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Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

2015

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

Information about Form 990-T and its instructions is available at www.irs.gov/form990t.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Open to Public Inspection for 501(c)(3) Organizations Only

Department of the Treasury Internal Revenue Service

A Check box if address changed
B Exempt under section
[X] 501(c)(3)
[ ] 408(e) [ ] 220(e)
[ ] 408A [ ] 530(a)
[ ] 529(a)

Name of organization ( ) Check box if name changed and see instructions.
LAURA AND JOHN ARNOLD FOUNDATION
Number, street, and room or suite no. If a P.O. box, see instructions.
2800 POST OAK BLVD., NO. 225
City or town, state or province, country, and ZIP or foreign postal code
HOUSTON, TX 77056-6169

D Employer identification number (Employees' trust, see instructions.)
26-3241764
E Unrelated business activity codes (See instructions.)
523000

C Book value of all assets at end of year
1,785,304,330.

F Group exemption number (See instructions.)
G Check organization type [X] 501(c) corporation [ ] 501(c) trust [ ] 401(a) trust [ ] Other trust

H Describe the organization's primary unrelated business activity. UNRELATED INCOME FROM ALTERNATIVE INVESTMENT ACTIVITIES.

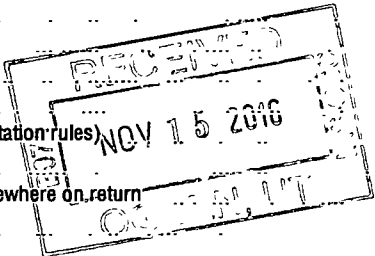
I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? [ ] Yes [X] No
If "Yes," enter the name and identifying number of the parent corporation.

J The books are in care of ELIZABETH BANKS Telephone number 713-554-1349

Table with 4 columns: Description, (A) Income, (B) Expenses, (C) Net. Rows include 1a Gross receipts or sales, 2 Cost of goods sold, 3 Gross profit, 4a Capital gain net income, 5 Income (loss) from partnerships, 6 Rent income, 7 Unrelated debt-financed income, 8 Interest, annuities, royalties, 9 Investment income, 10 Exploited exempt activity income, 11 Advertising income, 12 Other income, 13 Total.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income.)

Table with 4 columns: Description, (A) Income, (B) Expenses, (C) Net. Rows include 14 Compensation of officers, directors, and trustees, 15 Salaries and wages, 16 Repairs and maintenance, 17 Bad debts, 18 Interest, 19 Taxes and licenses, 20 Charitable contributions, 21 Depreciation, 22 Less depreciation claimed, 23 Depletion, 24 Contributions to deferred compensation plans, 25 Employee benefit programs, 26 Excess exempt expenses, 27 Excess readership costs, 28 Other deductions, 29 Total deductions, 30 Unrelated business taxable income before net operating loss deduction, 31 Net operating loss deduction, 32 Unrelated business taxable income before specific deduction, 33 Specific deduction, 34 Unrelated business taxable income.



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**Part III Tax Computation**

**35 Organizations Taxable as Corporations.** See instructions for tax computation.  
 Controlled group members (sections 1561 and 1563) check here  See instructions and:  
**a** Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):  
 (1) \$ \_\_\_\_\_ (2) \$ \_\_\_\_\_ (3) \$ \_\_\_\_\_  
**b** Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$ \_\_\_\_\_  
 (2) Additional 3% tax (not more than \$100,000) \$ \_\_\_\_\_  
**c** Income tax on the amount on line 34 **35c** 0.

**36 Trusts Taxable at Trust Rates.** See instructions for tax computation. Income tax on the amount on line 34 from:  
 Tax rate schedule or  Schedule D (Form 1041) **36**

**37 Proxy tax.** See instructions **37**

**38 Alternative minimum tax** **38** 275,729.

**39 Total.** Add lines 37 and 38 to line 35c or 36, whichever applies **39** 275,729.

**Part IV Tax and Payments**

**40a** Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116) **40a**

**b** Other credits (see instructions) **40b**

**c** General business credit. Attach Form 3800 **40c**

**d** Credit for prior year minimum tax (attach Form 8801 or 8827) **40d**

**e Total credits.** Add lines 40a through 40d **40e**

**41** Subtract line 40e from line 39 **41** 275,729.

**42** Other taxes. Check if from:  Form 4255  Form 8611  Form 8697  Form 8866  Other (attach schedule) **42**

**43 Total tax.** Add lines 41 and 42 **43** 275,729.

**44a** Payments: A 2014 overpayment credited to 2015 **44a**

**b** 2015 estimated tax payments **44b**

**c** Tax deposited with Form 8868 **44c**

**d** Foreign organizations: Tax paid or withheld at source (see instructions) **44d**

**e** Backup withholding (see instructions) **44e**

**f** Credit for small employer health insurance premiums (Attach Form 8941) **44f**

**g** Other credits and payments:  Form 2439  Form 4136  Other \_\_\_\_\_ Total **44g**

**45 Total payments.** Add lines 44a through 44g **45**

**46** Estimated tax penalty (see instructions). Check if Form 2220 is attached  **46** 3,776.

**47 Tax due.** If line 45 is less than the total of lines 43 and 46, enter amount owed **47** 279,505.

**48 Overpayment.** If line 45 is larger than the total of lines 43 and 46, enter amount overpaid **48**

**49** Enter the amount of line 48 you want: Credited to 2016 estimated tax **49** Refunded

**Part V Statements Regarding Certain Activities and Other Information** (see instructions)

**1** At any time during the 2015 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here **Yes** **No** **X**

**2** During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file. **Yes** **No** **X**

**3** Enter the amount of tax-exempt interest received or accrued during the tax year **\$** 119,087.

**Schedule A - Cost of Goods Sold.** Enter method of inventory valuation **N/A**

<b>1</b> Inventory at beginning of year	<b>1</b>		<b>6</b> Inventory at end of year	<b>6</b>	
<b>2</b> Purchases	<b>2</b>		<b>7</b> Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2	<b>7</b>	
<b>3</b> Cost of labor	<b>3</b>		<b>8</b> Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?	<b>Yes</b>	<b>No</b>
<b>4a</b> Additional section 263A costs (att. schedule)	<b>4a</b>				
<b>b</b> Other costs (attach schedule)	<b>4b</b>				
<b>5</b> Total. Add lines 1 through 4b	<b>5</b>				

**Sign Here**

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.

Signature of officer: *[Signature]* Date: 11/14/2016 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)?  Yes  No

**Paid Preparer Use Only**

Print/Type preparer's name: JENNIFER BECKER HARRIS Preparer's signature: JENNIFER BECKER HARRIS Date: 11/12/16 Check  if self-employed PTIN: P00183358

Firm's name: CLARK NUBER, PS Firm's EIN: 91-1194016

Firm's address: 10900 NE 4TH STREET, SUITE 1700 BELLEVUE, WA 98004 Phone no.: 425-454-4919

**Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)** (see instructions)

1. Description of property		
(1)		
(2)		
(3)		
(4)		
2. Rent received or accrued		3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	
(1)		
(2)		
(3)		
(4)		
Total	0.	Total 0.
(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A)		(b) Total deductions. Enter here and on page 1, Part I, line 8, column (B)
		0.

**Schedule E - Unrelated Debt-Financed Income** (see instructions)

1. Description of debt-financed property	2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property		
		(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)	
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals			Enter here and on page 1, Part I, line 7, column (A).	Enter here and on page 1, Part I, line 7, column (B).
			0.	0.
Total dividends-received deductions included in column 8				0.

**Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations** (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					
Nonexempt Controlled Organizations					
7. Taxable income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10	
(1)					
(2)					
(3)					
(4)					
Totals			Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A).	Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B).	0.
					0.

**Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization**

(see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
<b>Totals</b>	0.			0.

**Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income**

(see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3) If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals</b>	0.	0.				0.

**Schedule J - Advertising Income** (see instructions)

**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals (carry to Part II, line (5))</b>	0.	0.				0.

**Part II Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
<b>Totals from Part I</b>	0.	0.				0.
<b>Totals, Part II (lines 1-5)</b>	0.	0.				0.

**Schedule K - Compensation of Officers, Directors, and Trustees** (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
<b>Total. Enter here and on page 1, Part II, line 14</b>			0.

**Alternative Minimum Tax - Corporations**

▶ Attach to the corporation's tax return.

▶ Information about Form 4626 and its separate instructions is at [www.irs.gov/form4626](http://www.irs.gov/form4626).

**2015**

Name <b>LAURA AND JOHN ARNOLD FOUNDATION</b>		Employer identification number <b>26-3241764</b>
<p><b>Note:</b> See the instructions to find out if the corporation is a small corporation exempt from the alternative minimum tax (AMT) under section 55(e).</p>		
<b>1</b>	Taxable income or (loss) before net operating loss deduction	<b>13,786,464.</b>
<b>2</b>	<b>Adjustments and preferences:</b>	
<b>a</b>	Depreciation of post-1986 property	<b>2a</b>
<b>b</b>	Amortization of certified pollution control facilities	<b>2b</b>
<b>c</b>	Amortization of mining exploration and development costs	<b>2c</b>
<b>d</b>	Amortization of circulation expenditures (personal holding companies only)	<b>2d</b>
<b>e</b>	Adjusted gain or loss	<b>2e</b>
<b>f</b>	Long-term contracts	<b>2f</b>
<b>g</b>	Merchant marine capital construction funds	<b>2g</b>
<b>h</b>	Section 833(b) deduction (Blue Cross, Blue Shield, and similar type organizations only)	<b>2h</b>
<b>i</b>	Tax shelter farm activities (personal service corporations only)	<b>2i</b>
<b>j</b>	Passive activities (closely held corporations and personal service corporations only)	<b>2j</b>
<b>k</b>	Loss limitations	<b>2k</b>
<b>l</b>	Depletion	<b>2l</b>
<b>m</b>	Tax-exempt interest income from specified private activity bonds	<b>2m</b>
<b>n</b>	Intangible drilling costs	<b>2n</b>
<b>o</b>	Other adjustments and preferences	<b>2o</b>
<b>3</b>	Pre-adjustment alternative minimum taxable income (AMTI). Combine lines 1 through 2o	<b>13,786,464.</b>
<b>4</b>	<b>Adjusted current earnings (ACE) adjustment:</b>	
<b>a</b>	ACE from line 10 of the ACE worksheet in the instructions	<b>13,786,464.</b>
<b>b</b>	Subtract line 3 from line 4a. If line 3 exceeds line 4a, enter the difference as a negative amount (see instructions)	<b>0.</b>
<b>c</b>	Multiply line 4b by 75% (.75). Enter the result as a positive amount	
<b>d</b>	Enter the excess, if any, of the corporation's total increases in AMTI from prior year ACE adjustments over its total reductions in AMTI from prior year ACE adjustments (see instructions). <b>Note:</b> You must enter an amount on line 4d (even if line 4b is positive)	
<b>e</b>	ACE adjustment. <ul style="list-style-type: none"> <li>• If line 4b is zero or more, enter the amount from line 4c</li> <li>• If line 4b is less than zero, enter the smaller of line 4c or line 4d as a negative amount</li> </ul>	<b>0.</b>
<b>5</b>	Combine lines 3 and 4e. If zero or less, stop here; the corporation does not owe any AMT	<b>13,786,464.</b>
<b>6</b>	Alternative tax net operating loss deduction (see instructions) SEE STATEMENT 27	<b>12,407,818.</b>
<b>7</b>	<b>Alternative minimum taxable income.</b> Subtract line 6 from line 5. If the corporation held a residual interest in a REMIC, see instructions	<b>1,378,646.</b>
<b>8</b>	<b>Exemption phase-out</b> (if line 7 is \$310,000 or more, skip lines 8a and 8b and enter -0- on line 8c):	
<b>a</b>	Subtract \$150,000 from line 7 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	<b>8a</b>
<b>b</b>	Multiply line 8a by 25% (.25)	<b>8b</b>
<b>c</b>	Exemption. Subtract line 8b from \$40,000 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	<b>0.</b>
<b>9</b>	Subtract line 8c from line 7. If zero or less, enter -0-	<b>1,378,646.</b>
<b>10</b>	Multiply line 9 by 20% (.20)	<b>275,729.</b>
<b>11</b>	Alternative minimum tax foreign tax credit (AMTFTC) (see instructions)	<b>11</b>
<b>12</b>	Tentative minimum tax. Subtract line 11 from line 10	<b>275,729.</b>
<b>13</b>	Regular tax liability before applying all credits except the foreign tax credit	<b>13</b>
<b>14</b>	<b>Alternative minimum tax.</b> Subtract line 13 from line 12. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	<b>275,729.</b>

JWA For Paperwork Reduction Act Notice, see separate instructions.

Form 4626 (2015)

**Capital Gains and Losses**  
▶ Attach to Form 1120, 1120-C, 1120-F, 1120-FSC, 1120-H, 1120-IC-DISC, 1120-L, 1120-ND, 1120-PC, 1120-POL, 1120-REIT, 1120-RIC, 1120-SF, or certain Forms 990-T.  
▶ Information about Schedule D (Form 1120) and its separate instructions is at [www.irs.gov/form1120](http://www.irs.gov/form1120).

**2015**

<b>Name</b>  LAURA AND JOHN ARNOLD FOUNDATION	<b>Employer identification number</b>  26-3241764
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**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>1a</b> Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
<b>1b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked				
<b>2</b> Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked				
<b>3</b> Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked	6,750.	76,451.		-69,701.
<b>4</b> Short-term capital gain from installment sales from Form 6252, line 26 or 37			<b>4</b>	
<b>5</b> Short-term capital gain or (loss) from like-kind exchanges from Form 8824			<b>5</b>	
<b>6</b> Unused capital loss carryover (attach computation)			<b>6</b>	( )
<b>7</b> Net short-term capital gain or (loss). Combine lines 1a through 6 in column h			<b>7</b>	-69,701.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>8a</b> Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
<b>8b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked				
<b>9</b> Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked				
<b>10</b> Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked	99,189.	161,934.		-62,745.
<b>11</b> Enter gain from Form 4797, line 7 or 9			<b>11</b>	134,297.
<b>12</b> Long-term capital gain from installment sales from Form 6252, line 26 or 37			<b>12</b>	
<b>13</b> Long-term capital gain or (loss) from like-kind exchanges from Form 8824			<b>13</b>	
<b>14</b> Capital gain distributions			<b>14</b>	
<b>15</b> Net long-term capital gain or (loss). Combine lines 8a through 14 in column h			<b>15</b>	71,552.

**Part III Summary of Parts I and II**

<b>16</b> Enter excess of net short-term capital gain (line 7) over net long-term capital loss (line 15)	<b>16</b>	
<b>17</b> Net capital gain. Enter excess of net long-term capital gain (line 15) over net short-term capital loss (line 7)	<b>17</b>	1,851.
<b>18</b> Add lines 16 and 17. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns	<b>18</b>	1,851.

Note: If losses exceed gains, see **Capital losses** in the instructions.

Sales and Other Dispositions of Capital Assets

OMB No. 1545-0074

Department of the Treasury  
Internal Revenue Service

Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).  
File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

**2015**

Attachment Sequence No. 12A

Name(s) shown on return

LAURA AND JOHN ARNOLD FOUNDATION

Social security number or taxpayer identification no.

26-3241764

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

**Part I Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note: You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 1a, you aren't required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price)	(e) Cost or other basis. See the Note below and see Column (e) in the instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See instructions.		(h) Gain or (loss). Subtract column (e) from column (d) & combine the result with column (g)
						(f) Code(s)	(g) Amount of adjustment	
	GT EMERGING MARKETS, L.P.	VARIOUS	12/31/15		60,577.			<60,577.>
	GT REAL PROPERTY HOLDINGS III, LLC	VARIOUS	12/31/15		1.			1.
	GT REAL PROPERTY HOLDINGS IV, LLC	VARIOUS	12/31/15		1,713.			1,713.
	GT U.S. FUND, L.P.	VARIOUS	12/31/15		14,739.			<14,739.>
	MORGAN CREEK PARTNERS II, LP	VARIOUS	12/31/15		486.			<486.>
	MORGAN CREEK PARTNERS III, LP	VARIOUS	12/31/15		5,036.			5,036.
	MORGAN CREEK PARTNERS IV, LP	VARIOUS	12/31/15		546.			<546.>
	PALLADIAN PARTNERS VI-A, LP	VARIOUS	12/31/15		103.			<103.>

<b>2 Totals.</b> Add the amounts in columns (d), (e), (g) and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶	6,750.	76,451.	<69,701.>
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Note: If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.



Name(s) shown on return. Name and SSN or taxpayer identification no. not required if shown on other side

Social security number or taxpayer identification no.

LAURA AND JOHN ARNOLD FOUNDATION

26-3241764

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either will show whether your basis (usually your cost) was reported to the IRS by your broker and may even tell you which box to check.

**Part II Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1. Note: You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the totals directly on Schedule D, line 8a, you aren't required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed of (Mo., day, yr.)	(d) Proceeds (sales price)	(e) Cost or other basis. See the Note below and see Column (e) in the instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See Instructions.		(h) Gain or (loss). Subtract column (e) from column (d) & combine the result with column (g)
						(f) Code(s)	(g) Amount of adjustment	
	GS CAPITAL PARTNERS VI OFFSHORE, L.P.	VARIOUS	12/31/15		129,578.			<129,578.>
	GT EMERGING MARKETS, L.P.	VARIOUS	12/31/15	11,233.				11,233.
	GT REAL PROPERTY HOLDINGS III, LLC	VARIOUS	12/31/15		8,418.			<8,418.>
	GT REAL PROPERTY HOLDINGS IV, LLC	VARIOUS	12/31/15		23,737.			<23,737.>
	GT U.S. FUND, L.P.	VARIOUS	12/31/15	20,287.				20,287.
	MORGAN CREEK PARTNERS II, LP	VARIOUS	12/31/15	6,272.				6,272.
	MORGAN CREEK PARTNERS III, LP	VARIOUS	12/31/15	46,699.				46,699.
	MORGAN CREEK PARTNERS IV, LP	VARIOUS	12/31/15	14,687.				14,687.
	PALLADIAN PARTNERS V-A, LLC	VARIOUS	12/31/15	11.				11.
	PALLADIAN PARTNERS VI-A, LP	VARIOUS	12/31/15		201.			<201.>

2	<b>Totals.</b> Add the amounts in columns (d), (e), (g) and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked)			99,189.	161,934.			<62,745.>
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Note: If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

FORM 990-T

INCOME (LOSS) FROM PARTNERSHIPS  
AND S CORPORATIONS

STATEMENT 25

DESCRIPTION	AMOUNT
CHENIERE ENERGY PARTNERS, LP	-7,311.
DANISH ENERGY INVESTORS B L.P.	-295,015.
BROAD STREET LOAN PARTNERS 2013 ONSHORE, L.P.	3,775,528.
GS CAPITAL PARTNERS VI OFFSHORE, L.P.	-27,525.
MERCED PARTNERS III, L.P.	-37,675.
GSO ENERGY SELECT OPPORTUNITIES FUND LP	-13,759.
GSO ENERGY SELECT OPPORTUNITIES FUND AIV-2 LP	10,797.
GT EMERGING MARKETS, L.P.	-7,931.
GT REAL PROPERTY HOLDINGS III, LLC	-1,548.
GT REAL PROPERTY HOLDINGS IV, LLC	51,527.
GT U.S. FUND, L.P.	-3,064.
LIBERTY M&R SPV, LP	846,197.
MORGAN CREEK PARTNERS II, LP	59,501.
MORGAN CREEK PARTNERS III, LP	-2,012.
MORGAN CREEK PARTNERS IV, LP	21,085.
SHD OIL & GAS, LLC	9,781,899.
PALLADIAN PARTNERS V-A, LLC	1,277.
PALLADIAN PARTNERS VI-A, LP	-57,760.
BLACKSTONE ENERGY PARTNERS NQ LP	-136,870.
BLACKSTONE ENERGY PARTNERS Q L.P.	-160,808.
MORGAN CREEK BRIC PLUS PRIVATE FUND, LTD.	17.
TOTAL TO FORM 990-T, PAGE 1, LINE 5	13,796,550.

Laura and John Arnold Foundation  
 EIN: 26-3241764  
 FORM 990-T, PART II, LINE 31  
 12/31/2015

**Net Operating Loss Carryforward Schedule**

<u>Year End</u>	<u>Original NOL</u>	<u>Current Year Amount Available</u>	<u>Current Year Amount Utilized</u>	<u>Amount Expired</u>	<u>Amount Carryforward</u>
12/31/13	\$ 1,767,508	\$ 1,306,299	\$ 1,306,299	\$ -	\$ -
12/31/14	\$ 21,255,570	\$ 21,255,570	\$ 12,481,165	\$ -	\$ 8,774,405
* 12/31/15	\$ 1,378,746	\$ 1,378,746	\$ -	\$ -	\$ 1,378,746
		<u>\$ 23,940,615</u>	<u>\$ 13,787,464</u>	<u>\$ -</u>	<u>\$ 10,153,151</u>

**Total NOL carryforward to 12/31/2016 \$ 10,153,151**

\* Per Reg \$1.170A-11(C) (2), a portion of the contribution deduction has been disallowed due to the net operating loss carryovers. An adjustment was made to the current year to reflect the proper treatment under the regulation.

Laura and John Arnold Foundation  
EIN: 26-3241764  
FORM 4626, LINE 6  
12/31/2015

AMT Net Operating Loss Carryforward Schedule

Year End	Original NOL	Current Year Amount Available	Current Year Amount Utilized	Amount Expired	Amount Carryforward
12/31/13	\$ 1,767,508	\$ 1,306,299	\$ 1,306,299	\$ -	\$ -
12/31/14	\$ 21,255,570	\$ 21,255,570	\$ 11,101,519	\$ -	\$ 10,154,051
12/31/15	\$ -	\$ -	\$ -	\$ -	\$ -
		<u>\$ 22,561,869</u>	<u>\$ 12,407,818</u>	<u>\$ -</u>	<u>\$ 10,154,051</u>

**Total NOL carryforward to 12/31/2016 \$ 10,154,051**

**Laura and John Arnold Foundation**  
**EIN: 26-3241764**  
**FORM 990-T, PART II, LINE 20**  
**12/31/2015**

**Charitable Contribution Carryforward Schedule**

<u>Year End</u>	<u>Original Amount</u>	<u>Current Year Amount Available</u>	<u>Current Year Amount Utilized</u>	<u>Amount Expired</u>	<u>Amount Carryforward</u>
12/31/15	\$ 88,343,567	\$ 88,343,567	\$ 1,378,746 *		\$ 86,964,821
	\$ 88,343,567	\$ 1,378,746	\$ -	\$ 86,964,821	

**Total charitable contribution carryforward to 12/31/2016 \$ 86,964,821**

\* Per Reg §1.170A-11(C) (2), a portion of the contribution deduction has been disallowed due to the net operating loss carryovers and has been added to the net operating loss carryover amount.