

William T. Grant Foundation, Inc.

Financial Statements

December 31, 2016 and 2015

Independent Auditors' Report

The Board of Trustees **William T. Grant Foundation, Inc.**

We have audited the accompanying financial statements of the William T. Grant Foundation, Inc. (the "Foundation"), which comprise the statements of financial position as of December 31, 2016 and 2015, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the William T. Grant Foundation, Inc. as of December 31, 2016 and 2015 and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information included on pages 13-15 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statement themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

PKF O'Connor Davies, LLP

November 6, 2017

William T. Grant Foundation, Inc.

Statements of Financial Position

	December 31	
	2016	2015
ASSETS		
Cash and cash equivalents	\$ 6,895,093	\$ 2,330,713
Accrued investment income and other receivables	260,837	229,818
Prepaid Federal excise tax	289,825	78,000
Investments	314,773,371	307,184,786
Prepaid expenses and other assets	<u>102,678</u>	<u>70,463</u>
	<u>\$ 322,321,804</u>	<u>\$ 309,893,780</u>
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable and accrued expenses	\$ 313,494	\$ 382,924
Due to investment manager	423,601	-
Grants payable	12,211,606	11,980,194
Postretirement benefit obligation	2,287,379	2,100,565
Deferred Federal excise tax	1,655,000	1,265,000
Deferred rent	<u>252,291</u>	<u>365,231</u>
Total Liabilities	<u>17,143,371</u>	<u>16,093,914</u>
Net assets, unrestricted	<u>305,178,433</u>	<u>293,799,866</u>
	<u>\$ 322,321,804</u>	<u>\$ 309,893,780</u>

See notes to financial statements

William T. Grant Foundation, Inc.

Statements of Activities

	Year Ended December 31	
	2016	2015
REVENUE		
Investment Income		
Interest and dividends	\$ 5,418,403	\$ 5,415,917
Less:		
Federal and state tax expense	20,414	522,236
Investment expenses	1,112,388	1,128,695
Net Investment Income	4,285,601	3,764,986
Rental income	169,450	163,314
Total Revenue	4,455,051	3,928,300
EXPENSES		
Program Services		
Grants authorized, net of refunded and rescinded amounts of \$50,635 and \$213,035 in 2016 and 2015	12,320,714	11,844,653
Program support, planning, and development	4,010,470	3,984,818
Total Program Services	16,331,184	15,829,471
Supporting Services - operations and governance	1,265,211	1,241,469
Total Expenses	17,596,395	17,070,940
Net realized and unrealized gains (losses) on investments, net of deferred Federal excise tax expense (benefit) of \$390,000 and (\$390,000)	24,700,880	(10,884,729)
Change in Net Assets Before Postretirement Benefit Obligation Adjustment	11,559,536	(24,027,369)
Postretirement benefit obligation adjustment	(180,969)	385,489
Change in Net Assets	11,378,567	(23,641,880)
NET ASSETS		
Beginning of year	293,799,866	317,441,746
End of year	\$ 305,178,433	\$ 293,799,866

See notes to financial statements

William T. Grant Foundation, Inc.

Statements of Cash Flows

	Year Ended December 31	
	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 11,378,567	\$ (23,641,880)
Adjustments to reconcile change in net assets to net cash from operating activities		
Net realized gains on sale of investments	(5,358,410)	(11,657,780)
Unrealized (gain) loss on investments	(19,732,470)	22,932,509
Deferred Federal excise tax	390,000	(390,000)
Postretirement benefit obligation adjustment	180,969	(385,489)
Deferred rent	(112,940)	(94,533)
Net changes in operating assets and liabilities		
Accrued investment income and other receivables	(31,019)	(166,131)
Prepaid Federal excise tax	(211,825)	-
Prepaid expenses and other assets	(32,215)	(21,896)
Accounts payable and accrued expenses	(69,430)	52,730
Due to investment manager	423,601	-
Grants payable	231,412	1,747,396
Postretirement benefit obligation	5,845	20,266
Net Cash from Operating Activities	(12,937,915)	(11,604,808)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of investments	88,596,313	68,772,358
Purchase of investments	(71,094,018)	(58,856,321)
Net Cash from Investing Activities	17,502,295	9,916,037
Net Change in Cash and Cash Equivalents	4,564,380	(1,688,771)
CASH AND CASH EQUIVALENTS		
Beginning of year	2,330,713	4,019,484
End of year	\$ 6,895,093	\$ 2,330,713
SUPPLEMENTAL CASH FLOW INFORMATION		
Cash paid for Federal and state taxes on investment income	\$ 231,171	\$ 520,724

See notes to financial statements

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

1. Organization

William T. Grant Foundation, Inc. (the “Foundation”) was established by William T. Grant in 1936. The goal of the Foundation is to support research that improves the lives of young people. The primary source of revenue for the Foundation is its investment activities.

2. Summary of Significant Accounting Policies

Basis of Presentation and Use of Estimates

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”), which requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Accordingly actual results could differ for those estimates.

Cash and Cash Equivalents

Cash and cash equivalents represent short-term investments with maturities of three months or less at time of purchase except for those short-term investments managed by the Foundation’s investment managers as part of their long-term investment strategies.

Fair Value Measurements

The Foundation follows U.S. GAAP guidance on Fair Value Measurements which defines fair value and establishes a fair value hierarchy organized into three levels based upon the input assumptions used in pricing assets. Level 1 inputs have the highest reliability and are related to assets with unadjusted quoted prices in active markets. Level 2 inputs relate to assets with other than quoted prices in active markets which may include quoted prices for similar assets or liabilities or other inputs which can be corroborated by observable market data. Level 3 inputs are unobservable inputs and are used to the extent that observable inputs do not exist.

Pursuant to U.S. GAAP, alternative investment where fair value is measured using the Net Asset Value (“NAV”) per share as a practical expedient is not categorized with the fair value hierarchy.

Investments Valuation and Income Recognition

Investments are stated at fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis and dividends are recorded on the ex-dividend date. Realized gains and losses on the sale of investments are computed on the specific identification basis. Realized and unrealized gains and losses are included in the determination of the change in net assets.

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

2. Summary of Significant Accounting Policies (*continued*)

Property and Equipment

The cost of office furniture, leasehold improvements, fixtures, and equipment purchased during the course of normal business activities is charged to operations when purchased, as such purchases are not significant.

Grants

Grants are recorded when authorized by either the Board of Trustees or by officers of the Foundation within limits specified by the Board of Trustees.

Postretirement Benefit Plan

The Foundation follows U.S. GAAP guidance on Defined Benefit Plans which requires the Foundation to recognize the funded status of the Foundation's postretirement medical and health benefits as an asset or liability in its statement of financial position with a corresponding adjustment to change in net assets in the statement of activities. The adjustment to change in net assets represents the balance of unrecognized actuarial gains that will be recognized within net periodic cost in the future.

Net Asset Presentation

Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor imposed restrictions. The Foundation's net assets are neither permanently nor temporarily restricted by donor imposed restrictions and are classified as unrestricted.

Functional Allocation of Expenses

The costs of providing various programs and related supporting services have been summarized on a functional basis in the accompanying financial statements. Accordingly, certain costs have been allocated among the appropriate programs and supporting services benefited.

Accounting for Uncertainty in Income Taxes

The Foundation recognizes the effect of tax positions only if they are more likely than not to be sustained. Management has determined that the Foundation had no uncertain tax positions that would require financial statement disclosure and/or recognition. The Foundation is no longer subject to examinations by the applicable jurisdictions for periods prior to December 31, 2013.

Subsequent Events Evaluation by Management

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issued, which date is November 6, 2017.

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

3. Investments

The following are major categories of investments measured at fair value on a recurring basis at December 31, grouped by fair value hierarchy for those investments subject to categorization within such hierarchy:

Description	2016			Total
	Level 1	Level 2	Investments Measured at NAV (*)	
Equity Securities				
US regulated investment company-non US	\$ 14,110,783	\$ -	\$ -	\$ 14,110,783
Diversified emerging markets	17,850,015	-	-	17,850,015
Global equity portfolio	17,155,626	-	-	17,155,626
Financial services	18,812,681	-	-	18,812,681
Technology	15,751,231	-	-	15,751,231
Services	8,498,957	-	-	8,498,957
Consumer staples	3,155,263	-	-	3,155,263
Other	31,544,162	-	-	31,544,162
Fixed Income				
Mutual funds	17,383,743	-	-	17,383,743
Short term bond	17,105,626	-	-	17,105,626
Emergings markets bond	-	15,774,070	-	15,774,070
Alternative Investments				
Hedge funds(a)	-	-	76,461,063	76,461,063
Private equity(a)	-	-	57,511,910	57,511,910
Total Investments at Fair Value	<u>\$ 161,368,087</u>	<u>\$ 15,774,070</u>	<u>\$ 133,972,973</u>	311,115,130
Cash held for investment, at cost				3,658,241
Total Investments				<u>\$ 314,773,371</u>

Description	2015			Total
	Level 1	Level 2	Investments Measured at NAV (*)	
Equity Securities				
US regulated investment company-non US	\$ 14,373,310	\$ -	\$ -	\$ 14,373,310
Diversified emerging markets	16,231,081	-	-	16,231,081
Global equity portfolio	17,207,325	-	-	17,207,325
Financial services	15,487,330	-	-	15,487,330
Technology	16,193,851	-	-	16,193,851
Services	6,920,057	-	-	6,920,057
Consumer staples	4,478,351	-	-	4,478,351
Other	27,470,265	-	-	27,470,265
Fixed Income				
Mutual funds	16,826,499	-	-	16,826,499
Short term bond	5,052,576	-	-	5,052,576
Emergings markets bond	-	16,565,682	-	16,565,682
Alternative Investments				
Hedge funds(a)	-	-	67,188,842	67,188,842
Private equity(a)	-	-	78,204,574	78,204,574
Total Investments at Fair Value	<u>\$ 140,240,645</u>	<u>\$ 16,565,682</u>	<u>\$ 145,393,416</u>	302,199,743
Cash held for investment, at cost				4,985,043
Total Investments				<u>\$ 307,184,786</u>

(*) As discussed in Note 2, investments that are measured using the practical expedient are not classified within the fair value hierarchy.

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

3. Investments (continued)

(a) Based on its analysis of the nature and risk of these investments, the Foundation has determined that presenting them as a single class is appropriate.

Information regarding alternative investments valued at NAV using the practical expedient at December 31, 2016 is as follows:

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency (If Currently Eligible)</u>	<u>Redemption Notice Period</u>
Hedge funds (see "a" below)	\$ 76,461,063	\$ -	Monthly - Annually	20-90 days
Private equity (see "b" below)	57,511,910	21,543,874	Locked	N/A
	<u>\$ 133,972,973</u>	<u>\$ 21,543,874</u>		

a. This category includes investments in "hedge funds" that invest predominantly in limited partnerships, similar pooled investment vehicles and direct investments in securities and loans. These funds were primarily formed with the purpose of achieving long-term growth of capital with reduced volatility by allocating its capital among various money managers. Investments in this category may be redeemed monthly to annually, in whole or in part, subject to written notice before the prior quarter's close.

b. This category includes several private equity funds that invest primarily in private equity investment partnerships. These investments can never be redeemed with the funds. Instead, the nature of the investments in this category is that distributions are received through liquidation of the underlying assets of the fund. Management has estimated that the underlying assets of these funds will be liquidated over 1 to 8 years.

Alternative investments consist of non-traditional, not readily marketable investments, some of which may be structured as offshore limited partnerships, venture capital funds, hedge funds, private equity funds and common trust funds. The underlying investments of such funds, whether invested in stock or other securities, are generally not currently traded in a public market and typically are subject to restrictions on resale. Values determined by investment managers and general partners of underlying securities that are thinly traded or not traded in an active market may be based on historical cost, appraisals, a review of the investees' financial results, financial condition and prospects, together with comparisons to similar companies for which quoted market prices are available or other estimates that require varying degrees of judgment.

Because of the inherent uncertainty of valuations, the estimated fair values may differ significantly from the values that would have been used had a ready market for such investments existed or had such investments been liquidated, and those differences could be material.

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

4. Grants Payable

The following summarizes changes in grants payable as of December 31:

	<u>2016</u>	<u>2015</u>
Balance at beginning of year	\$ 11,980,194	\$ 10,232,798
Addition:		
Grants authorized	12,371,349	12,057,688
Deductions:		
Payments made	(12,139,937)	(10,197,374)
Rescinded amounts	-	(112,918)
	<u>\$ 12,211,606</u>	<u>\$ 11,980,194</u>

Grants payable are scheduled to be disbursed as follows:

2017	\$ 7,459,197
2018	3,514,249
2019	969,191
2020	268,969
	<u>\$ 12,211,606</u>

5. Lease Commitment

The Foundation has a lease agreement for office space which expires on September 30, 2018. The lease contains escalation clauses that provide for increased payments resulting from increases in real estate taxes and certain other building expenses in excess of the base period amounts. The Foundation's policy is to record base rent on a straight-line basis over the terms of the lease. Future minimum rental payments under this lease are as follows:

2017	\$ 1,195,855
2018	908,612
	<u>\$ 2,104,467</u>

Rent expense totaled \$1,062,348 for 2016 and 2015, annually.

In August 2012 the Foundation entered into an agreement to sublease a portion of its space expiring September 2018. This agreement requires monthly payments to the Foundation of approximately \$13,000 for the first twelve months increasing to approximately \$15,000 for the last twelve months. Rental income is recognized based on the terms of the lease.

6. Retirement Benefits

Retirement benefits under a defined contribution plan are provided through the Teacher's Insurance and Annuity Association to all permanent employees who have completed six months of continuous service. Contributions are expensed when made. Plan expenses in 2016 and 2015 were \$317,276 and \$306,209.

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

7. Postretirement Healthcare Benefits

In addition to the above retirement plan, the Foundation sponsors an unfunded plan to provide certain health care benefits for retirees of the Foundation. The Foundation funds its postretirement benefits costs on a pay as you go basis.

Information as of and for the years ended December 31 for the plan is as follows:

	<u>2016</u>	<u>2015</u>
Benefit Obligation at End of Year	\$ 2,287,379	\$ 2,100,565
Net postretirement benefit costs	118,550	122,640
Unrecognized actuarial loss (gain)	180,969	(385,489)
Benefits paid	112,705	125,781
Discount rate used	4.03%	4.12%

Components of Net Periodic Expense
for the Year

	<u>2016</u>	<u>2015</u>
Service cost	\$ 34,328	\$ 32,334
Interest cost	84,222	90,306
	<u>\$ 118,550</u>	<u>\$ 122,640</u>

	<u>Increase (Decrease)</u>	
	<u>2016</u>	<u>2015</u>
Effect of a one-percent point increase in HCCTR* on Year end benefit obligation	\$ 347,387	\$ 278,817
Total of service and interest cost component	168,861	135,706
Effect of a one-percent point decrease in HCCTR* on Year end benefit obligation	(281,015)	(230,680)
Total of service and interest cost component	(120,079)	(100,344)

* Health Care Cost Trend Rate

William T. Grant Foundation, Inc.

Notes to Financial Statements
December 31, 2016 and 2015

7. Postretirement Healthcare Benefits (continued)

Measurements used to determine the postretirement benefit obligation for the years ended December 31, 2016 and 2015 were computed as of December 31.

For measurement purposes, a 7.5% annual rate of increase in per capita cost of covered health benefits was assumed for 2016, decreasing to 5.5% in 2020 and thereafter.

Net benefits expected to be paid in each of the next five years and the following five years in the aggregate are as follows:

2017	\$ 111,262
2018	111,300
2019	110,951
2020	109,792
2021	113,015
2022-2026	<u>614,838</u>
	<u>\$ 1,171,158</u>

8. Federal Excise Taxes

The Foundation is nonprofit organization exempt from Federal income taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code (the Code), and is a private foundation as defined in Section 509(a) of the Code. The Foundation is subject to a Federal excise tax of 2% on its net investment income, as defined, for tax purposes. However, the excise tax can be reduced to 1% if certain conditions are met. Deferred taxes arise from differences between the cost and fair value of investments and are calculated at a rate of 2%.

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William T. Grant Foundation, Inc.

Supplementary Information

December 31, 2016

William T. Grant Foundation, Inc.

Portfolio Asset Allocation Schedule
December 31, 2016

	<u>Investments</u>	<u>% of Portfolio</u>	<u>Target Allocation</u>	<u>Target Range</u>
EQUITY				
U.S.:				
Silvercrest Asset Management Group	\$ 27,858,252			
Eagle Capital Equity	29,628,575			
Wasatch (small cap growth)	<u>23,933,708</u>			
Subtotal U.S.	<u>81,420,535</u>	25.9%		
GLOBAL				
First Eagle	14,110,783			
Global Thematic Equity	17,383,743			
Harding & Loevner	<u>17,155,626</u>			
Subtotal Global	<u>48,650,152</u>	15.5%		
EMERGING MARKETS				
Dimensional Fund Advisors	12,529,076			
TVC Conduit	<u>5,320,939</u>			
Subtotal Emerging Markets	<u>17,850,015</u>	5.7%		
Subtotal Long Equity	<u>147,920,702</u>	47.1%		
HEDGED (Hedge Funds)				
New Generation Turnaround Fund	20,576,847			
New Mountain Vantage	13,868,247			
Steelhead Partners	21,323,527			
Raging Capital Offshore Fund	5,789,829			
Altimeter Offshore Limited	6,852,607			
Armistice Capital LLC	<u>8,050,006</u>			
Subtotal Hedged	<u>76,461,063</u>	24.3%		
Total Equity (including limited partnerships)	<u>224,381,765</u>	71.4%	58.0%	40.0-70.0%
ALTERNATIVE INVESTMENTS (Private Equity)				
American Securities Partners V	2,409,498			
BioPharma Sec. Debt	1,831,305			
Brightwood Capital	4,638,497			
Capital Dynamics Champion Ventures IV	1,185,513			
Cross Creek Capital	2,059,435			
Crystal Ridge Partners	497,026			
CSL Energy	1,383,794			
North Atlantic Venture	542,732			
Paul Capital Acq Fund	58,753			
Peakspan	972,560			
Royalty Pharma	13,687,615			
Seacoast Capital Partners IV LP	52,186			
TIFF Partners V Domestic	1,212,444			
TIFF Partners V International	504,614			
TIFF Private Equity Partners 2006	1,149,506			
TIFF Private Equity Partners 2007	5,556,541			
TIFF Private Equity Partners 2008	10,495,662			
TIFF Secondary Partners II	998,105			
TIFF Special Opportunities	3,642,493			
Venture Investment	<u>4,633,631</u>			
Total Alternatives Investments	<u>57,511,910</u>	18.2%	12.0%	10.0-20.0%
FIXED INCOME				
GMO Emerging Country Debt Fund	15,774,070			
JPM Short Duration Bond	8,014,473			
JPM Management Income Fund	<u>9,091,153</u>			
Total Fixed Income	<u>32,879,696</u>	10.4%	30.0%	<u>20.0-50.0%</u>
Total Portfolio	<u>\$ 314,773,371</u>	<u>100.0%</u>	<u>100.0%</u>	

See independent auditors' report

William T. Grant Foundation, Inc.

Fair Value Measurements of Portfolio Assets

December 31, 2016

Total

	Fair Value	Level 1	Level 2	Investments Measures at NAV
EQUITY				
U.S.:				
Silvercrest Asset Management Group	\$ 27,546,326	\$ 27,546,326	\$ -	\$ -
Eagle Capital Equity	27,893,095	27,893,095	-	-
Wasatch (small cap growth)	<u>22,322,873</u>	<u>22,322,873</u>	-	-
Subtotal U.S.	<u>77,762,294</u>	<u>77,762,294</u>	-	-
GLOBAL				
First Eagle	14,110,783	14,110,783	-	-
Global Thematic Equity	17,383,743	17,383,743	-	-
Harding & Loevner	<u>17,155,626</u>	<u>17,155,626</u>	-	-
Subtotal Global	<u>48,650,152</u>	<u>48,650,152</u>	-	-
EMERGING MARKETS				
Dimensional Fund Advisors	12,529,076	12,529,076	-	-
TVC Conduit	<u>5,320,939</u>	<u>5,320,939</u>	-	-
Subtotal Emerging Markets	<u>17,850,015</u>	<u>17,850,015</u>	-	-
Subtotal Long Equity	<u>144,262,461</u>	<u>144,262,461</u>	-	-
HEDGED (Hedge Funds)				
New Generation Turnaround Fund	20,576,847	-	-	20,576,847
New Mountain Vantage	13,868,247	-	-	13,868,247
Steelhead Partners	21,323,527	-	-	21,323,527
Raging Capital Offshore Fund	5,789,829	-	-	5,789,829
Altimeter Offshore Limited	6,852,607	-	-	6,852,607
Armistice Capital LLC	<u>8,050,006</u>	-	-	<u>8,050,006</u>
Subtotal Hedged	<u>76,461,063</u>	-	-	<u>76,461,063</u>
Total Equity (including limited partnerships)	<u>220,723,524</u>	<u>144,262,461</u>	-	<u>76,461,063</u>
ALTERNATIVE INVESTMENTS (Private Equity)				
American Securities Partners V	2,409,498	-	-	2,409,498
BioPharma Sec. Debt	1,831,305	-	-	1,831,305
Brightwood Capital	4,638,497	-	-	4,638,497
Capital Dynamics Champion Ventures IV	1,185,513	-	-	1,185,513
Cross Creek Capital	2,059,435	-	-	2,059,435
Crystal Ridge Partners	497,026	-	-	497,026
CSL Energy	1,383,794	-	-	1,383,794
North Atlantic Venture	542,732	-	-	542,732
Paul Capital Acq Fund	58,753	-	-	58,753
Peakspan	972,560	-	-	972,560
Royalty Pharma	13,687,615	-	-	13,687,615
Seacoast Capital Partners IV LP	52,186	-	-	52,186
TIFF Partners V Domestic	1,212,444	-	-	1,212,444
TIFF Partners V International	504,614	-	-	504,614
TIFF Private Equity Partners 2006	1,149,506	-	-	1,149,506
TIFF Private Equity Partners 2007	5,556,541	-	-	5,556,541
TIFF Private Equity Partners 2008	10,495,662	-	-	10,495,662
TIFF Secondary Partners II	998,105	-	-	998,105
TIFF Special Opportunities	3,642,493	-	-	3,642,493
Venture Investment	<u>4,633,631</u>	-	-	<u>4,633,631</u>
Total Alternatives Investments	<u>57,511,910</u>	-	-	<u>57,511,910</u>
FIXED INCOME				
GMO Emerging Country Debt Fund	15,774,070	-	15,774,070	-
JPM Short Duration Bond	8,014,473	8,014,473	-	-
JPM Management Income Fund	9,091,153	9,091,153	-	-
Total Fixed Income	<u>32,879,696</u>	<u>17,105,626</u>	<u>15,774,070</u>	-
Total Investments at Fair Value	<u>311,115,130</u>	<u>\$ 161,368,087</u>	<u>\$ 15,774,070</u>	<u>\$ 133,972,973</u>
CASH HELD FOR INVESTMENT				
Silvercrest Asset Management Group	311,926			
Eagle Capital Equity	1,735,480			
Wasatch (small cap growth)	<u>1,610,835</u>			
Total Cash Held for Investment	<u>3,658,241</u>			
Total Portfolio	<u>\$ 314,773,371</u>			

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William T. Grant Foundation, Inc.

Schedule of Functional Expenses
Year Ended December 31

	2016				2015			
	Program Services	Operations and Governance	Investment	Total	Program Services	Operations and Governance	Investment	Total
Grants authorized, net	\$ 12,320,714	\$ -	\$ -	\$ 12,320,714	\$ 11,844,653	\$ -	\$ -	\$ 11,844,653
ALLOCATED EXPENSES								
Salaries and wages	1,626,042	589,146	141,395	2,356,583	1,568,191	568,185	136,364	2,272,740
Payroll taxes and employee benefits	635,308	230,184	55,244	920,736	624,390	226,229	54,295	904,914
Occupancy	748,732	271,279	65,107	1,085,118	743,940	269,544	64,691	1,078,175
Furniture and maintenance	12,954	4,693	1,126	18,773	14,398	5,217	1,252	20,867
Office expenses	31,070	11,257	2,702	45,029	34,551	12,519	3,005	50,075
General expenses	107,531	38,960	9,350	155,841	88,849	32,192	7,726	128,767
Staff travel and expense	98,123	35,552	8,532	142,207	90,142	32,661	7,839	130,642
Telecommunications	28,742	10,414	2,499	41,655	30,695	11,122	2,669	44,486
Computer purchases and maintenance	49,077	17,782	4,268	71,127	70,791	25,649	6,156	102,596
Professional fees	42,869	15,533	3,728	62,130	48,671	17,634	4,232	70,537
Insurance	36,034	13,056	3,133	52,223	35,176	12,745	3,059	50,980
Trustee and committee expenses	75,500	27,355	6,565	109,420	76,652	27,772	6,665	111,089
Total Allocated Expenses	<u>3,491,982</u>	<u>1,265,211</u>	<u>303,649</u>	<u>5,060,842</u>	<u>3,426,446</u>	<u>1,241,469</u>	<u>297,953</u>	<u>4,965,868</u>
DIRECT PROGRAM EXPENSES								
Publications	11,637	-	-	11,637	13,351	-	-	13,351
Advisory expenses	506,851	-	-	506,851	545,021	-	-	545,021
Total Direct Program Expenses	<u>518,488</u>	<u>-</u>	<u>-</u>	<u>518,488</u>	<u>558,372</u>	<u>-</u>	<u>-</u>	<u>558,372</u>
DIRECT INVESTMENT EXPENSES								
Manager fees	-	-	677,054	677,054	-	-	693,479	693,479
Custody fees	-	-	129,765	129,765	-	-	132,299	132,299
Consulting expenses	-	-	1,920	1,920	-	-	4,964	4,964
Total Direct Investment Expenses	<u>-</u>	<u>-</u>	<u>808,739</u>	<u>808,739</u>	<u>-</u>	<u>-</u>	<u>830,742</u>	<u>830,742</u>
Total	<u>\$ 16,331,184</u>	<u>\$ 1,265,211</u>	<u>\$ 1,112,388</u>	<u>\$ 18,708,783</u>	<u>\$ 15,829,471</u>	<u>\$ 1,241,469</u>	<u>\$ 1,128,695</u>	<u>\$ 18,199,635</u>

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