Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation
C AND A JOHNSON FAMILY FOUNDATION

A Employer identification number
47-4003028

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1220 SOUTH OCEAN BOULEVARD

B Telephone number (see instructions)
(650) 312-3056

City or town, state or province, country, and ZIP or foreign postal code
PALM BEACH, FL 33480

C If exemption application is pending check here . . . . . ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here . . ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ▶ ☐

H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here . ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 112,863,082.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(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 (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	11.	11.		ATCH 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	11.	11.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	806.	403.		403.
	b Accounting fees (attach schedule) ATCH 3	3,220.	1,610.		1,610.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4				15,439,044.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,026.	2,013.		15,441,057.
	25 Contributions, gifts, grants paid	1,378,678.			1,378,678.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,382,704.	2,013.	0.	16,819,735.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-1,382,693.			
	b **Net investment income** (if negative, enter -0-)		0.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		1,797,393.	1,797,393.
	2 Savings and temporary cash investments			
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 5	32,128.	31,773.	111,065,689.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	32,128.	1,829,166.	112,863,082.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	32,128.	1,829,166.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	32,128.	1,829,166.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	32,128.	1,829,166.	

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	32,128.
2	Enter amount from Part I, line 27a	2	-1,382,693.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	3,179,731.
4	Add lines 1, 2, and 3	4	1,829,166.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,829,166.

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				
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				

	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				

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) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2014	16,386,617.	186,367,592.	0.087926
2013	13,139,944.	182,163,742.	0.072133
2012	5,143,557.	146,924,276.	0.035008
2011	7,634,422.	149,173,262.	0.051178
2010	6,067,318.	134,837,461.	0.044997

2	**Total** of line 1, column (d)	2	0.291242
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.058248
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	147,497,407.
5	Multiply line 4 by line 3	5	8,591,429.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	8,591,429.
8	Enter qualifying distributions from Part XII, line 4	8	16,819,735.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b	1	0.
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	
3	Add lines 1 and 2	3	0.
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	0.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE,			
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? If "No," attach explanation*	8b	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		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
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CHARLES B. JOHNSON Telephone no. ▶ 650-312-3056
Located at ▶ 1220 SOUTH OCEAN BOULEVARD PALM BEACH, FL ZIP+4 ▶ 33480

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ 15

			Yes	No
16	At any time during calendar year 2015, 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		X

See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶

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

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

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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		
	Organizations relying on a current notice regarding disaster assistance check here . . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ 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		
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)*	3b		
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 2015?	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)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	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?	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 (see instructions).

(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
ATCH 7		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0.
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	147,916,705.
b	Average of monthly cash balances	1b	1,826,855.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	149,743,560.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	149,743,560.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,246,153.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	147,497,407.
6	**Minimum investment return.** Enter 5% of line 5	6	7,374,870.

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	7,374,870.
2a	Tax on investment income for 2015 from Part VI, line 5 2a		
b	Income tax for 2015. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,374,870.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,374,870.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	7,374,870.

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	16,819,735.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	16,819,735.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	16,819,735.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				7,374,870.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 13 ,20 12 ,20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014 3,986,014.				
f Total of lines 3a through e	3,986,014.			
4 Qualifying distributions for 2015 from Part XII, line 4. ▶ $ 16,819,735.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				7,374,870.
e Remaining amount distributed out of corpus	9,480,187.			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,466,201.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	13,466,201.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014 3,986,014.				
e Excess from 2015 9,480,187.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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	Prior 3 years			(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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).)

CHARLES B. AND ANN L. JOHNSON

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.

ATCH 8

b The form in which applications should be submitted and information and materials they should include.

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

N/A

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

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
a *Paid during the year*				
ATCH 9				
Total ▶ **3a**				1,378,678.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	11.	
4 Dividends and interest from securities			14		
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				11.	
13 Total. Add line 12, columns (b), (d), and (e)				13	11.

(See worksheet in line 13 instructions to verify calculations)

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

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) (See instructions.)

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here

Signature of officer or trustee 8-24-16 Date

May the IRS discuss this return with the preparer shown below

Paid Preparer Use Only

Print/Type preparer's name JOSEPH SILVESTRI Preparer's signature

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP

Firm's address ▶ THREE EMBARCADERO CENTER SAN FRANCISCO, CA

[redacted]

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FRANKLIN BANK INTEREST INCOME	11.	11.
TOTAL	11.	11.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	806.	403.		403.
TOTALS	806.	403.		403.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES		3,220.	1,610.		1,610.
	TOTALS	3,220.	1,610.		1,610.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
QUALIFYING DISTRIBUTIONS FROM THE CHARLES AND ANN FOUNDATION SEE STATEMENT 10		15,439,044.
TOTALS		15,439,044.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FRANKLIN RESOURCES SECURITIES	32,128.	31,773.	111,065,689.
TOTALS	32,128.	31,773.	111,065,689.

ATTACHMENT 6

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON SECURITIES	1,256,823.
CONTRIBUTED OUT OF THE C AND A JOHNSON FAMILY FOUNDATION	
TRANSFER FROM THE CHARLES AND ANN JOHNSON FOUNDATION	1,377,388.
TRANSFER FROM CAROLANDS PRESERVATION FTD	545,520.
TOTAL	3,179,731.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHARLES B. JOHNSON 1220 SOUTH OCEAN BOULEVARD PALM BEACH, FL 33480	OFFICER/TRUSTEE 1.00	0.	0.	0.
ANN L. JOHNSON 1220 SOUTH OCEAN BOULEVARD PALM BEACH, FL 33480	OFFICER/TRUSTEE 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 8

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE ATTACHED STATEMENT 8

FORM 990-PF, PART XV, LINE 2A-D

ALL GIFTS ARE MADE PURSUANT TO TRUST INSTRUMENTS AND IN THE DISCRETION OF THE TRUSTEE.

GRANT REQUESTS ARE SENT TO:

CHARLES B JOHNSON, TRUSTEE
CHARLES & ANN JOHNSON FOUNDATION
1120 SOUTH OCEAN BOULEVARD
PALM BEACH, FL 33480

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Num	Name	Address	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECEIPT	PURPOSE OF GRANT OR CONTRIBUTION	Paid Amount
12/29/2015	1006	Animal Medical Center	510 East 62nd Street, New York, NY 10065	PC	GENERAL SUPORT	10,000 00
12/29/2015	1008	Endue Foundation	63 Bovet Road #422, San Mateo CA 94402	PC	GENERAL SUPORT	5,000 00
12/21/2015	1004	Hillsdale College	33 E College Street Hillsdale, MI 49242-9989	PC	GENERAL SUPORT	10,000 00
12/29/2015	1012	Korean War Memorial Foundation	1806 Belles Street #6-B, The Presidio, San Francisco CA 94129	PC	GENERAL SUPORT	5,000 00
12/16/2015	1001	Nantucket Cottage Hospital	57 Prospect Street, Nantucket MA 02554	PC	GENERAL SUPORT	10,000 00
12/16/2015	1002	Nantucket New School	15 Nobadeer Farm Road, Nantucket, MA 02554	PC	GENERAL SUPORT	5,000 00
12/29/2015	1007	National Trust for Historic Preservation	2600 Virginia Avenue NW Suite 1000 Washington DC 20037	PC	GENERAL SUPORT	10,000 00
12/16/2015	1003	Operation Opportunity Foundation	1101 30th Street NW Suite 130 Washington, DC 20007	PC	GENERAL SUPORT	50,000 00
12/22/2015	1005	San Francisco Special Events Committee	601 Van Ness Avenue Suite E240, San Francisco CA 94102	PC	GENERAL SUPORT	10,000 00
12/29/2015	1009	Silver Shield Foundation Inc	870 United Nations Plaza 1st Floor New York NY 10017	PC	GENERAL SUPORT	5,000 00
12/29/2015	1011	Veterans of Foreign Wars of the U S	Processing Center P O Box 8958 Topeka KS 66608-8958	PC	GENERAL SUPORT	1,000 00
12/29/2015	1010	Vetennary Care Foundation Incorporated	16550 NW 46th Street Mornston FL 32668	PC	GENERAL SUPORT	500 00
		Total Donations, by cash				121,500 00

Date	Num	Name	Address	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECEIPT	PURPOSE OF GRANT OR CONTRIBUTION	Paid Amount
12/29/2015		Yale University	157 Church Street, New Haven CT 06510-2100	PC	GENERAL SUPORT	1 257,178 50
		Total Donations, by stock				1 257,178 50

CHARLES & ANN JOHNSON FOUNDATION

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Num	Name	Address	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECEIPT	PURPOSE OF GRANT OR CONTRIBUTION	Paid Amount
05/06/2015	1669	564 Park Avenue Preservation Foundation	564 Park Avenue New York, NY 10065	PC	GENERAL SUPPORT	20 000 00
11/03/2015	1751	Addiction Education Society Inc	1 Franklin Parkway, Ste 970/2 San Mateo CA 94403	PC	GENERAL SUPPORT	100,000 00
01/05/2015	1623	Alliance for Cancer Gene Therapy Inc	Ninety Six Cummings Point Road, Stamford CT 06902	PC	GENERAL SUPPORT	2,500 00
10/01/2015	1731	American Ireland Fund	211 Congress Street, Boston MA 02110	PC	GENERAL SUPPORT	10,000 00
11/02/2015	1739	American Museum of Natural History	15 West 77th Street, New York NY 10132-0013	PC	PURPOSE OF GRANT OR C	50,000 00
01/21/2015	1633	American Red Cross	138 Bear's Club Drive Jupiter, FL 33477	PC	GENERAL SUPPORT	5 000 00
04/20/2015	1659	American Studies Center	1100 N Glebe Rd Suite 910, Arlington, VA 22201	PC	GENERAL SUPPORT	1 000 00
05/29/2015	1673	American Trauma Society	2 Flowers Drive, Mechanicsburg PA 17050	PC	GENERAL SUPPORT	5,000 00
07/21/2015	1710	Andrews Church of Christ	201 Northwest 2nd Street Andrews, TX 79714	PC	GENERAL SUPPORT	35 000 00
10/15/2015	1736	Ashland University	401 College Avenue, Ashland, Ohio 44805	PC	GENERAL SUPPORT	1,000 00
03/27/2015	1648	Atlas Economic Research Fdtn	1201 L St NW 2nd Floor Washington DC 20005	PC	GENERAL SUPPORT	10 000 00
05/01/2015	1666	Ayn Rand Institute	2121 Alton Parkway Irvine CA 92606	PC	GENERAL SUPPORT	1,000 00
12/09/2015	1765	Ayn Rand Institute	2121 Alton Parkway, Irvine, CA 92606	PC	GENERAL SUPPORT	1,000 00
12/09/2015	1760	Bath & Tennis Club Historic Bldg FDTN Inc	1170 S Ocean Blvd , Palm Beach FL 33480	PC	GENERAL SUPPORT	5,000 00
11/03/2015	1752	Bay School of San Francisco	35 Keyes Ave San Francisco CA 94129	PC	GENERAL SUPPORT	10,000 00
04/01/2015	1649	Boys & Girls Clubs of Palm Beach County	800 Northpoint Pkwy Ste 204West Palm Bch FL 33407	PC	GENERAL SUPPORT	5,000 00
05/08/2015	1670	Bryn Mawr College	101 North Menon Avenue, Helfanan Bryn Mawr, PA 19010	PC	GENERAL SUPPORT	5 000 00
12/07/2015	1757	California Academy of Sciences	55 Music Concourse Drive San Francisco CA 94118	PC	GENERAL SUPPORT	30,000 00
01/12/2015	1630	California Academy of Sciences	55 Music Concourse Drive San Francisco, CA 94118	PC	GENERAL SUPPORT	50 000 00
10/01/2015	1732	California Womens Recovery	668 North Coast Hwy # 1250, Laguna Beach CA 92651	PC	GENERAL SUPPORT	1 000 00
05/27/2015	1671	Capital Research Center	1513 16th ST NW Washington, DC 20077-5923	PC	GENERAL SUPPORT	5 000 00
06/01/2015	1675	Capital Research Center	1513 16th ST NW, Washington, DC 20077-5923	PC	GENERAL SUPPORT	5,000 00
03/03/2015	1643	Carmel Ideas Foundation	P O Box 2424 Carmel, CA 93921	PC	GENERAL SUPPORT	5 000 00
03/27/2015	1647	Cathedral School for Boys	1275 Sacramento St San Francisco CA 94108	PC	GENERAL SUPPORT	10 000 00
11/02/2015	1742	CATO Institute	1000 Massachusetts Ave NW Washington DC 20001	PC	GENERAL SUPPORT	5 000 00
05/01/2015	1665	Central Park Conservancy	14 East 60th Street, New York NY 10022	PC	GENERAL SUPPORT	5,000 00
04/13/2015	1657	Citizenship Trust	P O Box 6, Montevallo AL 35115	PC	GENERAL SUPPORT	1,000 00
03/17/2015	1645	Committee For A Constructive Tomorrow	P O Box 65722, Washington, DC 20035	PC	GENERAL SUPPORT	5,000 00
06/03/2015	1679	Competitive Enterprise Institute	1899 L St. NW Floor 12, Washington DC 20036	PC	GENERAL SUPPORT	10 000 00
04/10/2015	1655	Cumberland College - UC	6191 College Station Drive, Williamsburg KY 40769	PC	GENERAL SUPPORT	1 000 00
11/03/2015	1754	Cumki	20660 Stevens Creek Blvd #332 Cupertino, CA 95014	PC	GENERAL SUPPORT	10,000 00
02/20/2015	1640	Cystic Fibrosis Research Inc	1731 Embarcadero Rd Ste 210 Palo Alto CA 94303-3339	PC	GENERAL SUPPORT	100 00
06/12/2015	1683	Cystic Fibrosis Research, Inc	1731 Embarcadero Rd Ste 210, Palo Alto, CA 94303-3339	PC	GENERAL SUPPORT	1,000 00
10/15/2015	1734	Dawn Redwoods Charitable Trust	One Blackfield Dr Ste 331 Tiburon CA 94920	PC	GENERAL SUPPORT	5 000 00
08/25/2015	1724	Eastside College Prep	1041 Myrtle Street East Palo Alto CA 94303	PC	GENERAL SUPPORT	10,000 00
01/05/2015	1626	Egan Maritime Institute	5A Bayberry Court P O Box 2923, Nantucket, MA 02584	PC	GENERAL SUPPORT	1,000 00
08/24/2015	1723	Egan Maritime Institute	5A Bayberry Court, P O Box 2923, Nantucket, MA 02584	PC	GENERAL SUPPORT	3 000 00
03/18/2015	1646	Elm Institute Inc	189 Elm Street, New Haven, CT 06511	PC	GENERAL SUPPORT	25,000 00
12/09/2015	1761	Evans Scholars Foundation	One Bnar Road Golf, Illinois 60029-0301	PC	GENERAL SUPPORT	5 000 00
08/19/2015	1722	Everglades Foundation	18001 Old Cutler Road, Suite 625 Palmetto Bay, Florida 33157	PC	GENERAL SUPPORT	25 000 00
06/18/2015	1686	Federalist Society for Law & Pub Policy	1015 18th Street, NW, Suite 425 Washington, DC 20036	PC	GENERAL SUPPORT	10,000 00
04/22/2015	1660	First Resort	1933 Davis Street, Suite 200-B San Leandro, CA 94577	PC	GENERAL SUPPORT	50 000 00
01/05/2015	1625	Florida Sheriffs Youth Ranches Inc	P O Box 2000, Boys Ranch FL 32064-9984	PC	GENERAL SUPPORT	2,500 00
07/10/2015	1709	Foundation for Economic Education, Inc	1718 Peachtree Street NW Suite 1048, Atlanta GA 30309	PC	GENERAL SUPPORT	250 00
06/03/2015	1678	Foundation for Teaching Economics	260 Russell Blvd Ste B Davis CA 95616-3839	PC	GENERAL SUPPORT	5,000 00
10/01/2015	1730	Franklin Center	1229 King Street 3rd Floor Alexandria VA 22314	PC	GENERAL SUPPORT	5,000 00
01/05/2015	1621	Free to Choose Network	2002 Filmore Ave Ste 1, Erie PA 16506-6913	PC	GENERAL SUPPORT	5 000 00
07/21/2015	1714	Fresh Lifelines for Youth	568 Valley Way, Milpitas, CA 95035	PC	GENERAL SUPPORT	7,000 00
06/03/2015	1681	George Mason University Foundation, Inc	3434 Washington Blvd 4th Floor, Arlington VA 22201	PC	GENERAL SUPPORT	10 000 00
07/09/2015	1690	George W Bush Foundation	P O Box 600610, Dallas, Texas 75360	PC	GENERAL SUPPORT	10 000 00
11/02/2015	1744	Goldwater Institute	500 E Coronado Road Phoenix, AZ 85004	PC	GENERAL SUPPORT	5,000 00
09/09/2015	1727	Harvard Business School	Development Operations Teele Hall Soldiers Field Boston, MA 02163	PC	GENERAL SUPPORT	25 000 00
04/22/2015	1661	Healing Hands International, Inc	455 McNally Drive Nashville, TN 37211	PC	GENERAL SUPPORT	40,000 00
04/16/2015	1658	Heartbeats of the World	880 Fifth Avenue New York NY 10021	PC	GENERAL SUPPORT	5,000 00
01/05/2015	1622	Heritage Foundation	214 Massachusetts Ave NE, Washington DC 20002	PC	GENERAL SUPPORT	5,000 00
04/07/2015	1653	Hillbarn Theatre	1285 E Hillsdale Blvd , Foster city, CA 94404	PC	GENERAL SUPPORT	1,000 00
06/18/2015	1685	Hyde Schools	616 High Street Bath ME 04530	PC	GENERAL SUPPORT	100 000 00
06/01/2015	1674	Independent Institute	100 Swan Way, Oakland CA, 94501	PC	GENERAL SUPPORT	5,000 00
11/06/2015	1746	InnVision Shelter Network	181 Constitution Drive, Menlo Park, CA 94025	PC	GENERAL SUPPORT	50 000 00
06/03/2015	1682	Institute for Humane Studies George Mason	3434 Washington Blvd MS 1C5 Arlington VA 22201	PC	GENERAL SUPPORT	10,000 00
05/04/2015	1667	Institute of World Politics	1521 16th Street NW Washington, DC 20036	PC	GENERAL SUPPORT	25,000 00
11/02/2015	1740	Intercolligiate Studies Institute	3901 Centerville Rd , Wilmington Delaware 19807	PC	GENERAL SUPPORT	1,000 00
07/21/2015	1716	International Justice Mission	P O box 96961, Washington, DC 20090-6961	PC	GENERAL SUPPORT	2,000 00
01/27/2015	1635	Jack & JT Snow Scientific Research Fdtn	P O Box 84, Wildwood, Missoun 63040-0084	PC	GENERAL SUPPORT	25,000 00
02/02/2015	1638	Judicial Watch Inc	425 Third Street, SW, Suite 800 Washington, D C 20024	PC	GENERAL SUPPORT	10,000 00
04/01/2015	1650	Jump Start	65 Battery Street Second Floor San Francisco, CA 94111	PC	GENERAL SUPPORT	15,000 00
12/09/2015	1759	League to Save Lake Tahoe	2608 Lake Tahoe Blvd , South Lake Tahoe, CA 96150-9903	PC	GENERAL SUPPORT	1 000 00
01/05/2015	1627	Lincoln Institute for Research and Educat	P O Box 96852, Washington, DC 20090-6852	PC	GENERAL SUPPORT	5,000 00
04/27/2015	1664	Lincoln Society Inc	P O Box 16, North Haven CT 06473-0016	PC	GENERAL SUPPORT	25 000 00
04/22/2015	1662	Made in the Streets	409 Franklin Road, Brentwood TN 37027	PC	GENERAL SUPPORT	35 000 00
06/03/2015	1676	Manhattan Institute	52 Vanderbilt Avenue, New York, NY 10017	PC	GENERAL SUPPORT	2,000 00
07/21/2015	1713	Manna Global Ministries Inc	P O Box 9240 Riviera Beach, FL 33419	PC	GENERAL SUPPORT	15,000 00
12/09/2015	1764	Mayo Clinic	13400 East Shea Boulevard, Scottsdale Arizona 85259	PC	GENERAL SUPPORT	100,000 00
01/05/2015	1628	Nantucket Cottage Hospital FDTN	57 Prospect Street Nantucket, MA 02554	PC	GENERAL SUPPORT	10,000 00
11/02/2015	1743	Nantucket Historical Association	P O Box 1016 Nantucket MA 02554-1016	PC	GENERAL SUPPORT	5,000 00
04/10/2015	1656	Nantucket Land Council Inc	P O Box 502 Nantucket, MA 02554	PC	GENERAL SUPPORT	2,000 00
01/16/2015	1631	Nantucket New School	15 Nobadeer Farm Road, Nantucket, MA 02554	PC	GENERAL SUPPORT	10,000 00
06/24/2015	1688	National Association of Scholars	8 W 38th Street, Suite 503, New York, NY 10018	PC	GENERAL SUPPORT	5,000 00
01/05/2015	1624	National Center Public Policy Research	501 Capital Court, N E #200, Washington, DC 20002	PC	GENERAL SUPPORT	7,500 00
12/09/2015	1762	National Right to Work Foundation	8001 Braddock Road Springfield, VA 22160-0002	PC	GENERAL SUPPORT	5 000 00
04/02/2015	1652	Navy Seal Foundation, Inc	1619 D Street, Virginia Beach, VA 23459	PC	GENERAL SUPPORT	25,000 00
06/24/2015	1687	New York Philharmonic	Avery Fisher Hall 10 Lincoln Center Plaza New York NY 10023	PC	GENERAL SUPPORT	50,000 00
12/07/2015	1756	New York-Presbyterian	850 3rd Avenue 12th Floor, New York NY 10022	PC	GENERAL SUPPORT	50 000 00
08/12/2015	1720	Noahs Lost Ark Inc	P O Box 1967 Youngstown OH 44506-0067	PC	GENERAL SUPPORT	5,000 00
01/29/2015	1637	Oakland Military Institute	3877 Lusk Street, Oakland CA 94608-3822	PC	GENERAL SUPPORT	5,000 00
12/07/2015	1749	Ocean Exploration Trust	P O Box 42 Old Lyme, CT 06371	PC	GENERAL SUPPORT	25,000 00
01/21/2015	1634	Pacific Legal Foundation	930 G Street Sacramento, CA 95814	PC	GENERAL SUPPORT	5 000 00

CHARLES & ANN JOHNSON FOUNDATION

ATTACHMENT 9

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Num	Name	Address	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECEIPT	PURPOSE OF GRANT OR CONTRIBUTION	Paid Amount
10/15/2015	1735	Pacific Legal Foundation	930 G Street Sacramento, CA 95814	PC	GENERAL SUPPORT	10 000 00
06/03/2015	1680	Pacific Research Institute	One Embarcadero Center Suite 350, San Francisco CA 94111	PC	GENERAL SUPPORT	10 000 00
08/26/2015	1726	Palm Beach Symphony	44 Cocoanut Row M207-B Palm Beach, FL 33480	PC	GENERAL SUPPORT	50,000 00
12/07/2015	1750	Palm Beach Zoo	1301 Summitt Boulevard West Palm Beach FL 33405-3035	PC	GENERAL SUPPORT	15 000 00
04/09/2015	1654	Peggy Adams Animal Rescue League of PB	3100/3200 N Military Trail, West Palm Beach FL 33409	PC	GENERAL SUPPORT	10,000 00
07/21/2015	1715	Peninsula Bible Church	3505 Middlefield Road Palo Alto CA 94303	PC	GENERAL SUPPORT	6,000 00
11/06/2015	1745	Preservation Foundation of Palm Beach	311 Peruvian Avenue, Palm Beach, Florida 33480	PC	GENERAL SUPPORT	50,000 00
11/17/2015	1747	Redwood Church	901 Madison Street, Redwood City CA 94061	PC	GENERAL SUPPORT	10,000 00
07/21/2015	1711	Redwood Church	901 Madison Street, Redwood City CA 94061	PC	GENERAL SUPPORT	35 000 00
02/05/2015	1639	Room to Read	465 California Street Suite 1000, San Francisco CA 94104	PC	GENERAL SUPPORT	50 000 00
10/05/2015	1733	Salvation Army	1500 Valencia Street, San Francisco CA 94110	PC	GENERAL SUPPORT	1,000 00
11/03/2015	1755	Salvation Army	1500 Valencia Street, San Francisco, CA 94110	PC	GENERAL SUPPORT	10 000 00
07/21/2015	1717	San Francisco City Impact	P O Box 16217, San Francisco, CA 94116	PC	GENERAL SUPPORT	2,000 00
11/03/2015	1753	San Francisco University High School	3065 Jackson Street, San Francisco, CA 94115	PC	GENERAL SUPPORT	10 000 00
01/02/2015	1620	Silver Shield Foundation Inc	870 United Nations Plaza 1st Floor New York, NY 10017	PC	GENERAL SUPPORT	25,000 00
02/26/2015	1641	Southeastern Legal Foundation Inc	P O Box 17454, Washington, DC 20041-0454	PC	GENERAL SUPPORT	5,000 00
08/12/2015	1721	Steadman Philippon Research Institute	181 West Meadow Drive Suite 1000, Vail, CO 81657	PC	GENERAL SUPPORT	5,000 00
12/07/2015	1748	Stern Center for Language and Learning	183 Talcott Rd #101, Williston VT 05495	PC	GENERAL SUPPORT	50,000 00
08/26/2015	1725	Teen Project, Inc	8140 Sunland Boulevard Sun Valley CA 91352	PC	GENERAL SUPPORT	250,000 00
06/12/2015	1684	Texas Tech Foundation, Inc	Box 41017, Lubbock TX 79409-1017	PC	GENERAL SUPPORT	10 000 00
04/02/2015	1651	Thorne Ecological Institute	P O Box 19107, Boulder CO 80308	PC	GENERAL SUPPORT	10,000 00
05/04/2015	1668	Transforming Youth Recovery	990 Highland Drive STE 308, Solano Beach, CA 92075	PC	GENERAL SUPPORT	100 000 00
03/10/2015	1644	Turning Point USA NFP	217 1/2 Illinois Street, Lemont, IL 60439	PC	GENERAL SUPPORT	10 000 00
06/03/2015	1677	Two East Sixty-Second Street Foundation	807 Fifth Avenue, New York NY 10065	PC	GENERAL SUPPORT	5,000 00
01/27/2015	1636	University of South Florida FDTN Inc	13000 Bruce B Downs Blvd VAR 151, Tampa FL 33612	PC	GENERAL SUPPORT	10 000 00
12/09/2015	1763	University of Southern California	3551 Trousdale Parkway, Los Angeles, CA 90089-0018	PC	GENERAL SUPPORT	10 000 00
10/23/2015	1738	Voices of Vermonters PublishingGroup Inc	P O Box 595 Shelburne, VT 05482	PC	GENERAL SUPPORT	75,000 00
01/16/2015	1632	West Bay Opera	Attn Richard B Evans, 2114 Clinton Ave Apt C, Alameda CA 94501	PC	GENERAL SUPPORT	25 000 00
05/28/2015	1672	William F Buckley, Jr Program at Yale	111 Whitney Avenue New Haven, CT 06510	PC	GENERAL SUPPORT	5,000 00
07/27/2015	1719	Wind Ridge Fjords and Friends	P O Box 664 Shelburne, VT 05482	PC	GENERAL SUPPORT	50 000 00
07/21/2015	1712	World Vision	34834 Weyerhaeuser Way S Federal Way WA 98001	PC	GENERAL SUPPORT	15,000 00
04/22/2015	1663	Wycliff Associates	P O Box 620368, Orlando, FL 32862-9913	PC	GENERAL SUPPORT	25 000 00
01/05/2015	1629	Yale University	P O Box 208216 New Haven, CT 06520	PC	GENERAL SUPPORT	10,000 00
11/02/2015	1741	Young America's Foundation	11480 Commerce Park Drive - 6th Floor Reston Virginia 20191	PC	GENERAL SUPPORT	5,000 00
		Total Cash Donations				2 274,850 00

CHARLES & ANN JOHNSON FOUNDATION

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Name	Address	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECEIPT	PURPOSE OF GRANT OR CONTRIBUTION	Paid Amount
01/14/2015	Foundation for Excellence in Higher Ed	P O Box 10691 Tallahassee FL 32302	PC	GENERAL SUPPORT	603 393 00
03/13/2015	Nantucket Conservation Foundation	118 Cliff Road Nantucket, MA 02554	PC	GENERAL SUPPORT	251 736 00
05/20/2015	Students First	825 K St, Sacramento CA 95814	PC	GENERAL SUPPORT	100 756 25
06/04/2015	Americans for Prosperity Foundation	1089 East Brandon Boulevard Brandon Florida 33511	PC	GENERAL SUPPORT	253 025 00
06/04/2015	Army Historical Foundation Inc	2425 Wilson Blvd # 230 Arlington VA 22201	PC	GENERAL SUPPORT	101 210 00
06/04/2015	Bay School of San Francisco	35 Keyes Ave San Francisco CA 94129	PC	GENERAL SUPPORT	101,210 00
06/04/2015	Crystal Springs Upland School	400 Uplands Dr Hillsborough CA 94010	PC	GENERAL SUPPORT	1 001 979 00
06/04/2015	Foundation for Excellence in Higher Ed	Box 10691 Tallahassee FL 32302	PC	GENERAL SUPPORT	1 001 979 00
06/04/2015	Hoover Institution	1934 Patton Chapel Rd Hoover AL 35226	PC	GENERAL SUPPORT	1 998 897 50
06/04/2015	IHR Educational Broadcasting	3256 Penryn Road Suite 100 Loomis, CA 95650-8052	PC	GENERAL SUPPORT	500 989 50
06/04/2015	Mills Penninsula Hospital Foundation	1501 Trousdale Dr #300 Burlingame CA 94010	PC	GENERAL SUPPORT	1 001 979 00
06/04/2015	Nantucket Conservation Foundation	118 Cliff Rd Nantucket, MA 02554	PC	GENERAL SUPPORT	253 025 00
06/04/2015	Ronald Reagan Presidential Fdtn	40 Presidential Dr Simi Valley CA 93065	PC	GENERAL SUPPORT	86 028 50
06/04/2015	Santa Catalina School	1500 Mark Thomas Dr Monterey CA 93940	PC	GENERAL SUPPORT	1 001 979 00
06/04/2015	Society of the Four Arts	2 4 Arts Plaza Palm Beach FL 33480	PC	GENERAL SUPPORT	500 989 50
06/04/2015	University of California SF FDTN	Mills Building 220 Montgomery St, San Francisco CA 94104	PC	GENERAL SUPPORT	500 989 50
06/04/2015	Washington & Lee University	204 W Washington St Lexington VA 24450	PC	GENERAL SUPPORT	1 001 979 00
07/01/2015	JDRF	49 Stevenson St #1200 San Francisco CA 94105	PC	GENERAL SUPPORT	103 866 00
07/08/2015	Metropolitan Opera Assn	30 Lincoln Center Plaza New York NY 10023	PC	GENERAL SUPPORT	251 108 00
11/23/2015	Center for Union Facts	1090 Vermont Ave NW Suite 800 Washington DC 20005	PC	GENERAL SUPPORT	103 487 50
12/07/2015	Alliance for School Choice	1660 L Street, NW Suite 1000 Washington D C 20036	PC	GENERAL SUPPORT	302 771 00
12/07/2015	Hospital for Special Surgery	535 E 70th St New York NY 10021	PC	GENERAL SUPPORT	102,287 50
12/07/2015	Metropolitan Museum of Art	1000 5th Ave New York NY 10028	PC	GENERAL SUPPORT	102,287 50
12/07/2015	Monterey Peninsula Foundation	1 Lower Ragsdale Dr Monterey CA 93940	PC	GENERAL SUPPORT	204 575 00
12/07/2015	New York Botanical Gardens	2900 Southern Blvd Bronx, NY 10458	PC	GENERAL SUPPORT	102 287 50
12/07/2015	New York Philharmonic	David Geffen Hall, 10 Lincoln Center Plaza New York, NY 10023	PC	GENERAL SUPPORT	1 010 600 50
12/07/2015	Peggy Adams Animal Rescue League of PB	3100/3200 N Military Trl, West Palm Beach FL 33409	PC	GENERAL SUPPORT	102,287 50
12/07/2015	West Point Association of Graduates	698 Mills Rd West Point, NY 10996	PC	GENERAL SUPPORT	503 254 50
	Total Stock Donations				13 150 967 25

2015 qualifying distributions of the Transferor, Charles & Ann Johnson Foundation (EIN: 94-3026398), as reported on its 2015 Form 990-PF return.

C AND A JOHNSON FAMILY FOUNDATION
FORM 990-PF

Charles & Ann Johnson Foundation (EIN: 94-3026398) ("the Transferor") merged with the C And A Johnson Family Foundation (EIN: 47-4003028) located at 1220 South Ocean Boulevard, Palm Beach, Florida 33480 ("the Transferee") on December 29, 2015, in a transaction described in section 507(b)(2) of the Internal Revenue Code. As a result of the merger, for Federal tax purposes the transaction would be treated as a transfer of all of the Transferor's remaining assets consisting of cash and Franklin Templeton securities with a fair market value of $116,964,191 to the Transferee at a time when both the Transferor and the Transferee were effectively controlled by the same persons. Accordingly, this return has been prepared consistent with the principles set forth in section 1.507- 3(a)(9)(i) of the Treasury regulations and the conclusions set forth in IRS Revenue Ruling 2002-28, 2002-1 C.B. 941 (2002).