES INTERNATIONAL SA UNSPONSORED ADR CMN	223,729.	242,573.
HILTON WORLDWIDE HOLDINGS INC. CMN	301,253.	400,656.
ICON PUBLIC LIMITED COMPANY CMN	204,570.	219,208.
INDUSTRIA DE DISENO TEXTIL IND ADR CMN	150,692.	167,199.
INFORMA PLC SPONSORED ADR CMN	77,796.	78,479.
INTERCONTINENTAL HOTELS GROUP SPONSORED ADR CMN	250,498.	270,635.
ISHARES MSCI EAFE ETF	5,076,009.	5,784,546.
ISHARES MSCI EAFE ETF	1,502,165.	1,483,661.
JAPAN TOBACCO INC. ADR CMN	248,142.	228,053.
JULIUS BAER GROUP LTD. ADR CMN	160,095.	173,133.
KAO CORP SPONSORED ADR CMN	68,262.	69,455.
KASIKORNBANK PCL ADR CMN	168,561.	148,465.
KINGFISHER PLC SPONSORED ADR CMN	109,038.	97,209.
KNOWLES CORPORATION CMN	480,732.	406,889.
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN	107,763.	113,155.
LIVE NATION ENTERTAINMENT INC CMN	365,612.	614,460.
LLOYDS BANKING GROUP PLC SPONSORED ADR CMN	128,386.	94,705.
LUXOTTICA GROUP ADS(SPONSORED) REPRESENT THE RIGHT TO RECEIVE ONE ORDINARY S	143,024.	148,856.
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN	287,823.	308,998.
MASTERCARD INCORPORATED CMN CLASS A	387,593.	446,143.
MCKESSON CORPORATION CMN	659,920.	567,980.
NATIONAL OILWELL VARCO, INC. COMMON STOCK CMN	799,395.	731,465.
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS)	438,535.	435,634.
NOVARTIS AG-ADR SPONSORED ADR CMN	75,147.	86,097.
NOVO-NORDISK A/S ADR ADR CMN	46,584.	51,423.
NOVOZYMES AS UNSPONSORED ADR CMN	300,567.	259,714.
ORACLE CORPORATION CMN	1,074,050.	983,513.
PARKER-HANNIFIN CORP. CMN	159,362.	190,960.
PERKINELMER INC CMN	165,208.	320,723.
PERNOD RICARD UNSPONSORRED ADR CMN	47,994.	49,493.
PRADA S.P.A. ADR CMN	88,926.	54,340.
PROSIEBENSAT.1 MEDIA SE UNSPONSORED ADR CMN	260,868.	243,184.
PT BANK MANDIRI (PERSERO) TBK. ADR CMN	110,912.	129,318.
PUBLICIS GROUPE S.A. SPONSORED ADR CMN	262,353.	284,356.
QORVO INC CMN	368,882.	355,084.
RECKITT BENCKISER GROUP PLC SPONSORED ADR CMN	487,774.	471,864.
REED ELSEVIER PLC SPONSORED ADR CMN	223,870.	305,813.
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224.184	241,188.	245,906.
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B	130,311.	129,969.
SABRE CORPORATION CMN	267,187.	243,712.

SAND VIK (ADR) ADR CMN	54,403.	59,276.
SAP SE (SPON ADR)	246,405.	285,651.
SCHNEIDER ELECTRIC SE UNSPONSORED ADR (FRANCE)		
SCHNEIDER ELECTRIC SE UNSPONS	161,014.	158,371.
SGS S.A. ADR CMN	334,719.	311,065.
SHOPRITE HOLDINGS LTD SPONSORED ADR CMN ADR		
RATIO UNKNOWN	276,814.	235,551.
SKY PLC SPONSORED ADR CMN	325,676.	317,348.
SKYWORKS SOLUTIONS INC CMN	357,046.	365,610.
SMITH & NEPHEW PLC ADR CMN	136,657.	136,262.
SPDR S&P 500 ETF TRUST	8,461,225.	14,350,626.
SPDR S&P 500 ETF TRUST	8,254,836.	13,680,036.
STATE STREET CORPORATION (NEW) CMN	366,883.	435,698.
SUNCOR ENERGY INC. CMN	186,348.	191,302.
SWISS RE LTD SPONSORED ADR CMN	562,462.	585,117.
SYNGENTA AG SPONSORED ADR CMN	25,835.	25,928.
SYSMEX CORPORATION ADR CMN	125,002.	167,660.
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS		
5ORDS	381,521.	492,200.
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS		
5ORDS	201,826.	253,633.
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN ADD		
ADR REL 19358779	260,694.	364,696.
TEVA PHARMACEUTICAL IND LTD ADS	287,788.	236,713.
THE BANK OF NY MELLON CORP CMN	253,634.	314,035.
THE MOSAIC COMPANY CMN	830,968.	636,461.
TIME WARNER INC. CMN	154,990.	197,693.
TOYOTA MOTOR CORPORATION SPON ADR	81,593.	79,579.
UBS GROUP AG CMN	181,427.	171,320.
UNILEVER N.V. NY SHS (NEW) ADR CMN	110,258.	122,646.
UNITED OVERSEAS BK LTD SPONSORED ADR CMN	100,003.	83,876.
UNITEDHEALTH GROUP INCORPORATE CMN	105,906.	119,390.
USG CORP (NEW) CMN	375,845.	365,332.
VANGUARD SPECIALIZED PORTFOLIO VANGUARD DIVIDEND		
APPRECIATION MUTUAL FUND CL	6,136,901.	9,454,980.
VCA INC. CMN	119,592.	411,900.
VERSUM MATERIALS, INC. CMN	179,856.	204,911.
VISA INC. CMN CLASS A	347,034.	444,558.
WAL MART STORES INC CMN	431,163.	497,664.
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR		
REPSTG SER V SHS	168,037.	131,837.
WALT DISNEY COMPANY (THE) CMN	229,535.	251,066.
WALT DISNEY COMPANY (THE) CMN	618,567.	651,375.
WESTLAKE CHEMICAL CORPORATION CMN	538,368.	599,093.
WH GROUP LIMITED ADR CMN	228,747.	252,104.
WHOLE FOODS MARKET INC CMN	623,490.	633,656.
WOLTERS KLUWER NV SPONSORED ADR CMN	106,594.	101,654.
WPP PLC ADR CMN	198,042.	234,821.
WPX ENERGY, INC. CMN	379,315.	453,856.
YAHOO JAPAN CORPORATION UNSPONSORED ADR CMN	153,019.	158,492.
YANDEX N.V. CMN	256,392.	234,031.
GS SHORT-TERM CONSERVATIVE INCOME FUND		
INSTITUTIONAL	2,003,235.	2,003,235.
TOTAL TO FORM 990-PF, PART II, LINE 10B	160,252,451.	284,641,018.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBVIE INC. 1.8% 05/14/2018 USD SR LIEN	249,745.	250,187.
ACTAVIS FUNDING SCS 3.0% 03/12/2020 USD SR LIEN	252,388.	253,465.
ADOBE SYSTEMS INCORPORATED 3.25% 02/01/2025 USD SR LIEN	98,928.	100,049.
ADVANCE AUTO PARTS INC 5.75% 05/01/2020 USD SR LIEN	162,650.	161,418.
AFLAC INCORPORATED 3.625% 06/15/2023 USD SR LIEN	199,616.	207,036.
AMERICAN EXPRESS CREDIT CORP FRN MTN 05/26/2020 USD USLIB 3MO +73.00BP SR LI	450,000.	452,434.
AMERICAN TOWER CORPORATION 2.8% 06/01/2020 USD SR LIEN	199,490.	200,106.
ANHEUSER-BUSCH COMPANIES, INC. 5.5% 01/15/2018 USD SR LIEN	207,711.	207,820.
APPLE INC. 2.7% 05/13/2022 USD SR LIEN	175,500.	176,111.
ARROW ELECTRONICS, INC. 3.0% 03/01/2018 USD SR LIEN SRS 17180895	151,525.	151,708.
ARROW ELECTRONICS, INC. 3.5% 04/01/2022 USD SR LIEN	99,593.	99,004.
AT&T INC 1.75% 01/15/2018 USD SR LIEN	401,466.	400,244.
AT&T INC. 4.6% 02/15/2021 USD SER WI SR LIEN	131,145.	132,210.
AUTOZONE INC 3.125% 04/21/2026 USD SR LIEN	199,948.	192,464.
BANK OF AMERICA CORPORATION FRN 06/05/2017 USD SER BKNT USLIB 3MO +45.00BP S	400,000.	400,436.
BANK OF NY MELLON CORP MTN 3.0% 10/30/2028 SUB LIEN	224,753.	213,936.
BURLINGTON NORTHERN SANTA FE, 3.4% 09/01/2024 USD SR LIEN	199,542.	205,898.
CARDINAL HEALTH, INC. 1.95% 06/15/2018 USD SR LIEN	349,727.	350,759.
CITIGROUP INC FRN 10/26/2020 USD USLIB 3MO +131.00BP SR LIEN CPN 10/26/16-01	400,000.	405,040.
CROWN CASTLE INTERNATIONAL COR 4.875% 04/15/2022 USD SR LIEN	216,835.	212,960.
CVS CAREMARK CORPORATION 2.75% 12/01/2022 USD SR LIEN	199,722.	197,026.
DIAGEO CAPITAL PLC 5.75% 10/23/2017 USD SR LIEN	206,587.	206,780.
EATON VANCE CORP 3.625% 06/15/2023 USD SR LIEN	201,692.	203,118.
ENTERPRISE PRODUCTS OPER 1.65% 05/07/2018 USD SR LIEN	149,822.	149,578.
ENTERPRISE PRODUCTS OPERATING 2.55% 10/15/2019 USD SR LIEN	476,126.	479,849.
ESTEE LAUDER CO INC 1.7% 05/10/2021 USD SR LIEN	243,131.	243,655.
FIDELITY NATIONAL INFORMATION 3.625% 10/15/2020 USD SR LIEN	324,574.	336,462.
FORD MOTOR CREDIT CO LLC 2.375% 03/12/2019 USD SR LIEN	199,242.	199,882.
HEALTH CARE REIT, INC. 2.25% 03/15/2018 USD SR LIEN	199,002.	200,854.

HONEYWELL INTERNATIONAL 1.85% 11/01/2021 SR LIEN	299,985.	293,169.
HOST HOTELS & RESORTS, L.P. 4.0% 06/15/2025 USD SER E SR LIEN	124,798.	123,115.
ILLINOIS TOOL WORKS INC. 1.95% 03/01/2019 USD SR LIEN	201,055.	201,032.
INGERSOLL-RAND GLBL HLDNG CO L 2.875% 01/15/2019 USD SER B SR LIEN	228,513.	229,029.
JOHN DEERE CAPITAL CORPORATION 1.2% 10/10/2017 USD SER E SR LIEN	149,812.	149,902.
JOHNSON & JOHNSON 2.95% 09/01/2020 USD SR LIEN	196,578.	206,570.
KINDER MORGAN, INC. 3.05% 12/01/2019 USD SR LIEN	125,571.	126,795.
KROGER CO/THE 3.5% 02/01/2026 USD SR LIEN	199,526.	200,922.
LOWE'S COMPANIES INC FRN 09/14/2018 USD USLIB 3MO +60.00BP SR LIEN CPN 12/14	400,000.	403,084.
MORGAN STANLEY MTN 5.45% 01/09/2017 SER F SR LIEN	475,481.	475,233.
NATIONAL RURAL UTIL COOP MTN 1.5% 11/01/2019 SR LIEN	250,000.	247,903.
NATIONAL RURAL UTILITIES COOPE MTN 3.25% 11/01/2025 USD SR LIEN	224,465.	228,188.
NBCUNIVERSAL MEDIA, LLC 2.875% 01/15/2023 USD SR LIEN	201,838.	199,530.
ORACLE CORPORATION 1.2% 10/15/2017 USD SR LIEN	400,489.	400,096.
ORACLE CORPORATION 2.375% 01/15/2019 USD SR LIEN	199,736.	202,678.
PEPSICO, INC. 3.125% 11/01/2020 USD SR LIEN	440,742.	438,630.
PNC BANK, NATIONAL ASSOCIATION FRN MTN 06/01/2018 USD USLIB 3MO +42.00BP SR	400,000.	400,584.
QUALCOMM INC. 3.45% 05/20/2025 USD SR LIEN	224,190.	228,942.
QUALCOMM INC. FRN 05/20/2020 USD USLIB 3MO +55.00BP SR LIEN CPN 11/21/16-02/	325,000.	325,085.
RAYMOND JAMES FINANCIAL, INC. 3.625% 09/15/2026 SR LIEN	74,881.	73,142.
ROPER INDUSTRIES INC 6.25% 09/01/2019 USD SR LIEN	434,804.	439,976.
SANOFI-AVENTIS 4.0% 03/29/2021 USD SR LIEN	373,643.	372,624.
SIMON PROPERTY GROUP, L.P. 3.3% 01/15/2026 USD SR LIEN	173,952.	174,136.
STARBUCKS CORPORATION 2.0% 12/05/2018 USD SR LIEN	480,379.	479,745.
THE DOW CHEMICAL COMPANY 4.25% 11/15/2020 USD SR LIEN	104,359.	105,908.
THE TJX COMPANIES, INC. 2.25% 09/15/2026 SR LIEN	49,627.	46,050.
THE TJX COMPANIES, INC. 2.75% 06/15/2021 USD SR LIEN	127,093.	127,168.
THERMO FISHER SCIENTIFIC 2.95% 09/19/2026 SR LIEN	222,271.	212,456.
TIME WARNER CABLE, LLC 6.75% 07/01/2018 USD SR LIEN	212,946.	213,524.
TIME WARNER INC. 4.0% 01/15/2022 USD SR LIEN	103,043.	103,822.
TOTAL SYSTEM SERVICES, INC. 2.375% 06/01/2018 USD SR LIEN	173,820.	175,725.
TOYOTA MOTOR CREDIT CORP MTN 1.4% 05/20/2019 USD SR LIEN	449,370.	444,893.
TOYOTA MOTOR CREDIT CORPORATIO MTN 3.4% 09/15/2021 USD SER B SR LIEN	204,315.	208,026.

UBS AG-STAMFORD CONNECTICUT BR FRN MTN 06/01/2020 USD USLIB 3MO +85.00BP SR	450,000.	450,338.
UNITED TECHNOLOGIES CORPORATIO 1.8% 06/01/2017 SR LIEN	401,168.	401,044.
UNITEDHEALTH GROUP INCORPORATE 2.875% 12/15/2021 USD SR LIEN	300,923.	304,095.
VENTAS REALTY, LIMITED PARTNER 3.5% 02/01/2025 USD SR LIEN	74,747.	73,840.
VISA INC. 1.2% 12/14/2017 USD SR LIEN	274,854.	274,962.
VOYA FINANCIAL, INC. STEP 02/15/2018 USD SR LIEN 2.9% 06/11/13-02/15/18	205,548.	202,478.
WALT DISNEY COMPANY (THE) MTN 1.85% 05/30/2019 USD SR LIEN	448,119.	452,232.
WALT DISNEY COMPANY (THE) MTN 1.85% 05/30/2019 USD SR LIEN	200,806.	200,992.
WELLS FARGO BANK, NATIONAL ASS MTN 1.65% 01/22/2018 USD SER BKNT PVT SR LIEN	250,050.	249,993.
WESTPAC BANKING CORPORATION FRN 05/25/2018 USD USLIB 3MO +43.00BP SR LIEN CP	450,000.	450,293.
ZOETIS INC. 3.25% 02/01/2023 USD SER B SR LIEN	72,112.	74,836.
TOTAL TO FORM 990-PF, PART II, LINE 10C	18,351,069.	18,383,274.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BAIN CAPITAL FUND VIII, LP	COST	143,723.	73,168.
BAIN CAPITAL VIII CO-INVESTMENT FUND, LP	COST	375,209.	186,084.
BAIN CAPITAL IX CO-INVESTMENT FUND, LP	COST	297,263.	247,337.
CROW HOLDINGS REALTY PARTNERS IV-A, LP	COST	500,287.	483,277.
BAIN CAPITAL ASIA FUND, LP	COST	665,226.	1,194,352.
BAIN CAPITAL ASIA II FUND, L.P.	COST	2,148,532.	2,613,976.
JPMORGAN IIF TAX-EXEMPT, LP	COST	0.	0.
CROW HOLDINGS REALTY PARTNERS V-A, LP	COST	209,179.	209,179.
ANCHORAGE ILLIQUID OPPORTUNITIES OFFSHORE HOLDING, LP	COST	352,471.	68,228.
MOUNT KELLETT CAPITAL PARTNERS II ACCESS FUND, L.P.	COST	507,022.	768,229.
GS CAPITAL PARTNERS FUND 2000, L.P. OFFSHORE	COST	0.	11,481.
GLOBAL ATLANTIC FINANCIAL GROUP LIMITED	COST	2,128,378.	3,440,000.
GS PETERSHILL II OFFSHORE, L.P.	COST	847,777.	847,777.
BAIN CAPITAL FUND XI, L.P.	COST	943,142.	1,204,690.
BAIN CAPITAL EUROPE FUND IV, LP	COST	644,864.	654,777.

THE FRIST FOUNDATION

62-1134070

	COST	
GS CAPITAL PARTNERS V OFFSHORE, L.P.	0.	531,095.
KKR GLOBAL FAMILY INVESTMENT PARTNERSHIP LP	793,616.	887,852.
GS PRIVATE EQUITY PARTNERS 1999 OFFSHORE, L.P.	0.	75,256.
RYE SELECT BROAD MARKET, LP	0.	0.
WEST STREET CAPITAL PARTNERS VII - PARALLEL, LP	343,273.	343,273.
TOTAL TO FORM 990-PF, PART II, LINE 13	10,899,962.	13,840,031.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	48,331.	39,674.	8,657.
FURNITURE	59,009.	51,359.	7,650.
LEASEHOLD IMPROVEMENTS	96,487.	95,524.	963.
TOTAL TO FM 990-PF, PART II, LN 14	203,827.	186,557.	17,270.

FORM 990-PF OTHER ASSETS STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INCOME	382,148.	314,848.	314,848.
DUE FROM INVESTMENT BROKERS	2,455,734.	1,273,319.	1,273,319.
FEDERAL EXCISE TAXES REFUNDABLE	302,449.	118,322.	118,322.
TO FORM 990-PF, PART II, LINE 15	3,140,331.	1,706,489.	1,706,489.

FORM 990-PF OTHER LIABILITIES STATEMENT 15

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
UNAMORTIZED LEASE ALLOWANCE	8,684.	6,888.
DEFERRED FEDERAL EXCISE TAXES	2,309,994.	2,587,231.
COVERED CALL OPTION (EFA) @ 61 EXP 01/29/2016	5,200.	0.
COVERED CALL OPTION (EFA) @ 62 EXP 02/19/2016	7,212.	0.
COVERED CALL OPTION (EFA) @ 63 EXP 03/18/2016	6,800.	0.

COVERED CALL OPTION (EFA) @ 64 EXP 01/15/2016	8,400.	0.
COVERED CALL OPTION (EFA) @ 64 EXP 02/19/2016	7,400.	0.
COVERED CALL OPTION (SPY) @ 214 EXP 01/29/2016	8,489.	0.
COVERED CALL OPTION (SPY) @ 215 EXP 01/15/2016	24,064.	0.
COVERED CALL OPTION (SPY) @ 216 EXP 02/19/2016	33,023.	0.
COVERED CALL OPTION (SPY) @ 217 EXP 03/18/2016	16,168.	0.
COVERED CALL OPTION (EFA) @ 59 EXP 02/17/2017	0.	6,100.
COVERED CALL OPTION (EFA) @ 59.5 EXP 01/27/2017	0.	3,000.
COVERED CALL OPTION (EFA) @ 60 EXP 01/20/2017	0.	5,200.
COVERED CALL OPTION (EFA) @ 61 EXP 01/20/2017	0.	46.
COVERED CALL OPTION (EFA) @ 61 EXP 02/17/2017	0.	5,850.
COVERED CALL OPTION (EFA) @ 61 EXP 03/17/2017	0.	4,800.
COVERED CALL OPTION (SPY) @ 222 EXP 01/20/2017	0.	9,917.
COVERED CALL OPTION (SPY) @ 225 EXP 01/20/2017	0.	13,177.
COVERED CALL OPTION (SPY) @ 227 EXP 02/17/2017	0.	13,330.
COVERED CALL OPTION (SPY) @ 230 EXP 02/17/2017	0.	9,472.
COVERED CALL OPTION (SPY) @ 234 EXP 03/17/2017	0.	29,183.
TOTAL TO FORM 990-PF, PART II, LINE 22	<u>2,435,434.</u>	<u>2,694,194.</u>

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT	16
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EXPLANATION

THE FOUNDATION DISTRIBUTED \$5,000 TO A DONOR-ADVISED FUND AT THE COMMUNITY FOUNDATION OF MIDDLE TENNESSEE OVER WHICH THE FOUNDATION'S PRESIDENT HAS ADVISORY PRIVILEGES. THIS DISTRIBUTION WAS TREATED AS A QUALIFYING DISTRIBUTION AND WAS MADE PURSUANT TO THE FOUNDATION'S MATCHING GIFT PROGRAM FOR ITS OFFICERS AND DIRECTORS. THIS PROGRAM ENCOURAGES THE FOUNDATION'S OFFICERS AND DIRECTORS TO INVEST CHARITABLE DOLLARS IN THE LOCAL COMMUNITY, IN ACCORDANCE WITH THE OVERALL PURPOSE OF THE FOUNDATION.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 17
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS F. FRIST, JR. 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	CHAIRMAN 1.00	0.	0.	0.
FRANK F. DROWOTA, III 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	DIRECTOR 1.00	0.	0.	0.
PATRICIA C. FRIST 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	DIRECTOR 1.00	0.	0.	0.
KENNETH L. ROBERTS 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	PRESIDENT EMERITUS 1.00	0.	0.	0.
THOMAS F. FRIST, III 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	DIRECTOR 1.00	0.	0.	0.
WILLIAM R. FRIST 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	DIRECTOR 1.00	0.	0.	0.
PATRICIA FRIST ELCAN 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	DIRECTOR 1.00	0.	0.	0.
PETER F. BIRD, JR. 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	PRESIDENT/CEO 40.00	267,500.	50,587.	0.
COLETTE EASTER 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	TREASURER 24.00	52,697.	7,117.	0.
BARBARA W. BAKER 3100 WEST END AVE., STE 1200 NASHVILLE, TN 37203	SECRETARY 40.00	72,000.	18,828.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		392,197.	76,532.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE FRIST FOUNDATION
3100 WEST END AVE STE 1200
NASHVILLE, TN 37203

TELEPHONE NUMBER

(615) 292-3868

FORM AND CONTENT OF APPLICATIONS

WHILE THERE ARE NO DEADLINES ON GENERAL GRANT APPLICATIONS, LARGER GRANTS ARE TYPICALLY APPROVED AT BOARD MEETINGS TAKING PLACE IN JANUARY, APRIL, JULY AND OCTOBER. DEPENDING ON THE TIMING OF SUBMISSION OF A GRANT APPLICATION, IT COULD TAKE AS LONG AS THREE MONTHS FOR GRANT APPROVAL. THESE GRANTS CAN RANGE FROM \$1,000 TO \$250,000, WITH A TYPICAL GRANT RANGING FROM \$3,000 TO \$20,000. THE FRIST FOUNDATION AWARDS OF ACHIEVEMENT ARE DISTRIBUTED EACH FALL FOLLOWING AN EVALUATION PROCESS ADMINISTERED BY THE CENTER FOR NONPROFIT MANAGEMENT.

APPLICANTS MAY EITHER COMPLETE AN APPLICATION ONLINE OR DOWNLOAD AN APPLICATION TO SUBMIT VIA REGULAR MAIL OR FAX (615-292-5843). DOWNLOADABLE APPLICATIONS ARE AVAILABLE AS A MICROSOFT WORD DOCUMENT AT OUR WEBSITE: WWW.FRISTFOUNDATION.ORG.

ANY SUBMISSION DEADLINES

GENERAL GRANTS ARE GIVEN THROUGHOUT THE YEAR. THERE ARE NO DEADLINES ON GENERAL GRANT APPLICATIONS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

FOR LEGAL REASONS, THE FOUNDATION DOES NOT SUPPORT INDIVIDUALS OR THEIR PROJECTS, PRIVATE FOUNDATIONS, POLITICAL ACTIVITIES, ADVERTISING OR SPONSORSHIPS. AS A MATTER OF POLICY, THE FOUNDATION DOES NOT ORDINARILY SUPPORT:

*RECURRING EXPENSES FOR OPERATIONS, PROGRAMS OR SALARIES, EXCEPT AS DESCRIBED EARLIER.

*PROJECTS, PROGRAMS, OR ORGANIZATIONS THAT SERVE A LIMITED AUDIENCE OR A RELATIVELY SMALL NUMBER OF PEOPLE.

*ENDOWMENTS OR SCHOLARSHIPS.

*SOCIAL OR FUNDRAISING EVENTS.

*BIOMEDICAL OR CLINICAL RESEARCH.

*SCHOOLS BELOW THE COLLEGE LEVEL, EXCEPT FOR PROJECTS INTENDED TO SERVE THE

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A - 2D (CONTINUATION)

STATEMENT 19

RESTRICTIONS AND LIMITATIONS ON AWARDS

BROADER COMMUNITY.

*HOSPITALS OR NURSING HOMES.

*DISEASE-SPECIFIC ORGANIZATIONS SEEKING SUPPORT FOR NATIONAL PROJECTS AND PROGRAMS.

*ORGANIZATIONS WHOSE PRINCIPAL IMPACT IS OUTSIDE MIDDLE TENNESSEE.

*RELIGIOUS ORGANIZATIONS FOR RELIGIOUS PURPOSES.

FORM 990-PF

OTHER REVENUE

STATEMENT 20

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
K-1 CROW HOLDINGS REALTY PARTNERS IV-A LP (UNRELATED BUSINESS	523000	-28,961.	14		
K-1 CROW HOLDING REALTY PARTNERS IV-A LP (OTHER INVESTMENT LOSS)				-10,571.	
K-1 CROW HOLDINGS REALTY PARTNERS V-A LP (UNRELATED BUSINESS	523000	38,734.			
K-1 CROW HOLDINGS REALTY PARTNERS V-A LP (OTHER LOSS)			14	-1,319.	
K-1 JPMORGAN IIF TAX-EXEMPT LP (OTHER INCOME)			14	11,917.	
K-1 JPMORGAN IIF TAX-EXEMPT LP (BOOK/TAX DIFFERENCE)			14	-29,673.	
K-1 MOUNT KELLETT CAPITAL PTRS II ACCESS FUND, LP (OTHER INCOME)			14	76,016.	
K-1 MOUNT KELLETT CAPITAL PTRS II ACCESS (UNRELATED BUSINESS TAXABLE INCOME)	523000	4,555.			
K-1 MOUNT KELLETT TAX-EXEMPT LP (BOOK/TAX DIFFERENCE)			14	294.	
K-1 RYE SELECT BROAD MARKET FUND, L.P. (BOOK/TAX DIFFERENCE)			14	282.	
K-1 GS PRIVATE EQUITY PARTNERS 1999 OFFSHORE, L.P. (TAX LOSS > BASIS)			14	-15,858.	
K-1 GS CAPITAL PARTNERS 2000 OFFSHORE, L.P. (OTHER INCOME)			14	13,634.	
K-1 GS CAPITAL PARTNERS V OFFSHORE, L.P. (OTHER LOSS)			14	-4,022.	
K-1 GS PETERSHILL II, L.P. (BOOK/TAX DIFFERENCE)			14	-2,582.	
K-1 GS PETERSHILL II, L.P. (UNRELATED BUSINESS TAXABLE INCOME)	523000	9,232.			

K-1 GS PETERSHILL II, L.P. (OTHER INCOME)			1,839.
K-1 BAIN CAPITAL EUROPE IV, L.P. (UNRELATED BUSINESS TAXABLE INCOME)	523000	530.	
KKR GLOBAL FAMILY INVESTMENT, L.P. (UNRELATED BUSINESS	523000	-24,940.	
K-1 BAIN ASIA II, L.P. (OTHER INCOME)			20,900.
K-1 BAIN CAPITAL FUND XI, L.P. (UNRELATED BUSINESS TAXABLE INCOME)	523000	558.	
TOTAL TO FORM 990-PF, PG 12, LN 11		-292.	60,857.

GENERAL EXPLANATION

STATEMENT 21

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 5471 - INFORMATION RETURN OF U.S. PERSONS WITH RESPECT TO CERTAIN FO

EXPLANATION:

IN ACCORDANCE WITH THE INSTRUCTIONS TO FORM 5471, THE FOUNDATION HAS COMPLETED AND ATTACHED THIS FORM RELATIVE TO ITS INVESTMENT IN "HEDGE FUND SELECT: CAXTON GLOBAL INVESTMENTS" (THE "FUND"). AS OF JANUARY 1, 2016, THE FOUNDATION HELD APPROXIMATELY 19% OF THE FUND'S ISSUED AND OUTSTANDING SHARES. AS SHOWN IN FORM 5471, SCHEDULE O, PART II, THE FOUNDATION REDUCED ITS HOLDING DURING 2016 TO APPROXIMATELY 9%. THE FOUNDATION IS A PASSIVE INVESTOR IN THIS ENTITY AND HAS NO INPUT IN THE GOVERNANCE OR MANAGEMENT OF THIS ENTITY. THE ATTACHED FORM 5471 HAS BEEN COMPLETED ON THE BASIS OF INFORMATION AVAILABLE TO THE FOUNDATION, HOWEVER, CERTAIN INFORMATION, SUCH AS IDENTIFICATION OF THE OTHER SHAREHOLDERS IN THE CORPORATION, IS NOT AVAILABLE TO THE FOUNDATION AS A PASSIVE INVESTOR. ACCORDINGLY, THE FOUNDATION IS UNABLE TO REPORT SUCH INFORMATION IN THIS FORM 5471.

FORM 5471	AMOUNT AND TYPE OF INDEBTEDNESS OF FOREIGN CORPORATION TO THE RELATED PERSONS DESCRIBED IN REGULATIONS SECTION 1.6046-1(B)(11)	STATEMENT 22
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AMOUNT	DESCRIPTION
0.	NONE

FORM 5471	NAME, ADDRESS, IDENTIFYING NUMBER AND NUMBER OF SHARES SUBSCRIBED TO BY EACH SUBSCRIBER TO THE STOCK OF THE FOREIGN CORPORATION	STATEMENT 23
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NAME AND ADDRESS	IDENTIFYING NUMBER	NUMBER OF SHARES
THE FRIST FOUNDATION 3100 WEST END AVE, STE 1200 NASHVILLE TN 37203	62-1134070	18577

FORM 5471	OTHER INCOME	STATEMENT 24
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DESCRIPTION	FUNCTIONAL CURRENCY	EXCHANGE RATE	U.S. DOLLAR
NET REALIZED LOSS ON INVESTMENT	-734,212.		-734,212.
UNREALIZED GAIN ON INVESTMENT	2,208,025.		2,208,025.
TOTAL TO 5471, SCHEDULE C, LINE 8	1,473,813.		1,473,813.

FORM 5471	OTHER DEDUCTIONS	STATEMENT 25
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DESCRIPTION	FUNCTIONAL CURRENCY	EXCHANGE RATE	U.S. DOLLAR
MANAGEMENT AND ADMINISTRATION FEES	180,632.		180,632.
LEGAL AND AUDIT FEES	73,315.		73,315.
ORGANIZATION EXPENSE	12,171.		12,171.
MISCELLANEOUS EXPENSES	9,520.		9,520.
TOTAL TO 5471, SCHEDULE C, LINE 16	275,638.		275,638.

FORM 5471	OTHER INVESTMENTS	STATEMENT	26
DESCRIPTION	BEG. OF ANNUAL ACCOUNTING PERIOD	END OF ANNUAL ACCOUNTING PERIOD	
INVESTMENT IN CAXTON GLOBAL INVESTMENT LTD	19,864,987.	21,598,800.	
TOTAL TO 5471, PAGE 3, SCHEDULE F, LINE 7	19,864,987.	21,598,800.	

FORM 5471	OTHER ASSETS	STATEMENT	27
DESCRIPTION	BEG. OF ANNUAL ACCOUNTING PERIOD	END OF ANNUAL ACCOUNTING PERIOD	
RECEIVABLE FOR REDEMPTIONS FROM INVESTEES	0.	2,500,000.	
ADVANCE SUBSCRIPTIONS IN INVESTMENT	3,450,000.	120,000.	
EXPENSE REIMBURSEMENT RECEIVABLE	72,377.	75,348.	
OTHER ASSETS	49,700.	37,529.	
TOTAL TO 5471, PAGE 3, SCHEDULE F, LINE 12	3,572,077.	2,732,877.	

FORM 5471	OTHER CURRENT LIABILITIES	STATEMENT	28
DESCRIPTION	BEG. OF ANNUAL ACCOUNTING PERIOD	END OF ANNUAL ACCOUNTING PERIOD	
REDEMPTIONS PAYABLE	0.	2,295,221.	
SUBSCRIPTIONS RECEIVED IN ADVANCE	3,500,000.	0.	
TOTAL TO 5471, PAGE 3, SCHEDULE F, LINE 15	3,500,000.	2,295,221.	

SCHEDULE O GENERAL SHAREHOLDER INFORMATION STATEMENT 29

(A) NAME, ADDRESS, AND IDENTIFYING NUMBER OF SHAREHOLDER(S) FILING THIS SCHEDULE	(B) FOR SHAREHOLDER'S LATEST U.S. INCOME TAX RETURN FILED INDICATE:			(C) DATE SHAREHOLD- -ER LAST FILED IN- FORMATION RTN UNDER SEC. 6046
	(1) TYPE OF RETURN (ENTER FORM NUMBER)	(2) DATE RETURN FILED	(3) INTERNAL REVENUE SERVICE CENTER WHERE FILED	
THE FRIST FOUNDATION 3100 WEST END AVE ST NASHVILLE 62-1134070	990-PF	11/15/17	E-FILED	11/15/16

FORM 8865		AFFILIATION SCHEDULE		STATEMENT	30
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR- EIGN P 'SH	
BC STELLA HOLDINGS, LP	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1062885		X	
BC ASIA INTEGRAL INV, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-0543782		X	
VENUS CAYMAN LTD	220 WEST 1ST ST. SUITE 300 LOS ANGELES, CA 90012	00-0000000		X	
BAIN CAP LIONBRIDGE CO, LP	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1195488		X	
BAIN CAP LIONBRID HLDG LTD	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1192866		X	
TERRA CAYMAN, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1200961		X	
INTEGRAL INV SOUTH ASIA II	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1171224		X	
BAIN CAP STING CAYMAN, LP	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1141823		X	
BAIN CAP ROAR HOLDING, LP	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1171811		X	
BAIN CAP PNR HOLDINGS, LP	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1242114		X	
BC BREEZE CAYMAN, LP	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1253297		X	
LAKE SPLIT VEHICLE, L.P.	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	00-0000000		X	
BC INVESTMENTS V LIMITED	34 EBENE CYBERCITY STE 110 EBENE, MAURITIUS	98-1074611		X	
BAIN CAPITAL SPRING, L.P.	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	00-0000000		X	
BC SPRING CAYMAN HLDG LP	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1253470		X	
BAIN CAP SNOW CAYMAN, LP	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1253465		X	
BAIN CAP GAMMA HOLDINGS	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1275837		X	

BAIN GAMMA LIMITED	PO BOX 309 UGLAND HOUSE	98-1248305	X
	GEORGE TOWN, GRAND CAYMAN		

FORM 8865	AFFILIATION SCHEDULE	STATEMENT 31
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NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
BVO HOLDINGS, LLC	240 CORPORATE BLVD STE 100 NORFOLK, VA 23502	47-2272036		
TOMS SHOES HOLDINGS, LLC	5404 JANDY PLACE LOS ANGELES, CA 90066	47-2208796		
BC-VCL INTEGRAL HOLDINGS,	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	47-2275255		
BC BEARCAT HOLDINGS, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	81-3215689		
BCP VIKING HOLDINGS, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	81-3193200		
VIRGIN CRUISES LIMITED	CANON'S CT 22 VICTORIA ST HAMILTON, BERMUDA HM12	98-1192542		X
SUNDIAL GROUP	11 RANICK DRIVE S AMITYVILLE, NY 11701	20-2453537		

FORM 8865	AFFILIATION SCHEDULE	STATEMENT 32
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NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH
BC BEARCAT HOLDINGS, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	81-3215698		
DAKAR CAYCO, L.P.	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN,	98-1278969		X
DAKAR TOPCO S.A.R.L.	4 RUE LOU HEMMER GRAND DUCHY OF LUXEM LUXEM	98-1279072		X
DAKAR HOLDINGS SCA	4 RUE LOU HEMMER GRAND DUCHY OF LUXEM LUXEM	98-1279106		X
ELEVATE (BC) SCA	4 RUE LOU HEMMER GRAND DUCHY OF LUXEM LUXEM	98-1225467		X
MERCURY BONDCO PLC	47 ESPLANADE ST. HELIER JERSEY JE1 0BD	98-1260807		X

FORM 8865		AFFILIATION SCHEDULE		STATEMENT	33
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH	
BC ASIA INTEGRAL INV, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-0543782		X	
BC BELLSYSTEMS HONG KONG	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1074707		X	
BC IDEAL STANDARD, L.P.	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-0587282		X	
IDEAL STD INTL TOPCO SCA	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-0556615		X	
BC DOMINO HONG KONG LTD	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1073870		X	
BC STEREO HOLDINGS, L.P.	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1070021		X	
BC D&M HONG KONG LTD	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1079597		X	
BC SKYLARK HOLDINGS, L.P.	200 CLARENDON STREET FL 41 BOSTON, MA 02116-5016	98-1021462		X	
BC WING CAYMAN, L.P.	PO BOX 309 UGLAND HOUSE GEORGE TOWN, GRAND CAYMAN	98-1021454		X	

FORM 8865		AFFILIATION SCHEDULE		STATEMENT	34
NAME	ADDRESS	IDENTIFYING NUMBER	TOTAL ORDINARY INCOME OR (LOSS)	CK IF FOR-EIGN P'SH	
KKR PLATINUM AGGREGATOR	9 WEST 57TH STREET NEW YORK, NY 10019	81-1214490			
KKR WOW AGGREGATOR L.P.	9 WEST 57TH STREET NEW YORK, NY 10019	98-1288419		X	
KKR CAGE AGGREGATOR, LLC	9 WEST 57TH STREET NEW YORK, NY 10019	81-3320094			