

**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.

Open to Public Inspection

For calendar year 2016 or tax year beginning 11/01, 2016, and ending 10/31, 2017

THE MEREDITH AND WHITNEY GEORGE
FAMILY FOUNDATION, INC
24 THREE WELLS LANE
DARIEN, CT 06820-2606

A Employer identification number
83-0414025

B Telephone number (see instructions)
203-869-1350

C If exemption application is pending, check here

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

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

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

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization

Section 501(c)(3) exempt private foundation **90**

Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 44,822,668.

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

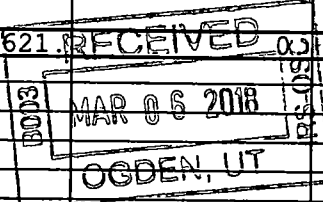
Part I Analysis of Revenue and Expenses

(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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	31,153.	31,153.		
4 Dividends and interest from securities	908,581.	908,581.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	4,680,887.			
b Gross sales price for all assets on line 6a	11,237,420.			
7 Capital gain net income (from Part IV, line 2)		4,680,887.		
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	5,620,621.	5,620,621.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages	23,723.			23,723.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	7,275.			7,275.
c Other professional fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 2	61,594.			1,594.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 3	328,271.	327,692.		579.
24 Total operating and administrative expenses. Add lines 13 through 23	420,863.	327,692.		33,171.
25 Contributions, gifts, grants paid PART XV	2,153,078.			2,153,078.
26 Total expenses and disbursements Add lines 24 and 25	2,573,941.	327,692.	0.	2,186,249.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	3,046,680.			
b Net investment income (if negative, enter -0-)		5,292,929.		
c Adjusted net income (if negative, enter -0-)			0.	

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REVENUE
ADMINISTRATIVE EXPENSES



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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			
	2 Savings and temporary cash investments	2,376,993.	2,472,526.	2,472,526.
	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 sch) ▶			
	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) STATEMENT 4	24,970,703.	29,228,013.	38,733,877.
	c Investments – corporate bonds (attach schedule)	430,500.		
	11 Investments – land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments – mortgage loans				
13 Investments – other (attach schedule) STATEMENT 5	2,187,016.	1,737,497.	3,616,265.	
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 l)	29,965,212.	33,438,036.	44,822,668.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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 and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	29,965,212.	33,438,036.	
	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)	29,965,212.	33,438,036.		
31 Total liabilities and net assets/fund balances (see instructions)	29,965,212.	33,438,036.		

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	29,965,212.
2 Enter amount from Part I, line 27a	2	3,046,680.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	433,625.
4 Add lines 1, 2, and 3	4	33,445,517.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	7,481.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	33,438,036.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE STATEMENT 8			
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) FMV 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	4,680,887.
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	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,886,593.	38,884,557.	0.048518
2014	2,162,333.	43,528,499.	0.049676
2013	2,082,885.	42,525,740.	0.048979
2012	1,817,908.	37,210,403.	0.048855
2011	1,560,061.	31,742,699.	0.049147

2 Total of line 1, column (d)	2	0.245175
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	0.049035
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	42,763,867.
5 Multiply line 4 by line 3	5	2,096,926.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	52,929.
7 Add lines 5 and 6	7	2,149,855.
8 Enter qualifying distributions from Part XII, line 4	8	2,186,249.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	52,929.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3 Add lines 1 and 2	3	52,929.
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	52,929.
6 Credits/Payments		
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	60,632.
b Exempt foreign organizations – tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments Add lines 6a through 6d	7	60,632.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,703.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax 7,703. Refunded	11	0.

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

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)	Yes	No
			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).		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14	The books are in care of ► <u>W. WHITNEY GEORGE</u> Telephone no ► <u>203-869-1350</u> Located at ► <u>24 THREE WELLS LANE DARIEN CT</u> ZIP + 4 ► <u>06820-2606</u>		
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 <input type="checkbox"/> N/A <input checked="" type="checkbox"/> 15 N/A		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►	Yes	No
			X

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

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

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

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

5 a 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)? **5 b** Yes No **N/A**

Organizations relying on a current notice regarding disaster assistance check here

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

6 a 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? **6 b** Yes No **X**
If 'Yes' to 6b, file Form 8870

7 a 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? **7 b** Yes No **N/A**

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
W. WHITNEY GEORGE 24 THREE WELLS LANE DARIEN, CT 06820-2606	CHAIRMAN/SEC 1.00	0.	0.	0.
MEREDITH M. GEORGE 24 THREE WELLS LANE DARIEN, CT 06820-2606	PRES/TREAS 1.00	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 0

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

3 Five highest-paid independent contractors for professional services (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 ----- -----		
----- -----		
----- -----		
----- -----		
----- -----		
Total number of others receiving over \$50,000 for professional services	0	

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A ----- -----	
2 ----- -----	
All other program-related investments. See instructions 3 ----- -----	
Total. Add lines 1 through 3	0.

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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	1 a	38,067,167.
b Average of monthly cash balances	1 b	1,636,202.
c Fair market value of all other assets (see instructions)	1 c	3,711,724.
d Total (add lines 1a, b, and c)	1 d	43,415,093.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	43,415,093.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	651,226.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	42,763,867.
6 Minimum investment return. Enter 5% of line 5	6	2,138,193.

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	2,138,193.
2 a Tax on investment income for 2016 from Part VI, line 5	2 a	52,929.
b Income tax for 2016 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	52,929.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,085,264.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,085,264.
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	2,085,264.

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	1 a	2,186,249.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,186,249.
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	52,929.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,133,320.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,085,264.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			47,318.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ <u>2,186,249.</u>				
a Applied to 2015, but not more than line 2a			47,318.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2016 distributable amount				2,085,264.
e Remaining amount distributed out of corpus	53,667.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	53,667.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	53,667.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016	53,667.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
 SEE STATEMENT 9

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 **SEE RIDER ATTACHED**

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

N/A

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 SEE STATEMENT 10				
Total				▶ 3 a 2,153,078.
b Approved for future payment				
Total				▶ 3 b

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) Exclu- sion 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	31,153.	
4 Dividends and interest from securities			14	908,581.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	4,680,887.	
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)				5,620,621.	
13 Total. Add line 12, columns (b), (d), and (e)					13 5,620,621.

(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)
N/A	

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

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?

Table with columns Yes and No for various categories 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
(2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

Schedule table with columns (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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 (X)

b If 'Yes,' complete the following schedule.

Schedule table with columns (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Paid Preparer Use Only Print/Type preparer's name FRANK P. DIMARIA, CPA Preparer's signature Frank P. Di Maria CPA Date 2/22/2018 Check self-employed if PTIN P01449884 Firm's name BARUNO, HANNAFORD, AURELLO AND CO., CPA'S Firm's address 2001 WEST MAIN STREET, SUITE 128 STAMFORD, CT 06902 Phone no (203) 869-1350

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BARUNO, HANNAFORD, HEAP, AURELLO & CO.	\$ 7,275.			\$ 7,275.
TOTAL	<u>\$ 7,275.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 7,275.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	\$ 60,000.			
PAYROLL TAXES	1,594.			\$ 1,594.
TOTAL	<u>\$ 61,594.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 1,594.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CT CORPORATION	\$ 429.			\$ 429.
FOREIGN DIVIDEND TAX	19,292.	\$ 19,292.		
INVESTMENT ADVISORY FEES	308,400.	308,400.		
MISCELLANEOUS - ELECTRONIC TRANSFR FEES	150.			150.
TOTAL	<u>\$ 328,271.</u>	<u>\$ 327,692.</u>	<u>\$ 0.</u>	<u>\$ 579.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	COST	\$ 29,228,013.	\$ 38,733,877.
	TOTAL	<u>\$ 29,228,013.</u>	<u>\$ 38,733,877.</u>

(DETAILED) SCHEDULES ATTACHED)

CLIENT GFUND

THE MEREDITH AND WHITNEY GEORGE
FAMILY FOUNDATION, INC

83-0414025

2/23/18

09 02AM

STATEMENT 5
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER PUBLICLY TRADED SECURITIES</u>			
OTHER	COST	\$ 1,737,497.	\$ 3,616,265.
	TOTAL	<u>\$ 1,737,497.</u>	<u>\$ 3,616,265.</u>

(DETAILED) SCHEDULES ATTACHED)

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

SCHEDULE ATTACHED

TOTAL	\$ 433,625.
TOTAL	<u>\$ 433,625.</u>

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

SCHEDULE ATTACHED

TOTAL	\$ 7,481.
TOTAL	<u>\$ 7,481.</u>

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	615,000 IMC GLOBAL INC 7.3% 2028	PURCHASED	10/24/2008	2/15/2017
2	3,000 APPLE INC	PURCHASED	2/10/2012	11/04/2016
3	5,000 EXXON MOBIL CORP	PURCHASED	5/24/2004	11/03/2016
4	5,000 EXXON MOBIL CORP	PURCHASED	5/25/2004	11/03/2016
5	10,000 FRANKLIN RESERVE INC	PURCHASED	6/30/2008	11/08/2016
6	15,000 FRANKLIN RESERVE INC	PURCHASED	1/10/2012	11/08/2016
7	3,500 SPDR GOLD TRUST	PURCHASED	1/12/2005	11/11/2016
8	1,000 SPDR GOLD TRUST	PURCHASED	1/21/2005	11/11/2016
9	3,000 SPDR GOLD TRUST	PURCHASED	3/07/2005	11/28/2016
10	5,000 BERKSHIRE HATHAWAY INC	PURCHASED	12/02/2005	1/05/2017
11	5,000 BERKSHIRE HATHAWAY INC	PURCHASED	1/03/2005	2/13/2017
12	5,000 NUCOR CORPORATION	PURCHASED	12/22/2005	2/22/2017
13	1,000 SPDR GOLD TRUST	PURCHASED	1/21/2005	1/30/2017
14	1,000 SPDR GOLD TRUST	PURCHASED	3/07/2005	1/30/2017
15	1,000 SPDR GOLD TRUST	PURCHASED	3/07/2005	1/05/2017
16	5,000 NUCOR CORPORATION	PURCHASED	4/29/2005	3/02/2017
17	5,000 NUCOR CORPORATION	PURCHASED	12/22/2005	3/02/2017
18	2,800 SANDERSON FARMS INC	PURCHASED	10/24/2016	3/02/2017
19	2,000 APPLE INC	PURCHASED	5/07/2012	4/13/2017
20	3,000 APPLE INC	PURCHASED	5/07/2012	5/23/2017
21	2,200 SANDERSON FARMS INC	PURCHASED	10/24/2016	5/23/2017

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
22	2,300 SANDERSON FARMS INC	PURCHASED	11/11/2016	5/23/2017
23	125,000 JBS SA SHS	PURCHASED	5/23/2017	5/30/2017
24	5,000 BERKSHIRE HATHAWAY INC	PURCHASED	4/28/2005	8/09/2017
25	5,000 FRANKLIN RESERVE INC	PURCHASED	6/30/2008	8/09/2017
26	8,000 MICHAEL KORS HLDGS LTD	PURCHASED	10/24/2016	9/21/2017
27	4,000 MICHAEL KORS HLDGS LTD	PURCHASED	11/14/2016	9/21/2017
28	1,000 MICHAEL KORS HLDGS LTD	PURCHASED	1/05/2017	9/21/2017
29	15,000 ANGLO AMERICAN PLC	PURCHASED	10/25/2016	9/06/2017
30	300 SAMSON ELECTRONICS	PURCHASED	10/25/2016	9/06/2017

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	722,853.		430,500.	292,353.				\$ 292,353.
2	329,519.		211,179.	118,340.				118,340.
3	417,362.		218,089.	199,273.				199,273.
4	417,362.		218,089.	199,273.				199,273.
5	340,079.		311,116.	28,963.				28,963.
6	510,119.		507,030.	3,089.				3,089.
7	410,121.		146,085.	264,036.				264,036.
8	117,178.		41,675.	75,503.				75,503.
9	340,619.		127,616.	213,003.				213,003.
10	814,482.		302,797.	511,685.				511,685.
11	825,614.		293,050.	532,564.				532,564.
12	316,380.		169,587.	146,793.				146,793.
13	113,998.		41,646.	72,352.				72,352.
14	113,998.		42,509.	71,489.				71,489.
15	112,723.		42,509.	70,214.				70,214.
16	314,042.		124,983.	189,059.				189,059.
17	314,042.		169,427.	144,615.				144,615.
18	265,598.		245,111.	20,487.				20,487.
19	284,020.		161,200.	122,820.				122,820.
20	460,765.		241,799.	218,966.				218,966.
21	255,796.		192,587.	63,209.				63,209.
22	267,423.		192,395.	75,028.				75,028.
23	593,637.		449,200.	144,437.				144,437.
24	875,380.		274,353.	601,027.				601,027.
25	216,395.		155,558.	60,837.				60,837.
26	367,160.		390,938.	-23,778.				-23,778.
27	183,580.		188,549.	-4,969.				-4,969.
28	45,895.		41,546.	4,349.				4,349.
29	275,145.		200,960.	74,185.				74,185.
30	616,135.		424,450.	191,685.				191,685.
TOTAL								\$ 4680887.

STATEMENT 9
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

W. WHITNEY GEORGE
MEREDITH M. GEORGE

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AT HOME IN DARIEN P.O. BOX 1242 DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	\$ 1,000.
AMERICARES 88 HAMILTON AVENUE STAMFORD CT 06902	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	20,000.
DARIEN LAND TRUST P.O. BOX 1074 DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
DARIEN FIRE DEPARTMENT 848 BOSTON POST ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,000.
DARIEN EMS POST 53 P.O. BOX 2066 DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
NEW CANAAN COUNTRY SCHOOL 545 PONUS RIDGE NEW CANAAN CT 06840	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	75,000.
TRINITY COLLEGE ANNUAL FUND 300 SUMMIT STREET HARTFORD CT 06106	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	50,000.
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON DC 20006	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	10,000.
CHOATE ROSEMARY HALL FOUNDATION 333 CHRISTIAN STREET WALLINGFORD CT 06492	NONE	PUB CHAR	GEN'L ON-GOING OPERATIONS	50,000.
SOUNDWATERS COVE ISLAND PARK - 1281 COVE ROAD STAMFORD CT 06902	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,000.
COMMUNITY FUND OF DARIEN 701 POST ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	21,000.
CENTRO INFANTEL SAN PABLO 220 N. ZAPATA HWY LAREDO TX 78043	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	20,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FAMILY & CHILDREN'S AGENCY 9 MOTT AVENUE NORWALK CT 06850	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	\$ 5,000.
PARENT TO PARENT OF GEORGIA 3070 PRESIDENTIAL PARKWAY - STE 130 ATLANTA GA 30340	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	20,000.
TUXEDO PARK SCHOOL MOUNTAIN FARM ROAD TUXEDO PARK NY 10987	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	2,500.
THE HOTCHKISS SCHOOL 11 INTERLAKEN ROAD LAKEVILLE CT 06039	NONE	PUB CHARI	CAPITAL CAMPAIGN	50,000.
EAST BEACH ASSOCIATION 23 ICE POND ROAD WESTERLY RI 02891	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
THE WATCH HILL CONSERVANCY 222 WATCH HILL ROAD WESTERLY RI 02891	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,000.
HANDS ACROSS THE SEA P.O. BOX 55071 BOSTON MA 02205	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	17,500.
TEACH FOR AMERICA 315 W. 36TH STREET NEW YORK NY 10018	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	20,000.
DUKE UNIVERSITY BOX 90581 DURHAM SC 27708	NONE	PUB CHARI	CAPITAL CAMPAIGN	200,000.
THE NY BOTANICAL GARDEN 2900 SOUTHERN BLVD BRONX NY 10458	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
DARIEN YMCA 2420 POST ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
NORWALK HOSPITAL FOUNDATION 24 STEVENS STREET NORWALK CT 06856	NONE	PUB CHARI	GENERAL ON-GOING OPERATIONS	10,000.

FEDERAL STATEMENTS
THE MEREDITH AND WHITNEY GEORGE
FAMILY FOUNDATION, INC

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
WATCH HILL MEM. LIBRARY & IMPORVMNT SOC. 2 EVERETT AVENUE WATCH HILL RI 02891	NONE	PUB CHARI	GENERAL ON-GOING OPERATIONS	\$ 500.
ALZHEIMER'S FOUNDATION 322 EIGHTH AVENUE NEW YORK NY 10001	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	250,000.
STAMFORD HOSPITAL 30 SHELBURNE ROAD STAMFORD CT 06904	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	10,000.
DARIEN NATURE CENTER 120 BROOKSIDE ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
DARIEN POLICE ASSN. 25 HECKER AVENUE DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,000.
ST. LUKE'S CHURCH 1864 POST ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	30,000.
DARIEN COMMUNITY ASSN. 274 MIDDLESEX ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
STEPPING STONE MUSEUM MATHEWS PARK NORWALK CT 06850	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	10,000.
WATCH HILL CHAPEL SOCIETY 5 BLUFF AVENUE WESTERLY RI 02891	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,500.
WESTERLY LIBRARY 44 BROAD STREET WESTERLY RI 02891	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,000.
DARIEN TECH & COMM FOUNDATION 5 BROOK STREET DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	200,000.
DARIEN LIBRARY 35 LEROY AVENUE DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	20,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HORIZONS FOUNDATION 550 MONTGOMERY STREET SAN FRANCISCO CA 94111	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	\$ 5,000.
PERSON-TO-PERSON 1864 POST ROAD DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	2,500.
NORWALK OPEN DOOR SHELTER 4 MERRITT STREET NORWALK CT 06854	NONE	PC	GEN'L ON-GOING OPERATIONS	250.
BREAST CANCER ALLIANCE 48 MAPLE AVENUE GREENWICH CT 06830	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	5,000.
COMMUNITY PLATES 29 ANN STREET NORWALK CT 06854	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	500.
A BETTER CHANCE IN DARIEN P.O. BOX 3204 DARIEN CT 06820	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	1,000.
CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE CA 91010	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	250,000.
THE COLONIAL THEATER GROUP 95 MAIN STREET KEENE NH 03431	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	500.
PLANET FUEL CHARITABLE FUND 9 TREFOIL DRIVE TRUMBULL CT 06611	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	250,000.
OPENING DOORS FOR WESTERLY CHILDREN P.O. BOX 2955 WESTERLY RI 02891	NONE	PUB CHARI	GEN'L ON-GOING OPERATIONS	500.
CHOATE ROSEMARY HALL FOUNDATION 333 CHRISTIAN STREET WALLINGFORD CT 06492	NONE	PUB CHAR	GEN'L ON-GOING OPERATIONS	503,828.

TOTAL \$ 2,153,078.

THE MEREDITH & WHITNEY GEORGE FAMILY FOUNDATION**E.I. # 83-0414025****FYE 11/1/2016 to 10/31/2017****Form 990-PF, Page 1, line 12, column (b)****Computation of Investment Income**

<u>Month Ended</u>	<u>Account Number</u>	<u>Dividends</u>	<u>Interest</u>	<u>Capital Gains (Losses)</u>	<u>Totals</u>
11/30/2016	877-02896	\$7,980.00	\$14.72	\$888,477.40	\$896,472.12
11/30/2016	877-04043	\$19,230.00	\$4.59	\$0.00	19,234.59
12/31/2016	877-02896	5,620.00	6.87	213,002.64	218,629.51
12/31/2016	877-04043	151,148.21	2.48	0.00	151,150.69
1/31/2017	877-02896	15,900.00	7.46	\$581,869.14	597,776.60
1/31/2017	877-04043	5,000.00	22,448.98	\$0.00	27,448.98
2/28/2017	877-02896	13,684.50	7.88	823,228.12	836,920.50
2/28/2017	877-04043	7,980.00	4,493.36	292,352.55	304,825.91
3/31/2017	877-02896	12,551.12	21.61	354,161.96	366,734.69
3/31/2017	877-04043	128,046.60	9.71	0.00	128,056.31
4/30/2017	877-02896	35,373.16	10.21	122,820.61	158,203.98
4/30/2017	877-04043	5,000.00	8.64	0.00	5,008.64
5/31/2017	877-02896	31,107.84	9.86	357,202.84	388,320.54
5/31/2017	877-04043	8,820.00	9.78	0.00	8,829.78
6/30/2017	877-02896	33,437.23	85.05	144,437.06	177,959.34
6/30/2017	877-04043	129,795.80	8.29	0.00	129,804.09
7/31/2017	877-02896	24,170.72	256.86	0.00	24,427.58
7/31/2017	877-04043	5,000.00	409.96	0.00	5,409.96
8/31/2017	877-02896	8,679.90	364.86	661,863.94	670,908.70
8/31/2017	877-04043	8,820.00	529.87	0.00	9,349.87
9/30/2017	877-02896	91,073.07	736.73	241,470.36	333,280.16
9/30/2017	877-04043	131,571.30	490.69	0.00	132,061.99
10/31/2017	877-02896	23,591.07	982.08	0.00	24,573.15
10/31/2017	877-04043	5,000.00	232.44	0.00	5,232.44
	TOTALS	\$908,580.52	\$31,152.98	\$4,680,886.62	\$5,620,620.12

THE MEREDITH & WHITNEY GEORGE FAMILY FOUNDATION

E.I. # 83-0414025

FISCAL YEAR 11/1/2016 TO 10/31/2017

STATEMENT 6 - Form 990-PF , Part III, line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
1). Difference between fair market value and basis of security donated by the Foundation on 9/28/2017 to the Choate Rosemary Hall Foundation: 2,750 shares of Berkshire Hathaway , Inc. (Fair Market Value = \$503,828; Basis = \$136,678).	\$367,150
2). Increase in basis of stock of FRP Holdings, Inc. (formerly Patriot Transportation Holding) from beginning of the fiscal year (\$143,100) to end of fiscal year (\$199,575). In this instance, the fair market value of this stock was used to determine its basis.	56,475
3). Donation of cash to Centro Infantil San Pablo for \$10,000; the check was drawn during the current fiscal year on 10/11/2017, but cleared the bank in the subsequent fiscal year on 12/1/2017.	<u>10,000</u>
Total - line 3	<u><u>\$433,625</u></u>

THE MEREDITH & WHITNEY GEORGE FAMILY FOUNDATION

E.I. # 83-0414025

FISCAL YEAR 11/1/2016 TO 10/31/2017

STATEMENT 7 - Form 990-PF , Part III, line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
1). Adjustment to basis of investment in Ishares Silver Trust - basis at beginning of fiscal year = \$931,239; basis at end of fiscal year reduced to \$926,614.	\$4,625
2). Adjustments to basis of various other securities held for investment.	<u>2,856</u>
Total - line 5	<u><u>\$7,481</u></u>

THE MEREDITH & WHITNEY GEORGE FAMILY FOUNDATION

E.I. # 83-0414025

FYE 11/1/2016 to 10/31/2017

Form 990-PF, Page 8, Part X

FAIR MARKET VALUE OF ASSETS

Month Ended	CASH	BONDS	STOCKS	MUTUAL FUNDS	OTHER	TOTAL
11/30/2016	43 \$211,772.80	\$707,852.70	\$6,635,555.00	\$9,252,294.18	\$3,096,675.00	\$19,904,149.68
96 \$433,191.99		\$19,431,585.72			\$1,005,750.00	\$20,870,527.71
12/31/2016	43 88,472.95	712,034.70	6,855,130.00	9,357,934.04	3,017,365.00	\$20,030,936.69
96 420,154.90		20,055,479.30			657,660.00	\$21,133,294.20
1/31/2017	43 83,998.82	724,549.95	6,971,400.00	9,880,097.14	3,236,975.00	\$20,897,020.91
96 504,563.51		20,285,867.70			577,750.00	\$21,368,181.21
2/28/2017	43 564,971.18		7,448,560.00	10,176,268.30	3,356,895.00	\$21,546,694.48
96 1,043,620.22		19,992,882.44			357,690.00	\$21,394,192.66
3/31/2017	43 535,467.16		7,411,740.00	10,146,077.94	3,338,880.00	\$21,432,165.10
96 877,011.37		20,609,465.00			356,160.00	\$21,842,636.37
4/30/2017	43 536,010.77		7,411,250.00	10,265,873.74	3,296,705.00	\$21,509,839.51
96 558,050.40		20,990,130.74			362,310.00	\$21,910,491.14
5/31/2017	43 485,359.33		7,504,840.00	10,279,123.74	3,301,430.00	\$21,570,753.07
96 1,050,351.85		20,717,666.10			361,860.00	\$22,129,877.95
6/30/2017	43 472,265.20		7,577,955.00	10,183,304.81	3,204,130.00	\$21,437,655.01
96 1,279,540.54		20,592,936.40			354,060.00	\$22,226,536.94
7/31/2017	43 1,331,711.85		7,783,645.00	10,404,411.76	3,264,375.00	\$22,784,143.61
96 353,771.25		20,969,387.30			362,250.00	\$21,685,408.55
8/31/2017	43 1,331,636.89		8,103,300.00	10,421,847.50	3,408,030.00	\$23,264,814.39
96 1,448,995.02		20,203,525.54			377,460.00	\$22,029,980.56
9/30/2017	43 1,070,287.85		7,791,241.00	10,819,953.31	3,265,270.00	\$22,946,752.16
96 2,480,694.29		19,396,961.70			364,740.00	\$22,242,395.99
10/31/2017	43 127,272.59		8,021,822.00	11,000,579.89	3,254,255.00	\$22,403,929.48
96 2,345,253.96		19,711,474.70			362,010.00	\$22,418,738.66
TOTALS	\$19,634,426.69	\$2,144,437.35	\$332,473,800.64	\$122,187,766.35	\$44,540,685.00	\$520,981,116.03
Divide by 12	\$1,636,202.22	\$178,703.11	\$27,706,150.05	\$10,182,313.86	\$3,711,723.75	\$43,415,093.00
						\$43,415,093.00

The Meredith and Whitney George Family Foundation Inc.
24 Three Wells Lane
Darien, CT 06820-2606

E.I. # 83-0414025
Form 990-PF
Period: 11/1/2016 –10/31/2017

Page 10, Part XV, Line 2 – Information, etc.

During its current fiscal year, the Foundation made contributions only to preselected charitable organizations. However, in the future, it may give consideration to unsolicited requests for funds from qualified charitable organizations.