



2949132104204 8

Form 990-PF

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

OMB No 1545-0052

Department of the Treasury  
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation <b>The Henry Luce Foundation, Inc.</b>		<b>A</b> Employer identification number 136001282
Number and street (or P O box number if mail is not delivered to street address) <b>51 Madison Avenue</b>	Room/suite <b>30th Floor</b>	<b>B</b> Telephone number (see instructions) (212) 489-7700
City or town, state or province, country, and ZIP or foreign postal code <b>New York NY 10010</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b> <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 889,025,360.</b>	<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>3</b>	Interest on savings and temporary cash investments				
<b>4</b>	Dividends and interest from securities	7,550,470.	6,736,391.		
<b>5a</b>	Gross rents				
<b>b</b>	Net rental income or (loss)				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	16,007,787.			
<b>b</b>	Gross sales price for all assets on line 6a <b>177,635,372.</b>		L-6a Stmt		
<b>7</b>	Capital gain net income (from Part IV, line 2)		15,669,090.		
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less: Cost of goods sold				
<b>c</b>	Gross profit or (loss) (attach schedule)				
<b>11</b>	Other income (attach schedule) See Stmt	28,453.	859,050.		
<b>12</b>	<b>Total.</b> Add lines 1 through 11	23,586,710.	23,264,531.		
<b>13</b>	Compensation of officers, directors, trustees, etc.	1,479,401.	171,583.		1,302,559.
<b>14</b>	Other employee salaries and wages	1,933,351.	17,740.		1,927,338.
<b>15</b>	Pension plans, employee benefits	1,295,702.	41,211.		1,110,514.
<b>16a</b>	Legal fees (attach schedule)	28,113.			18,398.
<b>b</b>	Accounting fees (attach schedule)	36,000.			37,009.
<b>c</b>	Other professional fees (attach schedule)	3,572,852.	5,660,470.		15,988.
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions) See Stmt	2,208,035.	7,748.		
<b>19</b>	Depreciation (attach schedule) and depletion	121,183.	3,246.		
<b>20</b>	Occupancy	822,854.	22,042.		800,812.
<b>21</b>	Travel, conferences, and meetings	100,750.	6,889.		94,931.
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule) See Stmt	939,698.	15,803.		914,089.
<b>24</b>	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	12,537,939.	5,946,732.		6,221,638.
<b>25</b>	Contributions, gifts, grants paid	36,673,970.			39,552,527.
<b>26</b>	<b>Total expenses and disbursements.</b> Add lines 24 and 25	49,211,909.	5,946,732.		45,774,165.
<b>27</b>	Subtract line 26 from line 12:				
<b>a</b>	Excess of revenue over expenses and disbursements	-25,625,199.			
<b>b</b>	Net investment income (if negative, enter -0-)		17,317,799.		
<b>c</b>	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

BAA

REV 10/16/18 PRO

8-29 17

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .	1,000.	1,000.	1,000.
	<b>2</b>	Savings and temporary cash investments . . . . .	26,506,795.	26,869,844.	26,869,844.
	<b>3</b>	Accounts receivable ▶ 1,174,443.			
		Less: allowance for doubtful accounts ▶	1,944,677.	1,174,443.	1,174,443.
	<b>4</b>	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .	124,537.	167,145.	167,145.
	<b>10a</b>	Investments—U.S. and state government obligations (attach schedule)	22,754,697.	24,540,042.	24,540,042.
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .			
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b>	Investments—land, buildings, and equipment, basis ▶			
<b>Liabilities</b>		Less: accumulated depreciation (attach schedule) ▶			
	<b>12</b>	Investments—mortgage loans . . . . .			
	<b>13</b>	Investments—other (attach schedule)	768,900,986.	835,120,097.	835,120,097.
	<b>14</b>	Land, buildings, and equipment, basis ▶ 1,587,805.			
		Less: accumulated depreciation (attach schedule) ▶ 1,111,436.	597,552.	476,369.	476,369.
	<b>15</b>	Other assets (describe ▶ L-15 Stmt )	-3,579,542.	676,420.	676,420.
	<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	817,250,702.	889,025,360.	889,025,360.
	<b>17</b>	Accounts payable and accrued expenses . . . . .	615,626.	914,726.	
	<b>18</b>	Grants payable . . . . .	27,283,210.	24,404,653.	
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶ L-22 Stmt )	5,377,301.	7,195,474.	
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22)	33,276,137.	32,514,853.	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26, and lines 30 and 31.</b>			
	<b>24</b>	Unrestricted . . . . .	638,827,650.	697,784,271.	
	<b>25</b>	Temporarily restricted . . . . .	76,801,551.	90,380,872.	
	<b>26</b>	Permanently restricted . . . . .	68,345,364.	68,345,364.	
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
	<b>28</b>	Paid-in or capital surplus, or land, bldg., and equipment fund			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions)	783,974,565.	856,510,507.	
	<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions)	817,250,702.	889,025,360.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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)	<b>1</b>	783,974,565.
<b>2</b>	Enter amount from Part I, line 27a	<b>2</b>	-25,625,199.
<b>3</b>	Other increases not included in line 2 (itemize) ▶ Change in unrealized appreciation on investments	<b>3</b>	98,161,141.
<b>4</b>	Add lines 1, 2, and 3	<b>4</b>	856,510,507.
<b>5</b>	Decreases not included in line 2 (itemize) ▶	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	856,510,507.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, 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)
<b>1a</b> See Schedule E				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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))	
<b>a</b> 177,635,372.		161,966,282.	15,669,090.	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
<b>a</b>			15,669,090.	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }		<b>2</b>	15,669,090.	
<b>3</b> 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		<b>3</b>		

**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 doesn't qualify under section 4940(e). Do not complete this part.

<b>1</b> 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))
2016	40,264,358.	795,880,237.	0.050591
2015	43,248,772.	858,747,409.	0.050363
2014	42,544,432.	857,762,758.	0.049599
2013	39,957,618.	807,478,313.	0.049484
2012	36,011,641.	732,652,923.	0.049152
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.249189
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0.049838
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 852,374,087.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 42,480,620.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 173,178.
<b>7</b> Add lines 5 and 6			<b>7</b> 42,653,798.
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.			<b>8</b> 45,774,165.

3

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		N/A	
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	173,178.	
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	173,178.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	173,178.	
6	Credits/Payments.			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,300,000.	
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	1,300,000.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	1,126,822.	
11	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> 400,000. <b>Refunded</b>	11	726,822.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		x
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		x
c Did the foundation file <b>Form 1120-POL</b> 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. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
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.		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		x
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	x	
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	x	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>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? If "Yes," complete Part II, col (c), and Part XV	x	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ▶ NY		
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 <i>General Instruction G</i> ? If "No," attach explanation	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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		x
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		x

2

**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
<b>11</b> 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 . . . . .		<b>x</b>
<b>12</b> 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 . . . . .		<b>x</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.hluce.org</u>	<b>x</b>	
<b>14</b> The books are in care of ► <u>The Henry Luce Foundation, Inc - Staci M. Salomon, CFO &amp; Treasurer</u> Telephone no ► <u>(212) 489-7700</u> Located at ► <u>51 Madison Avenue, 30th floor, NY, NY</u> ZIP+4 ► <u>10010-1621</u>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . .		<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year . . . . .	<b>15</b>	
<b>16</b> At any time during calendar year 2017, 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?		<b>x</b>
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
<b>1a</b> During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 . . . . .	<b>1b</b>	<b>x</b>
<b>c</b> 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 2017?	<b>1c</b>	<b>x</b>
<b>2</b> 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)).		
<b>a</b> At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	<b>2b</b>	<b>x</b>
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
<b>3a</b> 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>b</b> If "Yes," did it have excess business holdings in 2017 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 2017)	<b>3b</b>	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>x</b>
<b>b</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 2017?	<b>4b</b>	<b>x</b>

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

<b>5a</b>	During the year, did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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		<b>5b</b>	x
	Organizations relying on a current notice regarding disaster assistance, check here <span style="float: right;">▶ <input type="checkbox"/></span>			
<b>c</b>	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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>	x
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, and 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
See attached Schedule D				

**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
Helena Kolenda 51 Madison Ave. NY, NY 10010	Program Director 35.00	200,000.	73,901.	
Ling Li 51 Madison Ave. NY, NY 10010	Program Director 35.00	192,650.	43,366.	
Carlotta Arthur 51 Madison Ave. NY, NY 10010	Program Director 35.00	187,600.	45,004.	
Teresa Carbone 51 Madison Ave. NY, NY 10010	Program Director 35.00	182,000.	68,469.	
Jonathan VanAntwerpen 51 Madison Ave. NY, NY 10010	Program Director 35.00	182,000.	75,615.	

Total number of other employees paid over \$50,000 ▶ 11

**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
Investure, LLC 126 Garrett St, Suite J Charlottesville VA 22902	Investment Mngmt & Cons	3,216,852.
BNY Mellon 135 Santilli Highway Everett MA 02149	Custodian	142,917.
Investure Evergreen Fund, L.P. 126 Garrett St, Suite J Charlottesville VA 22902	Investment Management	86,532.
Value Stream Consulting PO Box 8761 Saint Joseph MO 64508	Technology Consultant	68,043.
Shoff Darby Companies 200 Mill Plain Road Fairfield CT 06824	Technology Consultant	63,724.
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>1</b>

**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
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	863,921,117.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,432,286.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	1,000.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	865,354,403.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	865,354,403.
<b>4</b>	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	12,980,316.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	852,374,087.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	42,618,704.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	42,618,704.
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	173,178.
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	173,178.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	42,445,526.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	42,445,526.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	42,445,526.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	45,774,165.
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	45,774,165.
<b>5</b>	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	<b>5</b>	173,178.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	45,600,987.

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7 . . . . .				42,445,526.
<b>2</b> Undistributed income, if any, as of the end of 2017:				
<b>a</b> Enter amount for 2016 only . . . . .			0.	
<b>b</b> Total for prior years. 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012 . . . . .	111,921.			
<b>b</b> From 2013 . . . . .	465,027.			
<b>c</b> From 2014 . . . . .	1,012,668.			
<b>d</b> From 2015 . . . . .	901,737.			
<b>e</b> From 2016 . . . . .	686,860.			
<b>f</b> <b>Total</b> of lines 3a through e . . . . .	3,178,213.			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4: ► \$ 45,774,165.				
<b>a</b> Applied to 2016, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .				
<b>d</b> Applied to 2017 distributable amount . . . . .				42,445,526.
<b>e</b> Remaining amount distributed out of corpus . . . . .	3,328,639.			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	6,506,852.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		0.		
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .		0.		
<b>e</b> Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .			0.	
<b>f</b> Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018 . . . . .				0.
<b>7</b> 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) . . . . .				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . . . .	111,921.			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	6,394,931.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2013 . . . . .	465,027.			
<b>b</b> Excess from 2014 . . . . .	1,012,668.			
<b>c</b> Excess from 2015 . . . . .	901,737.			
<b>d</b> Excess from 2016 . . . . .	686,860.			
<b>e</b> Excess from 2017 . . . . .	3,328,639.			

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

N/A

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> "Assets" alternative test—enter:				
<b>(1)</b> Value of all assets				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b> "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
<b>c</b> "Support" alternative test—enter:				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
<b>(3)</b> Largest amount of support from an exempt organization				
<b>(4)</b> Gross investment income				

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

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

None

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed.

See Supplementary Information Statement

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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
<b>a</b> <i>Paid during the year</i> See Attached Schedule F	None		All amounts were paid solely for charitable purposes as described in section 170 (c) (2) of the IRS code of 1986 as amended.	
<b>Total</b>				<b>3a</b> 39,552,527.
<b>b</b> <i>Approved for future payment</i> See Attached Schedule F	None		All amounts were approved solely for charitable purposes as described in section 170 (c) (2) of the IRS code of 1986 as amended.	
<b>Total</b>				<b>3b</b> 36,673,970.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

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					
4	Dividends and interest from securities . . . .			14	7,550,470.	
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	900099	2,355,573.	18	13,652,214.	0.
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a CBL Royalties			15	3,995.	
b	Miscellaneous Income	900099	-3,989,726.	1	4,014,184.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e) . . .		-1,634,153.		25,220,863.	0.
13	Total. Add line 12, columns (b), (d), and (e) . . .				13	23,586,710.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	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		


[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

**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.

 11/14/11

Signature of officer or trustee Date

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature
	Firm's name ▶	Self-Prepared
	Firm's address ▶	

**BAA**



The Henry Luce Foundation, Inc

136001282

**Form 990-PF: Return of Private Foundation**

**Part XV, Line 2: Supplementary Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc.**

**Continuation Statement**

Name and Address Information	Form Information	Submission Information	Restrictions
See Attached Schedule 1	See Attached Schedule 1	See Attached Schedule 1	See Attached Schedule 1

**Additional information from your Form 990-PF: Return of Private Foundation****Form 990-PF: Return of Private Foundation****Other Income****Continuation Statement**

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income
See Line 11 Stmt	28,453.	859,050.	
<b>Total</b>	28,453.	859,050.	

**Form 990-PF: Return of Private Foundation****Taxes****Continuation Statement**

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
See line 18 Stmt	2,208,035.	7,748.		
<b>Total</b>	2,208,035.	7,748.		

**Form 990-PF: Return of Private Foundation****Other Expenses****Continuation Statement**

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
See Line 23 Stmt	939,698.	15,803.		914,089.
<b>Total</b>	939,698.	15,803.		914,089.

Name  
The Henry Luce Foundation, Inc.

Employer Identification No  
136001282

**Asset Information:**

Description of Property . . . . .  
Business Code . . . . . Exclusion Code . . . . .  
Date Acquired . . . . . How Acquired . . . . .  
Date Sold . . . . . Name of Buyer . . . . .  
Check Box, if Buyer is a Business . . ☐  
Sales Price . . . 177,974,069. Cost or other basis (do not reduce by depreciation). . 161,966,282.  
Sales Expense . . . . . Valuation Method . . . . .  
Total Gain (Loss) . . . 16,007,787. Accumulated Depreciation . . . . .

Description of Property . . . . .  
Business Code . . . . . Exclusion Code . . . . .  
Date Acquired . . . . . How Acquired . . . . .  
Date Sold . . . . . Name of Buyer . . . . .  
Check Box, if Buyer is a Business . . ☐  
Sales Price . . . . . Cost or other basis (do not reduce by depreciation). . . . .  
Sales Expense . . . . . Valuation Method . . . . .  
Total Gain (Loss) . . . . . Accumulated Depreciation . . . . .

Description of Property . . . . .  
Business Code . . . . . Exclusion Code . . . . .  
Date Acquired . . . . . How Acquired . . . . .  
Date Sold . . . . . Name of Buyer . . . . .  
Check Box, if Buyer is a Business . . ☐  
Sales Price . . . . . Cost or other basis (do not reduce by depreciation). . . . .  
Sales Expense . . . . . Valuation Method . . . . .  
Total Gain (Loss) . . . . . Accumulated Depreciation . . . . .

Description of Property . . . . .  
Business Code . . . . . Exclusion Code . . . . .  
Date Acquired . . . . . How Acquired . . . . .  
Date Sold . . . . . Name of Buyer . . . . .  
Check Box, if Buyer is a Business . . ☐  
Sales Price . . . . . Cost or other basis (do not reduce by depreciation). . . . .  
Sales Expense . . . . . Valuation Method . . . . .  
Total Gain (Loss) . . . . . Accumulated Depreciation . . . . .

Description of Property . . . . .  
Business Code . . . . . Exclusion Code . . . . .  
Date Acquired . . . . . How Acquired . . . . .  
Date Sold . . . . . Name of Buyer . . . . .  
Check Box, if Buyer is a Business . . ☐  
Sales Price . . . . . Cost or other basis (do not reduce by depreciation). . . . .  
Sales Expense . . . . . Valuation Method . . . . .  
Total Gain (Loss) . . . . . Accumulated Depreciation . . . . .

**Totals:**

Total Gain (Loss) of all assets . . . 16,007,787.  
Gross Sales Price of all assets . . . 177,974,069.  
Unrelated Business Income . . . . . Business Code . . . . .  
Excluded by section 512, 513, 514 . . . . . Exclusion Code . . . . .  
Related/Exempt Function Income . . . 16,007,787.

**QuickZoom** here to Form 990-PF, Page 1 . . . . . ►

**QuickZoom** here to Form 990-PF, Page 12 . . . . . ►



Name The Henry Luce Foundation, Inc.		Employer Identification No 136001282	
Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Totals to Form 990-PF, Part II, Line 11 . . . . .			

**Form 990-PF**  
**Part II, Line 14**

## Land, Buildings, and Equipment

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
See Schedule C	1,587,805.	1,111,436.	476,369.
<b>Totals to Form 990-PF, Part II, Line 14 . . . . .</b>	<b>1,587,805.</b>	<b>1,111,436.</b>	<b>476,369.</b>

Form 990-PF  
Part II

Other Assets and Liabilities

2017

Name  
The Henry Luce Foundation, Inc.

Employer Identification No  
136001282

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
See Schedule B	-3,579,542.	676,420.	676,420.
Totals to Form 990-PF, Part II, line 15	-3,579,542.	676,420.	676,420.

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Postretirement medical benefits	2,615,904.	2,470,854.
Unfunded Supplemental pension	679,547.	679,547.
Deferred federal excise tax	2,081,850.	4,045,073.
Totals to Form 990-PF, Part II, line 22	5,377,301.	7,195,474.

**Additional information from your 2017 Federal Exempt Tax Return****Form 990-PF: Return of Private Foundation****Other Income (1)****Line 11(a)****Itemization Statement**

Description	Amount
Clare Boothe Luce Royalties	3,995.
Miscellaneous Income	24,458.
<b>Total</b>	<b>28,453.</b>

**Form 990-PF: Return of Private Foundation****Other Income (1)****Line 11(b)****Itemization Statement**

Description	Amount
Clare Boothe Luce Royalties	3,995.
Miscellaneous Income	24,458.
Book to tax differences	830,597.
<b>Total</b>	<b>859,050.</b>

**Form 990-PF: Return of Private Foundation****Taxes (1)****Line 18(a)****Itemization Statement**

Description	Amount
Current year federal and state provisions	197,735.
Prior year federal and state tax adjustments	47,077.
Deferred excise tax	1,963,223.
<b>Total</b>	<b>2,208,035.</b>

**Form 990-PF: Return of Private Foundation****Taxes (1)****Line 18(b)****Itemization Statement**

Description	Amount
Book to tax differences	7,748.
<b>Total</b>	<b>7,748.</b>

**Form 990-PF: Return of Private Foundation****Other Expenses (1)****Line 23(a)****Itemization Statement**

Description	Amount
See Schedule A	939,698.
<b>Total</b>	<b>939,698.</b>

**Form 990-PF: Return of Private Foundation****Other Expenses (1)****Line 23(b)****Itemization Statement**

Description	Amount
See Schedule A	15,803.
<b>Total</b>	<b>15,803.</b>

**Form 990-PF: Return of Private Foundation****Other Expenses (1)****Line 23(d)****Itemization Statement**

Description	Amount
See Schedule A	914,089.
<b>Total</b>	<b>914,089.</b>

**Form 990-PF: Return of Private Foundation****Line 4(b)****Itemization Statement**

Description	Amount
Book to tax differences	6,736,391.
<b>Total</b>	<b>6,736,391.</b>

The Henry Luce Foundation, Inc.  
51 Madison Avenue, 30<sup>th</sup> Floor  
New York, New York 10010  
List of Schedules Attached to Form 990PF  
Calendar Year 2017

Grant Guidelines (Part XV, line 2)	Schedule 1
Expense Analysis Detail (Part I)	Schedule A
Balance Sheet Detail (Part II)	Schedule B
Schedule of Depreciable Assets and Accumulated Depreciation (Part I & Part II)	Schedule C
Officers and Directors (Part VIII)	Schedule D
Capital Gains and Losses (Part IV)	Schedule E
Schedule of Grants (Part XV, line 3)	Schedule F

THE HENRY LUCE FOUNDATION  
GRANT APPLICATION PROCEDURES  
990PF PART XV  
2017

SCHEDULE 1  
E.I. 13-6001282  
PAGE 1 of 2

The Foundation makes every effort to keep its application procedures as simple as possible. In 2017, the Foundation implemented an online portal, through its website, to receive inquiries and proposals for all programs except Clare Boothe Luce, Luce Scholars, the Luce Fund for Theological Education and the American Art Exhibition Competition. After successful completion of an eligibility quiz, an applicant registers and proceeds to fill out the inquiry form which is then directed to the appropriate program director. If a proposal is invited, it is completed and submitted online. The Foundation publishes no guidelines for proposals beyond the program descriptions contained on its website at [www.hluce.org](http://www.hluce.org). Certain deadlines and procedures, however, should be observed in making a request to the Foundation as described below.

General Program or “responsive” grant requests can be submitted through the Luce Foundation portal at any time. The categories for these grants currently include American art, Asia, higher education, public policy (including the initiative on religion in international affairs), and theology. Grant awards can be made to any qualified nonprofit organization operating within those fields of interest. While inquiries and proposals may be submitted through the portal at any time, awards are determined by the board of directors, which meets three times each year. **The Foundation does not usually provide funds for endowment, domestic building campaigns, general operating support, annual fund drives, or “charitable benefit” events.**

The Clare Boothe Luce Program is limited to designated American institutions of higher education and those specifically invited to present proposals. Any special instructions, including deadlines, are sent with letters of invitation. This program was established in 1989 to encourage the participation of women in the sciences, mathematics, and engineering.

The Luce Scholars Program, established in 1974, receives nominations from a network of 75 colleges and universities. Individual applications submitted directly to the Foundation cannot be considered. Institutional nominations are due each year on November 1st. This program enables up to 18 young Americans who are not Asia specialists to spend approximately 13 months (beginning with language-study in July until July of the following year) in Asia in internship positions under the guidance of leading Asian professionals. The Foundation administers the program in cooperation with The Asia Foundation, which arranges and supervises the Luce Scholars’ internships in Asia. Funds are provided for stipends and living arrangements.

THE HENRY LUCE FOUNDATION  
GRANT APPLICATION PROCEDURES  
990PF PART XV  
2017

SCHEDULE 1  
E.I. 13-6001282  
PAGE 2 of 2

The Henry Luce III Fellows in Theology are selected through the Association of Theological Schools (ATS) in Pittsburgh. Individual scholars should contact the ATS for application information. The final class of Henry Luce III Fellows was selected in 2017.

The Theology Program's Luce Fund for Theological Education supports the development of new models of teaching and learning, research and publication, leadership development and educational program design. Structured as an open competition for seminaries, divinity schools, and other institutions that support graduate theological education, the Fund places central emphasis on the challenges of public engagement, within and across multiple religious traditions, and in a variety of different contexts. It has a June 15 proposal submission deadline, with a prior letter of inquiry required by March 15.

The American Art Program's Exhibition Competition is for special exhibitions only and is open to any American museum. It has a June 1st proposal submission deadline, with a prior letter of inquiry required by April 1st. The American Art Program's national competition for dissertation fellowships is administered by the American Council of Learned Societies in New York City, which should be contacted for application information.

The Henry R. Luce Initiative on Religion in International Affairs seeks to deepen public understanding of religion as a critical but often neglected factor in policy issues throughout the world. Proposals are considered from institutions in the academic, public policy, and media sectors. For the first three years of this initiative, grants were invited from leading professional schools of international affairs in the United States, but since 2009 all awards from this initiative are structured as "responsive grants."

The Luce Initiative on Asian Studies and the Environment (LIASE) was approved by the Board of Directors in 2010 and is administered by the Foundation's Asia Program. Structured as a competition for invited liberal arts colleges and formal associations of liberal arts colleges in the United States, LIASE encourages innovative approaches to Asian studies teaching and research at the undergraduate level through the lens of the environment and sustainable development. The competition has two stages: small exploration grants, usually for one year, are awarded to liberal arts colleges; recipients of exploration grants are eligible to apply for larger, multi-year implementation grants. The final grants were awarded in 2017.

THE HENRY LUCE FOUNDATION, INC.  
 DETAIL EXPENSE STATEMENT  
 990PF PART I  
 2017

SCHEDULE A  
 E.I. 13-6001282

Description	Column (a)	Column (b)	Column (d)
<u>Legal fees</u>			
Cravath, Swaine & Moore			
Professional legal services	<u>28,113</u>	<u>0</u>	<u>18,398</u>
<u>Accounting fees</u>			
Owen J. Flanagan & Company			
Professional audit services	<u>36,000</u>	<u>0</u>	<u>37,009</u>
<u>Other professional fees</u>			
Cammack Inc - pension consultant	8,000	0	8,000
Miscellaneous professional consulting	176	0	7,988
Subtotal prof fees before inv /cust. fees	<u>8,176</u>	<u>0</u>	<u>15,988</u>
Rock Creek - investment management fees	0	0	0
Investure Evergreen Funds - investment management fees	123,403	123,403	0
Investure - investment management fees	3,216,852	3,216,852	0
Parametric - investment management fees	19,304	19,304	0
Botanica Capital Partners - investment fees	62,201	62,201	0
Cypress - investment management fees	0	0	0
BNY Mellon - custody fees	142,917	142,917	0
Investure various funds - book to tax differences	0	2,095,794	0
Total Other Professional Fees	<u>3,572,852</u>	<u>5,660,470</u>	<u>15,988</u>
<u>Foreign Taxes</u>			
Investure various funds - book to tax differences			
Total Foreign Taxes	<u>0</u>	<u>7,748</u>	<u>0</u>
<u>Other Expenses</u>			
Registration fees & dues	28,585	0	29,796
Computer, office supplies & maintenance	279,053	15,803	262,705
Insurance, fees, storage, books, excise, and sundry	66,591	0	68,135
Subtotal other admin.	<u>374,228</u>	<u>15,803</u>	<u>360,636</u>
Luce Scholars	356,824	0	355,686
Asian Affairs	40,535	0	40,120
American Art	18,692	0	18,852
HRL Initiative on Religion & International Affairs	25,651	0	25,616
Theology	29,948	0	29,733
Other program expenses (Including CBL)	93,820	0	83,445
Subtotal program	<u>565,470</u>	<u>0</u>	<u>553,453</u>
Total Other Expenses	<u>939,698</u>	<u>15,803</u>	<u>914,089</u>



The Henry Luce Foundation, Inc  
Balance Sheet detail (990PF-Part II)  
At December 31, 2017

Schedule B  
E I 13-6001282  
1

Security Name	Security Description	Shares/Par	Market Value
<b>Savings and Temporary Cash Investments (Part II-Line 2):</b>			
US DOLLAR	CASH		953,388
DREYFUS TRE PR CSH MGT INS 761	CASH	25,917,241	25,916,456
<b>Total - Savings and Temp. Cash Investments (Part II-Line 2):</b>			<b>26,869,844</b>
<b>Investments - US &amp; State Govt Oblig (Part II-Line 10a):</b>			
INVESTURE - FIXED INCOME	U S TREASURY NOTE	25,412,000	24,540,042
<b>Total Investments - US &amp; State Govt Oblig (Part II-Line 10a):</b>			<b>24,540,042</b>
<b>Investments - (Other Part II-Line 13):</b>			
INVESTURE - ALTERNATIVE FUND	GLOBAL COMMINGLED FUND	145,335 62	263,799,094
AMPERSAND 2001	LIMITED PARTNERSHIP UNITS		132,992
AUDA CAPITAL III LP	LIMITED PARTNERSHIP UNITS		453,216
AUDA PARTNERS LP	LIMITED PARTNERSHIP UNITS		102,153
COMMONFUND NATURAL RESOURCES VIII	LIMITED PARTNERSHIP UNITS		6,454,303
COMMONFUND GLOBAL DISTRESSED 3	LIMITED PARTNERSHIP UNITS		3,214,014
COMMONFUND GLOBAL DISTRESSED 4	LIMITED PARTNERSHIP UNITS		513,895
COMMONFUND INTL PARTNERS VII	LIMITED PARTNERSHIP UNITS		16,693,829
COMMONFUND PRIVATE EQUITY VII	LIMITED PARTNERSHIP UNITS		10,961,819
COMMONFUND VENTURE VIII	LIMITED PARTNERSHIP UNITS		6,678,301
COMMONFUND VENTURE IX	LIMITED PARTNERSHIP UNITS		8,030,272
CONVEXITY CAPITAL OFFSHORE LP	LIMITED PARTNERSHIP UNITS		23,906,549
CYPRESS MERCHANT BANKING PTRS	LIMITED PARTNERSHIP UNITS		5,753
IGEF - ALL ASSETS	LIMITED PARTNERSHIP UNITS		246,303,909
INVESTURE - EMERGING MARKETS FUND	LIMITED PARTNERSHIP UNITS		83,707,740
IEF-2012 ST TRANCHE	LIMITED PARTNERSHIP UNITS		22,183,563
IEF-2013 SP TERM TRANCHE	LIMITED PARTNERSHIP UNITS		18,589,060
IEF-2014 SP TERM TRANCHE	LIMITED PARTNERSHIP UNITS		28,276,532
IEF-2015 SP TERM TRANCHE	LIMITED PARTNERSHIP UNITS		41,567,535
IEF-PERM TRANCHE	LIMITED PARTNERSHIP UNITS		18,094,481
IPEF SERIES 1	LIMITED PARTNERSHIP UNITS		27,483,098
LEAPFROG VENTURES LP	LIMITED PARTNERSHIP UNITS		707,310
MESIROW PARTNERSHIP FUND I	LIMITED PARTNERSHIP UNITS		326,062
ROCK CREEK GROUP	LIMITED PARTNERSHIP UNITS		233,306
PARAMETRIC CLIFTON GLOBAL	FUTURES CONTRACTS		140,478
PARAMETRIC CLIFTON GLOBAL	GLOBAL EQUITY FUND		4,760,834
LISTERINE ROYALTY INT	CONTRACT		1,800,000
<b>Total - Investments - (Other Part II-Line 13):</b>			<b>835,120,097</b>
<b>Other Assets (Part II-Line 15):</b>			
Net payable for unsettled securities transactions			414,828
Dividends and interest receivable			231,433
Art Work/Paintings			30,159
<b>Total - Other Assets (Part II-Line 15):</b>			<b>676,420</b>

THE HENRY LUCE FOUNDATION  
SCHEDULE OF OFFICERS AND DIRECTORS  
990PF - PART VIII  
2017

SCHEDULE D  
E.I. 13-6001282  
1

Name and Address	Position	Hours per Week	Annual Compensation	Contributions to Benefit Plans	Expense Account Other Allowances
Mr Terrence B Adamson The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0
Dr Elizabeth Broun The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0
Dr Mary Brown Bullock The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0
Mrs Margaret Boles Fitzgerald The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Chair & Director	7 0	75,000	0	0
Dr Claire L Gaudiani The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0
Dr Michael Gilligan The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	President & Director	35	413,221	68,850	0
Dr John J Hamre The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0
Dr Kenneth T Jackson The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0
Dr Debra S Knopman The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3 5	25,000	0	0

THE HENRY LUCE FOUNDATION  
SCHEDULE OF OFFICERS AND DIRECTORS  
990PF - PART VIII  
2017

SCHEDULE D  
E.I. 13-6001282  
2

Name and Address	Position	Hours per Week	Annual Compensation	Contributions to Benefit Plans	Expense Account Other Allowances
Mr. H. Christopher Luce The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3.5	25,000	0	0
Mr. Thomas L. Pulling The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3.5	25,000	0	0
Dr. David V. Ragone The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3.5	25,000	0	0
Dr. George E. Rupp The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3.5	25,000	0	0
Dr. Pauline Yu The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Director	3.5	25,000	0	0
Mr. Sean T. Buffington The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Vice-President	35	258,500	53,774	0
Ms. Staci M. Salomon The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Chief Financial Officer and Treasurer	35	225,500	78,777	0
Dr. Toby Volkman The Henry Luce Foundation 51 Madison Avenue, 30th Floor New York, NY 10010	Secretary	35	212,000	76,263	0
Sub-total			1,484,221	277,664	0
Change in accruals			(4,820)	0	0
Total Officers & Directors Compensation			1,479,401	277,664	0

THE HENRY LUCE FOUNDATION  
SCHEDULE OF CAPITAL GAIN (LOSS)  
990PF - PART VIII  
2017

SCHEDULE E  
E I. 13-6001282  
1

**Public Investment Assets Gain/(Loss)**

<b>Manager/Investment per Custody (BNY Mellon) detail</b>	<b>Transaction Type</b>	<b>Proceeds</b>	<b>Cost</b>	<b>Gain/(Loss)</b>
Public Managers	Realized Gain/(Loss) Activity	23,127,803.86	23,345,142.69	(217,338.83)
<b>Total Public</b>		<b>23,127,803.86</b>	<b>23,345,142.69</b>	<b>(217,338.83)</b>

**Non-Public Investment Assets Gains and Losses**

**Manager/Investment per Custody (BNY Mellon) detail**

Private Equity Managers- Various	Realized Gain/(Loss) Activity	151,208,838.53	104,769,748.23	46,439,090.30
Private Equity Managers- Various	Year-end financial statement AJE	0.00	16,331,049.54	(16,331,049.54)
Investure Emerging Markets Fund, L P	Year-end financial statement AJE	3,546,427.00	0.00	3,546,427.00
Investure Evergreen Fund, L.P	Year-end financial statement AJE	0.00	5,549,625.00	(5,549,625.00)
Investure Global Equity Fund, L.P	Year-end financial statement AJE	0.00	11,970,445.00	(11,970,445.00)
Investure PE Fund, L P - Series 1	Year-end financial statement AJE	0.00	272.00	(272.00)
Commonfund	Year-end financial statement AJE	78,005.56	0.00	78,005.56
Various	Class Action Proceeds	12,994.51	0.00	12,994.51
<b>Total Non-Public</b>		<b>154,846,265.60</b>	<b>138,621,139.77</b>	<b>16,225,125.83</b>
<b>Total Capital Gain/(Loss) per Financial Statement</b>		<b>177,974,069.46</b>	<b>161,966,282.46</b>	<b>16,007,787.00</b>
Various	Book to tax differences adjustment	(338,697.00)	0.00	(338,697.00)
<b>Total Capital Gain/(Loss) per 990PF col b</b>		<b>177,635,372.46</b>	<b>161,966,282.46</b>	<b>15,669,090.00</b>