

Return of Private Foundation

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

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

OMB No. 1545-0052

2016

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation H.A. AND MARY K. CHAPMAN CHARITABLE TRUST		A Employer identification number 73-6177739
Number and street (or P.O. box number if mail is not delivered to street address) 6100 S. YALE AVE., SUITE 1816		B Telephone number 918-496-7882
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74136		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 87,537,373.	J 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.)		

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	358,822.	358,822.		STATEMENT 1
	4 Dividends and interest from securities	2,324,331.	2,324,331.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,993,735.			
	b Gross sales price for all assets on line 6a	27,055,702.			
	7 Capital gain net income (from Part IV, line 2)		2,993,735.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	11,787.	7,906.		STATEMENT 3
	12 Total. Add lines 1 through 11	5,688,675.	5,684,794.		
	13 Compensation of officers, directors, trustees, etc.	435,552.	87,110.		348,442.
	14 Other employee salaries and wages	103,868.	20,775.		83,094.
	15 Pension plans, employee benefits				
	16a Legal fees	989.	198.		791.
	b Accounting fees	22,527.	6,758.		15,769.
	c Other professional fees	77,413.	70,186.		7,227.
	17 Interest	51,297.	51,297.		0.
	18 Taxes	24,306.	5,434.		176.
	19 Depreciation and depletion	11,515.	11,515.		
	20 Occupancy	66,971.	6,697.		60,274.
	21 Travel, conferences, and meetings	11,034.	0.		11,034.
	22 Printing and publications				
	23 Other expenses	53,641.	11,234.		41,769.
	24 Total operating and administrative expenses. Add lines 13 through 23	859,113.	271,204.		568,576.
	25 Contributions, gifts, grants paid	3,391,750.			3,391,750.
	26 Total expenses and disbursements. Add lines 24 and 25	4,250,863.	271,204.		3,960,326.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,437,812.			
	b Net investment income (if negative, enter -0-)		5,413,590.		
	c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,000.	2,000.	2,000.
	2 Savings and temporary cash investments	2,663,355.	441,035.	441,035.
	3 Accounts receivable ▶ 39,167.			
	Less: allowance for doubtful accounts ▶	66,645.	39,167.	39,167.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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 STMT 9	5,376,293.	6,940,403.	6,774,708.
	b Investments - corporate stock STMT 10	5,671,242.	6,297,081.	63,128,313.
	c Investments - corporate bonds STMT 11	4,041,734.	4,289,801.	4,617,996.
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12		14,791,938.	12,744,532.	12,534,154.
14 Land, buildings, and equipment: basis ▶ 13,225.				
Less: accumulated depreciation ▶ 13,225.				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		32,616,207.	30,754,019.	87,537,373.
17 Accounts payable and accrued expenses				
18 Grants payable				
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	3,300,000.		
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	3,300,000.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	31,499,270.	31,499,270.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-2,183,063.	-745,251.	
30 Total net assets or fund balances	29,316,207.	30,754,019.		
31 Total liabilities and net assets/fund balances	32,616,207.	30,754,019.		

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	29,316,207.
2 Enter amount from Part I, line 27a	2	1,437,812.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	30,754,019.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,754,019.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			
b PRESCOTT GRP AGGRESSIVE SMALL CAP II, LP			
c PRESCOTT GRP AGGRESSIVE MID CAP II, LP			
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 27,055,702.		24,159,406.	2,896,296.
b			62,314.
c			35,125.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			2,896,296.
b			62,314.
c			35,125.
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	2,993,735.
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). If (loss), enter -0- in Part I, line 8	}	3	N/A

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	4,946,390.	85,506,538.	.057848
2014	4,355,046.	93,755,560.	.046451
2013	4,406,557.	87,653,796.	.050272
2012	4,445,594.	89,630,764.	.049599
2011	4,157,629.	91,491,447.	.045443

2 Total of line 1, column (d)	2	.249613
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	.049923
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	84,903,055.
5 Multiply line 4 by line 3	5	4,238,615.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	54,136.
7 Add lines 5 and 6	7	4,292,751.
8 Enter qualifying distributions from Part XII, line 4	8	3,960,326.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b		1	108,272.
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	108,272.
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	108,272.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	56,417.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	51,855.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	108,272.	
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		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OK		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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 ▶ HTTP://WWW.CHAPMANTRUSTS.ORG/	X	
14 The books are in care of ▶ DONNE PITMAN Telephone no. ▶ 918-496-7882 Located at ▶ 6100 SOUTH YALE, SUITE 1816, TULSA, OK ZIP+4 ▶ 74136		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 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 ▶		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
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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? (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"/>	1b	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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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. ▶ _____, _____, _____	2b	
3a 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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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.

(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
J. JERRY DICKMAN 6100 S. YALE, STE 1816 TULSA, OK 74136	MANAGER & CO-TRUSTEE 15.00	218,380.	0.	0.
DONNE W. PITMAN 6100 S. YALE, STE 1816 TULSA, OK 74136	MANAGER & CO-TRUSTEE 15.00	217,172.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 - THE H.A. & MARY K. CHAPMAN CHARITABLE TRUST IS A NON-OPERATING PRIVATE FOUNDATION WHICH MAKES GIFTS TO CHARITABLE ORGANIZATIONS. THE FOUNDATION DOES NOT OPERATE	0.
2 ANY FACILITY OR INSTITUTION UNDERTAKING A CHARITABLE, EDUCATIONAL, OR RELIGIOUS ENDEAVOR.	0.
3	
4	

Part IX-B Summary of Program-Related Investments

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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	85,907,277.
b	Average of monthly cash balances	1b	288,718.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	86,195,995.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	86,195,995.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,292,940.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	84,903,055.
6	Minimum investment return. Enter 5% of line 5	6	4,245,153.

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	4,245,153.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	108,272.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	108,272.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,136,881.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,136,881.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,136,881.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,960,326.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,960,326.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,960,326.

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.

H.A. AND MA K. CHAPMAN
CHARITABLE TRUST

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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				4,136,881.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			3,828,499.	
b Total for prior years:		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: ▶ \$ 3,960,326.				
a Applied to 2015, but not more than line 2a			3,828,499.	
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				131,827.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				4,005,054.
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	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
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				

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)

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

Tax year

Prior 3 years

(a) 2016

(b) 2015

(c) 2014

(d) 2013

(e) Total

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).)

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 13

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:

H.A. AND MA K. CHAPMAN
 CHARITABLE TRUST

73-6177739 Page 11

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 ATTACHED STATEMENT	NONE	PC	SEE ATTACHED	3,391,750.
Total				3a 3,391,750.
b Approved for future payment				
NONE				
Total				3b 0.

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2016 for Form 990

Payee Organization	Request Project Title	Amount
Arts and Culture		
Colorado Springs Pioneers Museum 215 S. Tejon St. Colorado Springs, CO 80903	2016 Operating Funds	\$10,000
Gilcrease Museum Management Trust 800 S. Tucker Drive Tulsa, OK 74104	2013/2014--2017/2018 General Operating Funds	\$250,000
OK MOZART, Inc. P.O. Box 2344 Bartlesville, OK 74005	2016-2018 Festival Seasons	\$15,000
Tulsa Ballet Theatre, Inc. 1212 East 45th Place South Tulsa, OK 74105-4563	Defining the Future: Integrated Campaign (CCT)	\$100,000
Tulsa Community Foundation 7030 South Yale Ave. Suite 600 Tulsa, OK 74136	Arts Alliance Tulsa 2016 Campaign	\$25,000
Tulsa Opera, Inc. 1610 South Boulder Avenue Tulsa, OK 74119-4479	2016/2017 - 2018/2019 Opera on Tour!	\$10,000
Tulsa Symphony Orchestra, Inc. 117 N. Boston Ave. Ste. 201 Tulsa, OK 74103	Operating Funds for Fiscal Years 2016/2017 - 2018/2019	\$15,500

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Civic and Community		
Kids on Bikes 6365 Corporate Drive Colorado Springs, CO 80919	Pedal Station	\$10,000
Leadership Pikes Peak P.O. Box 128 Colorado Springs, CO 80901	2016/2017 Women's Community Leadership Initiative	\$10,000
Retired Senior Volunteer Program of Tulsa, Inc. 5756 East 31st Street Tulsa, OK 74135	2017-2019 Operating Funds	\$15,000
Tulsa Community Foundation 7030 South Yale Ave. Suite 600 Tulsa, OK 74136	2016-2017 501 Tech Net Operations	\$50,000
Tulsa Hub Syndicate 601 W. 3rd St. Tulsa, OK 74103	2016-2018 Operating Funds	\$30,000
Tulsa Hub Syndicate 601 W. 3rd St. Tulsa, OK 74103	2016-2018 Operating Funds	\$30,000
Tulsa Tough Inc. 214 N. Main St., Suite 203 Tulsa, OK 74103	2016-2018 Tulsa Bikeshare	\$31,250
Up With Trees, Inc. 1102 South Boston Ave. Tulsa, OK 74119	Tree Downtown Tulsa: Phase IV	\$15,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Education		
Cascia Hall Preparatory School 2520 South Yorktown Tulsa, OK 74114-2803	2015/2016 Financial Aid Program	\$60,000
Colorado Springs Christian Schools 4855 Mallow Rd. Colorado Springs, CO 80907	Campus Security Enhancements	\$30,000
Early Connections Learning Centers 104 E. Rio Grande Street Colorado Springs, CO 80903	2016 Classroom Assessment Scoring System (CLASS)	\$15,000
Glenn Pool Oil Field Education Center Inc. 6338 E. 98th St. Tulsa, OK 74137	Expansion of Tulsa Geoscience Center	\$10,000
Global Gardens PO Box 52034 Tulsa, OK 74152	2016/2017 Family Food Farms	\$25,000
Holland Hall School 5666 East 81st Street Tulsa, OK 74137-2099	2015/2016-2017/2018 Financial Aid Program	\$75,000
Holland Hall School 5666 East 81st Street Tulsa, OK 74137-2099	2015/2016-2017/2018 Financial Aid Program	\$75,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
John 3:16 Mission 205 E. Pine Street Suite 103 Tulsa, OK 74106	2014-2016 Summer Literacy Programs	\$15,000
Junior Achievement of Oklahoma, Inc. 3947 S. 103rd E. Ave. Tulsa, OK 74146	JA Blended Learning Secondary Project	\$25,000
KIPP Tulsa Academy College Preparatory Inc. 1661 E. Virgin Street Tulsa, OK 74106	2016/2017 Operating Funds	\$50,000
Margaret Hudson Program, Inc. P.O. Box 580637 Tulsa, OK 74158	Fiscal Year 2016 Operating Funds	\$15,000
Oklahoma Center for Nonprofits, Inc. 1145 S. Utica Suite 1100 Tulsa, OK 74104	2017 ONE Awards and Program Expansion	\$60,000
Oklahoma Foundation for Excellence 101 Park Ave., Suite 420 Oklahoma City, OK 73102-7201	Sponsorship of 2014-2016 Academic Awards Programs	\$5,000
Oklahoma School of Science and Mathematics Foundation 1141 North Lincoln Boulevard Oklahoma City, OK 73104	2016 General Operating Funds for OSSM Foundation and School	\$70,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Space Foundation 4225 Arrowswest Drive Colorado Springs, CO 80907	2015/2016-2017/2018 Discovery Center Operating Funds	\$10,000
Special Care, Inc. 12201 North Western Ave. Oklahoma City, OK 73114	2016/2017	\$35,000
Street School, Inc. 1135 S. Yale Ave. Tulsa, OK 74112	2014/2015 Operating Funds	\$20,000
Town & Country School, Inc. 8906 E. 34th Street Tulsa, OK 74145	2014/2015-2016/2017 Operating Funds	\$25,000
Town Hall of Tulsa Corp. P.O. Box 52266 Tulsa, OK 74152	Sponsorship of the 2014/2015 - 2016/2017 Lecture Series	\$15,000
Tulsa Charity Fight Night Inc. P.O. Box 21228, Dept. 10 Tulsa, OK 74121	Flight Night Operating Funds for the fiscal year ending June 30, 2017.	\$25,000
Tulsa Community Foundation 7030 South Yale Ave. Suite 600 Tulsa, OK 74136	2014/2015 - 2016/2017 PASS Program	\$6,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Healthcare		
American Heart Association 2227 E. Skelly Dr. Tulsa, OK 74105	Fiscal Year 2016 Operating Funds	\$15,000
Clarehouse, Inc. 7617 S. Mingo Rd. Tulsa, OK 74133	2015/2016-2017/2018 End-of-Life Care	\$15,000
Clarehouse, Inc. 7617 S. Mingo Rd. Tulsa, OK 74133	2015/2016-2017/2018 End-of-Life Care	\$15,000
Good Samaritan Health Services P.O. Box 1191 Tulsa, OK 74101-1191	2016-2018 Operating Funds for Mobile Health Clinics	\$15,000
Indian Health Care Resource Center of Tulsa, Inc. 550 S. Peoria Ave. Tulsa, OK 74120	Operating Funds for the fiscal year ending June 30, 2015-2017	\$25,000
Kelly B. Todd Cerebral Palsy & Neuromuscular Foundation, Inc. P.O. Box 2643 Muskogee, OK 74402	Operating Funds for the fiscal year ending 9/30/2017	\$10,000
Oklahoma Caring Foundation, Inc. 1400 S. Boston Tulsa, OK 74119	2017-2019 Tulsa Caring Van Program	\$10,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Oklahoma Project Woman, Inc. P.O. Box 14026 Tulsa, OK 74159	2016 Operating Funds	\$20,000
<u>Medical Research</u>		
Baylor College of Medicine One Baylor Plaza, No. T100 Houston, TX 77030-3498	Neurogenerative Consortium (CCT)	\$200,000
The University of Texas M.D. Anderson Cancer Center Unit 705, PO Box 301439 Houston, TX 77030-4095	Neurodegeneration Consortium (NDC) - CCT	\$200,000
Oklahoma Medical Research Foundation 825 Northeast 13th Street Oklahoma City, OK 73104	2016 Operating Funds	\$15,000
<u>Nature & Wildlife</u>		
Cheyenne Mountain Zoological Society 4250 Cheyenne Mountain Zoo Road Colorado Springs, CO 80906	Making Waves Capital Campaign	\$150,000
George Miksch Sutton Avian Research Center P.O. Box 2007 Bartlesville, OK 74005-2007	2016 Operating Funds	\$4,000
The Nature Conservancy - Colorado Chapter 2424 Spruce Street Boulder, CO 80302	Crystal Canyon Conservation Easement	\$50,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
The Nature Conservancy-Oklahoma Chapter 10425 S. 82nd E. Ave. Ste. 104 Tulsa, OK 74133	Nickel Preserve Capital Improvements, Stewardship, and Land Acquisition	\$50,000
<u>Social Services</u>		
12 & 12, Inc. 6333 East Skelly Drive Tulsa, OK 74135	2015/2016 Prescription Drug Support for individuals in Substance Abuse Recovery Programs	\$15,000
American Red Cross, Tulsa Area Chapter 10151 East 11th Street Tulsa, OK 74128	2015-2017 Fiscal Years Local Disaster Relief Emergency Assistance	\$30,000
Assistance League of Tulsa 3408 E. 11th Street Tulsa, OK 74112-3826	31st St. Plaza Capital Campaign	\$200,000
Boys and Girls Club of the Pikes Peak Region P.O. Box 2078 Colorado Springs, CO 80901	2016/2017 Youth Development Programs	\$25,000
Camp Fire Green Country, Inc. 706 South Boston Avenue Tulsa, OK 74119-1610	2017 and 2018 Core Program Support	\$15,000
Care and Share Inc. 2605 Preamble Pt. Colorado Springs, CO 80915	2014/2015 -2016/2017 General Operating Funds	\$25,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
CASA of the Pikes Peak Region 701 S. Cascade Avenue Colorado Springs, CO 80903	2015/2016 Operating Funds	\$25,000
Cheyenne Village 6275 Lehman Drive Colorado Springs, CO 80918-1433	2016/2017 Operating Funds	\$25,000
Crosstown Learning Center 2501 East Archer Tulsa, OK 74110	2016 Operating Funds	\$30,000
Dillon International Inc. 7335 S. Lewis Ave., Suite 302 Tulsa, OK 74136	2016 & 2017 Operating Funds and Lifetime Support Services Expansion	\$25,000
Elder Care 1223 Swan Drive Bartlesville, OK 74006-5037	2016-2018 Operating Funds	\$25,000
First Tee of Pikes Peak 525 N. Academy Blvd. Colorado Springs, CO 80909	2016 Operating Funds	\$10,000
Discover Goodwill - Southern & Western Colorado 1460 Garden of the Gods Road Colorado Springs, CO 80907	Fresh Start Commercial Laundry 2016 Operating Funds	\$25,000
Harvest House 1439 E. 71st St. Tulsa, OK 74136	2016 Food Programs	\$10,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Helping Hands Inc. 709 South Boston Avenue Tulsa, OK 74119-1629	2016-2018 Food & Financial Assistance Program	\$30,000
Homeward Pikes Peak 606 S. Tejon St. Colorado Springs, CO 80903	2016 Housing Programs	\$15,000
Hospice of Green Country, Inc. 1120 South Boston, Suite 200 Tulsa, OK 74119	2016-2018 Courtesy Care, Live Alone and Pet Peace of Mind Programs	\$15,000
The Hospitality House of Tulsa, Inc. 1135 South Victor Ave. Tulsa, OK 74104	2017 general operating support	\$25,000
Life Senior Services, Inc. 5950 East 31st Street Tulsa, OK 74135	2016-2018 Operating Funds	\$17,500
Meals on Wheels of Metro Tulsa, Inc. 12620 East 31st Street Tulsa, OK 74146-2307	Expansion of Home Delivery and Breakfast Programs	\$30,000
Neighbors Along The Line 5000 W. Charles Page Boulevard Tulsa, OK 74127	2017-2019 Operating Funds	\$20,000
Neighbors Building Neighborhoods 207 North 2nd St. Muskogee, OK 74401	2016/2017 Free Dental and Vision Clinics	\$2,500

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
The Pencil Box, Inc. P.O. Box 52631 Tulsa, OK 74152	2017 Operating Funds	\$10,000
Pikes Peak United Way 518 N. Nevada Ave. Colorado Springs, CO 80903-1106	2015/2016 Community Fund	\$75,000
Resonance Center for Women, Inc. 1608 S. Elwood Ave. Tulsa, OK 74119	2016 Operating Funds	\$15,000
Ronald McDonald House Charities of Southern Colorado 311 North Logan Ave. Colorado Springs, CO 80909	2017 Operating Funds	\$20,000
Saint Simeon's Episcopal Home Foundation 3701 North Cincinnati Tulsa, OK 74106-1599	2016 Operating Funds	\$5,000
The Salvation Army - Colorado Springs and El Paso County P.O. Box 9947 Colorado Springs, CO 80909	Transitional Housing	\$50,000
Sertoma Handicapped Opportunity Program, Inc. 222 S. Memorial Dr. Tulsa, OK 74112	2015/2016 Operating Funds	\$15,000
Show, Inc. 425 W. Wells Blvd. Sapulpa, OK 74066	Recycling Center Fire Sprinkler Installation	\$10,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Sooners Helping Sooners 2600 Van Buren St. Ste. 2600 Norman, OK 73072	2016-2020 Operating Funds	\$5,000
Stand In The Gap 3939 S. Harvard Ave., Suite 120 Tulsa, OK 74135-4600	2015-2017 Life Launch Program	\$25,000
Teen Challenge Oklahoma P.O. Box 270365 Oklahoma City, OK 73137	Brush Creek Youth Ranch Capital Campaign	\$10,000
TESSA PO Box 2662 Colorado Springs, CO 80901	Fiscal Year 2017 Operating Funds	\$15,000
Total Source for Hearing-loss and Access 8740 East 11th Street, Suite A Tulsa, OK 74112	2016 Fiscal Year Operating Funds for Community Resources Program	\$10,000
Tulsa CASA, Inc. 700 South Boston, Suite 230 Tulsa, OK 74119	2015-2017 Operating Funds	\$15,000
Tulsa Habitat for Humanity 6235 E. 13th St. Tulsa, OK 74112	2016/2017 Construction Program	\$25,000
Tulsa Lawyers for Children, Inc. P.O. Box 2254 Tulsa, OK 74101-2254	2015-2017 Operating Funds	\$25,000

H.A. & Mary K. Chapman Charitable Trust

Schedule of Annual Grant Payments in 2007 for Form 990

Payee Organization	Request Project Title	Amount
Urban Peak Colorado Springs 423 E. Cucharas Street Colorado Springs, CO 80903	2015/2016 Operating Funds	\$20,000
Young Women's Christian Association of Tulsa 1910 S. Lewis Ave., Suite 200 Tulsa, OK 74104-5708	2015-2017 Operating Funds	\$25,000
Youth Services of Tulsa, Inc. 311 South Madison Tulsa, OK 74120	2016/2017 - 2018/2019 Operating Funds	\$35,000
Zoe Institute P.O. Box 1864 Tahlequah, OK 74465	Tahlequah Day Center Commercial Kitchen	\$15,000
Boy Scouts of America - Indian Nation Council 4295 S Garnett Road Tulsa, OK 74146		\$250,000

Grant Total	\$3,391,750
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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
	(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	358,822.		
4 Dividends and interest from securities			14	2,324,331.		
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	900000	3,881.	18	7,906.		
8 Gain or (loss) from sales of assets other than inventory			18	2,993,735.		
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)		3,881.		5,684,794.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	5,688,675.

(See worksheet in line 13 instructions to verify calculations.)

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).
----------------------	---

NOT APPLICABLE

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.				MANAGER/CO-TRUS TEE		May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee				Date		Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date		Check <input type="checkbox"/> if self-employed	PTIN
	J. PATRICK MILLIGAN		J. PATRICK MILLIGAN		06/05/17			P00435069
	Firm's name ▶ HOGANTAYLOR LLP						Firm's EIN ▶ 73-1413977	
Firm's address ▶ 2222 S. UTICA PL., SUITE 200 TULSA, OK 74114-7002						Phone no. (918) 745-2333		

Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. H.A. AND MARY K. CHAPMAN CHARITABLE TRUST	Enter filer's identifying number Employer identification number (EIN) or 73-6177739
	Number, street, and room or suite no. If a P.O. box, see instructions. 6100 S. YALE AVE., SUITE 1816	Social security number (SSN)
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TULSA, OK 74136	

Enter the Return Code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

DONNE PITMAN

• The books are in the care of ► **6100 SOUTH YALE, SUITE 1816 - TULSA, OK 74136**
Telephone No. ► **918-496-7882** Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box ☐
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2017**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2016** or
► tax year beginning , and ending

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 108,272.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 56,417.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 51,855.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2017)

MAIL TO: DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0045

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	358,822.	358,822.	
TOTAL TO PART I, LINE 3	358,822.	358,822.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	2,324,331.	0.	2,324,331.	2,324,331.	
TO PART I, LINE 4	2,324,331.	0.	2,324,331.	2,324,331.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FLOW THROUGH FROM PRESCOTT AGGRESSIVE SMALL CAP II, LP	3,881.	0.	
OTHER INCOME	7,906.	7,906.	
TOTAL TO FORM 990-PF, PART I, LINE 11	11,787.	7,906.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	989.	198.		791.
TO FM 990-PF, PG 1, LN 16A	989.	198.		791.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	22,527.	6,758.		15,769.	
TO FORM 990-PF, PG 1, LN 16B	22,527.	6,758.		15,769.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES	9,034.	1,807.		7,227.	
ADVISORY FEES	68,379.	68,379.		0.	
TO FORM 990-PF, PG 1, LN 16C	77,413.	70,186.		7,227.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REAL ESTATE TAXES	4,383.	4,207.		176.	
FOREIGN TAXES PAID	1,227.	1,227.		0.	
ESTIMATED TAX PAYMENTS & WITHHOLDINGS	18,696.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	24,306.	5,434.		176.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES, MEMBERSHIPS, SUBSCRIPTIONS	8,027.	1,605.		6,422.	
INSURANCE AND BONDS	7,439.	2,232.		5,207.	
OFFICE SUPPLIES	1,717.	343.		1,374.	
POSTAGE & COURIER SERVICE	543.	109.		434.	
PLANT RENTAL	870.	174.		696.	
COMPUTER EXPENSES	16,609.	3,322.		13,287.	
EDUCATION AND TRAINING	470.	47.		423.	
REPAIRS & MAINTENANCE	1,645.	329.		1,316.	
TELEPHONE AND CABLE EXPENSES	6,298.	1,260.		5,038.	
FOOD & ENTERTAINMENT	1,277.	64.		575.	
OTHER EXPENSES	8,746.	1,749.		6,997.	
TO FORM 990-PF, PG 1, LN 23	53,641.	11,234.		41,769.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
BOK BOND FUND - SEE ATTACHED	X		6,847,351.	6,682,435.	
BOK BOND FUND - PENNSYLVANIA ST GO UNLTD 4% DUE 2/1/2034		X	93,052.	92,273.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			6,847,351.	6,682,435.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			93,052.	92,273.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			6,940,403.	6,774,708.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
EQUITIES - SEE ATTACHED LISTING			6,297,081.	63,128,313.
TOTAL TO FORM 990-PF, PART II, LINE 10B			6,297,081.	63,128,313.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOK BOND FUND - SEE ATTACHED	4,088,413.	4,617,996.
GENERAL MOTORS CORP 7.2% DUE 1/15/2011	201,388.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,289,801.	4,617,996.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITIES - SEE ATTACHED LISTING	COST	12,353,346.	12,142,968.
BOK SHORT-TERM CASH FUND	COST	391,186.	391,186.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,744,532.	12,534,154.

CHAPMAN CHARITABLE FIXED INC MGMT

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Corporate Bonds					
AMT Ser 2002-1 CI A3 Stp Rt Due 06/25/2032 Rating: BA3	70,828.547	67,205.14 58,221.78	94.88 82.20	4,884 407.02	7.18 7.27
Accss Ser 2006-1 CI B Flt Rt Due 08/25/2037 Rating: A1	371,819.660	332,505.16 333,708.14	89.43 89.75	5,131 527.36	3.49 1.54
Cwalt Ser 2006-19cb CI A7 @ 6.000% Due 08/25/2036 Rating: CA	11,350.428	9,870.31 11,596.47	86.96 102.17	681 56.75	3.48 6.90
Cwalt Ser 2007-4cb CI 1A8 @ 5.750% Due 04/25/2037 Rating: C	0.111	0.00 0.00	0.01		18.00
Cwalt Ser 2007-18cb CI 2A25 6.000% Due 08/25/2037 Rating: NR	8,010.565	7,201.59 6,052.88	89.90 75.56	480 40.05	4.67 6.67
Bafc Ser 2004-3 CI 1A5 @ 5.750% Due 10/25/2034 Rating: AA-	15,136.895	15,625.17 11,707.76	103.23 77.35	870 72.53	4.75 5.57
Bafc Ser 2004-3 CI 1A9 @ 5.500% Due 10/25/2034 1% Cleanup Rating: AA-	25,046.938	25,643.85 20,923.90	102.38 83.54	1,377 114.79	4.75 5.37
Boaa Ser 2004-6 CI 4A1 @ 5.000% Due 07/25/2019 Rating: B1	2,512.039	2,531.70 999.42	100.78 39.79	125 10.46	3.75 4.96
Boaa Ser 2004-11 CI 1CB1 @ 6.000% Due 12/25/2034 Rating: CAA1	23,494.196	24,565.54 11,622.35	104.56 49.47	1,409 117.47	5.00 5.74

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Boaa Ser 2006-3 CI 4CB1 @ 6.500% Due 04/25/2036 10% Cleanup Rating: CAA3	9,511.856	8,454.93 12,373.46	88.89 130.09	618 51.52	4.95 7.31
Boams Ser 2004-4 CI 1A12 @ 5.500% Due 05/25/2034 Rating: BBB+	222,000.000	224,874.57 225,225.00	101.29 101.45	12,210 1,017.50	5.00 5.43
Boams Ser 2005-1 CI 1A6 @ 5.500% Due 02/25/2035 10% Cleanup Rating: B2	2,301.938	2,337.99 894.08	101.57 38.84	126 10.55	5.35 5.42
Bafc Ser 2006-2 CI 2A17 @ 5.750% Due 03/25/2036 Rating: CAA1	950.587	883.66 0.00	92.96	54 4.55	5.97 6.19
Bafc Ser 2006-E CI 2A1 Var Rt Due 06/20/2036 Rating: NR	7,770.277	6,386.40 4,702.97	82.19 60.53	254 21.18	4.61 3.98
Boams Ser 2006-2 CI A29 @ 6.250% Due 07/25/2036 Rating: CAA2	8,204.964	7,333.26 8,618.49	89.38 105.04	512 42.73	6.05 6.99
Boams Ser 2006-B CI 4A2 @ 5.731% Due 11/20/2036 Rating: NR	9,380.674	7,714.75 6,296.26	82.24 67.12	322 26.88	5.56 4.18
Bayv Ser 2006-B CI 1A5 Stp Rt Due 04/28/2036 Rating: A2	14,668.936	15,171.41 15,347.87	103.43 104.63	885 73.80	3.66 5.84
Bayv Ser 2006-A CI 1A5 Stp Rt Due 02/28/2041 Rating: AA2	3,109.355	3,268.91 3,109.35	105.13 100.00	177 14.77	10.51 5.43
Bsabs Ser 2003-AC7 CI A2 @ 5.250% Due 01/25/2034 Rating: BA2	15,542.013	15,935.15 13,251.91	102.53 85.27	815 67.99	5.07 5.12
Balta Ser 2006-3 CI 33A1 Var Rt Due 05/25/2036 Rating: CA	30,321.154	22,326.73 4,723.20	73.63 15.58	957 79.76	5.59 4.29
Cbass Ser 2003-CB3 CI AF1 Stp Rt Due 12/25/2032 Rating: BAA1	39,612.169	38,930.05 25,709.91	98.28 64.90	1,338 111.54	3.56 3.44

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Cmalt Ser 2007-A2 CI 1A5 @ 6.000% Due 02/25/2037 Rating: CAA3	10,260.601	9,041.14 11,104.48	88.12 108.22	615 51.30	4.46 6.81
Swalt Ser 2005-J1 CI 2A1 @ 5.500% Due 02/25/2025 Rating: B3	4,213.544	4,292.84 2,533.37	101.88 60.12	231 19.31	4.73 5.40
Cwalt Ser 2004-J1 CI 1A1 @ 6.000% Due 02/25/2034 5% Cleanup Rating: A+	75,888.389	76,654.22 81,899.89	101.01 107.92	4,553 379.44	5.69 5.94
Cwalt Ser 2004-22cb CI 1A1 @ 6.000% Due 10/25/2034 10% Cleanup Rating: B2	9,953.050	10,636.23 7,408.24	106.86 74.43	597 49.76	4.44 5.61
Cwalt Ser 2005-J3 CI 2A12 @ 5.500% Due 05/25/2035 Rating: NR	3,315.399	3,296.14 0.00	99.42	182 15.19	6.28 5.53
Cwalt Ser 2005-J8 CI 1A3 @ 5.500% Due 07/25/2035 10% Cleanup Rating: CAA2	7,825.795	7,149.69 5,650.68	91.36 72.21	430 35.87	4.65 6.02
Cwalt Ser 2005-23cb CI A7 @ 5.250% Due 07/25/2035 Rating: CAA2	6,186.607	5,747.39 5,301.61	92.90 85.70	324 27.06	4.61 5.65
Cwalt Ser 2005-23cb CI A16 @ 5.500% Due 07/25/2035 Rating: CAA2	72,070.759	69,593.81 46,716.63	96.56 64.82	3,963 330.32	4.88 5.70
Cwalt Ser 2005-26cb CI A5 @ 5.500% Due 07/25/2035 Rating: CAA2	7,092.566	6,406.47 6,154.80	90.33 86.78	390 32.51	4.94 6.09
Cwl Ser 2004-S1 CI A3 Stp Rt Due 02/25/2035 Rating: BAA3	8,445.261	8,560.82 0.00	101.37	431 35.99	4.21 5.05
Cwalt Ser 2005-86cb CI A4 @ 5.500% Due 02/25/2036 Rating: CAA3	13,248.109	11,381.76 13,171.56	85.91 99.42	728 60.72	4.10 6.40

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Cwhl Ser 2002-19 CI 1A13 @ 6.250% Due 11/25/2032 10% Cleanup Rating: BBB	4,847.127	4,808.15 4,694.19	99.20 96.85	302 25.24	6.42 6.30
Cwhl Ser 2004-J2 CI A6 @ 5.500% Due 03/25/2034 Rating: BA1	34,189.880	34,156.69 28,332.41	99.90 82.87	1,880 156.70	5.47 5.51
Cwhl Ser 2004-4 CI A4 @ 5.250% Due 05/25/2034 Rating: A3	7,000.000	7,099.37 5,895.54	101.42 84.22	367 30.62	4.68 5.18
Cwhl Ser 2004-7 CI 2A1 Flt Rt Due 06/25/2034 Rating: BA1	4,798.121	4,688.30 4,418.73	97.71 92.09	141 11.80	4.00 3.02
Cwhl Ser 2004-20 CI 3A1 Var Rt Due 09/25/2034 Rating: CAA2	2,737.143	2,332.89 2,656.76	85.23 97.06	72 6.01	3.54 3.09
Cwhl Ser 2004-HYB5 CI 4A1 Var Rt Due 04/20/2035 Rating: CAA1	4,259.642	4,026.38 3,884.55	94.52 91.19	134 11.23	4.67 3.35
Cxhe Ser 2003-B CI AF4 Stp Rt Due 02/25/2032 Rating: A1	61,193.070	61,397.46 48,578.54	100.33 79.39	2,285 38.09	3.60 3.72
Cxhe Ser 2004-A CI AF4 Stp Rt Due 08/25/2032 Rating: AAA	16,604.750	16,655.54 15,866.45	100.31 95.55	831 69.32	4.92 4.99
Cmfc Ser 2005-A1 CI 2A2 Var Rt Due 12/25/2035 5% Cleanup Rating: D	1,630.497	1,519.23 23.56	93.18 1.45	51 4.32	4.56 3.41
Chase Ser 2006-A1 CI 2A3 Var Rt Due 09/25/2036 Rating: CAA2	55,815.082	50,091.32 37,341.16	89.75 66.90	1,721 143.44	5.02 3.44
Cmlti Ser 2006-AR7 CI 2a3a Var Rt Due 11/25/2036 Rating: NR	17,387.078	13,222.72 8,680.11	76.05 49.92	541 45.14	4.54 4.10
Cmlti Ser 2003-1 CI 3A3 @ 5.500% Due 09/25/2033 Rating: BBB-	4,000.000	4,057.89 3,405.00	101.45 85.13	220 18.33	4.86 5.42

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Cmlti Ser 2004-NCM1 CI 1A2 @ 6.500% Due 07/25/2034 Rating: BAA3	44,893.947	49,989.26 29,346.32	111.35 85.37	2,918 243.17	4.00 5.84
Cmlti Ser 2004-NCM2 CI 1CB2 @ 6.750% Due 08/25/2034 Rating: BAA3	21,647.689	21,930.72 18,824.57	101.31 86.96	1,461 121.76	6.43 6.66
Cmlti Ser 2004-NCM2 CI 2CB3 @ 8.000% Due 08/25/2034 5% Cleanup Rating: BAA3	14,450.004	15,506.65 14,568.67	107.31 100.82	1,156 96.33	6.45 7.45
Cmlti Ser 2005-WF1 CI A5 @ 5.010% Due 02/25/2035 Rating: A3	3,027.419	3,117.10 0.00	102.96	151 12.63	2.91 4.87
Cmlti Ser 2005-3 CI 2a2a Var Rt Due 08/25/2035 Rating: B2	19,657.642	19,289.94 0.00	98.13	597 49.81	4.79 3.10
Cmlti Ser 2006-A1 CI 2A1 @ 5.250% Due 03/25/2021 Rating: A3	103,215.284	105,669.61 105,506.19	102.38 102.22	5,418 451.56	2.68 5.13
Cmlti Ser 2006-A3 CI 1A5 @ 6.000% Due 07/25/2036 Rating: CAA3	7,035.245	6,290.73 7,567.39	89.42 107.56	422 35.17	5.18 6.71
Csfb Ser 2003-1 CI 1A1 @ 7.000% Due 02/25/2033 Rating: BAA1	7,612.573	8,182.70 6,027.82	107.49 79.18	532 44.40	5.75 6.51
Csfb Ser 2004-6 CI 4A9 @ 5.500% Due 10/25/2034 Rating: BB+	7,692.350	7,895.55 6,092.89	102.64 79.21	423 35.25	5.08 5.36
Csfb Ser 2002-AR21 CI 1A1 Var Rt Due 06/25/2032 5% Cleanup Rating: AA2	4,354.600	3,597.75 4,236.14	82.62 97.28	115 9.61	11.11 3.21
Csfb Ser 2003-8 CI 5A1 @ 6.500% Due 04/25/2033 5% Cleanup Rating: BAA1	96,043.207	97,602.28 106,421.03	101.62 110.81	6,242 520.23	6.14 6.40

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Csfb Ser 2003-29 CI 8A1 @ 6.000% Due 11/25/2018 5% Cleanup Rating: A3	1,020.350	1,041.53 513.08	102.08 50.29	61 5.10	3.82 5.88
Csfb Ser 2003-23 CI 3A6 @ 5.750% Due 09/25/2033 Rating: BAA1	39,350.391	41,086.34 31,049.42	104.41 78.91	2,262 188.55	1.17 5.51
Csfb Ser 2004-AR7 CI 2A1 Var Rt Due 11/25/2034 10% Cleanup Rating: BAA1	3,819.787	3,920.63 0.00	102.64	123 10.25	3.54 3.14
Csfb Ser 2004-8 CI 8A4 @ 5.750% Due 12/25/2034 Rating: A+	24,455.881	25,107.43 18,654.48	102.66 76.28	1,406 117.18	4.56 5.60
Csfb Ser 2005-1 CI 1A24 @ 5.500% Due 02/25/2035 Rating: NR	30,000.000	29,455.52 25,200.00	98.19 84.00	1,650 137.49	5.77 5.60
Csfb Ser 2005-8 CI 3A17 @ 5.500% Due 09/25/2035 Rating: CAA1	1,303.160	1,218.79 0.00	93.53	71 5.97	5.87 5.88
Csfb Ser 2005-10 CI 5A3 @ 5.500% Due 11/25/2035 10% Cleanup Rating: CAA2	25,285.992	23,312.96 23,380.70	92.20 92.47	1,390 115.89	5.25 5.97
Csfb Ser 2005-10 CI 6A4 @ 5.750% Due 11/25/2035 Rating: CAA3	36,385.624	30,911.65 31,991.89	84.96 87.93	2,092 174.34	5.02 6.77
Csmc Ser 2006-1 CI 4A11 @ 5.750% Due 02/25/2036 Rating: NR	3,661.919	3,589.90 2,491.72	98.03 68.04	210 17.54	5.75 5.87
Csmc Ser 2006-2 CI 6A7 @ 5.750% Due 03/25/2036 Rating: CAA2	40,509.928	36,906.02 37,418.97	91.10 92.37	2,329 194.11	4.58 6.31
Dsla Ser 2004-AR3 CI 1a1b Flt Rt Due 07/19/2044 Rating: BAA3	4,116.496	4,024.21 3,298.86	97.76 80.14	119 9.88	4.84 2.96

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Dbalt Ser 2003-4xs CI A6a @ 4.820% Due 10/25/2033 Rating: B1	7,072.376	7,078.70 559.47	100.09 7.91	340 28.40	4.84 4.82
Dmsi Ser 2004-1 CI 1A1 @ 5.500% Due 09/25/2033 10% Cleanup Rating: BAA1	750.172	774.20 0.00	103.20	41 3.43	4.41 5.33
Emlt Ser 2003-2 CI 2A2 Stp Rt Due 09/25/2033 Rating: AA1	51,834.872	52,196.80 38,427.97	100.70 74.14	2,202 91.79	4.10 4.22
FHLMC Ser 2659 CI NH @ 5.500% Due 08/15/2033 Rating: NA	18,557.010	20,800.91 13,892.01	112.09 74.86	1,020 85.05	2.87 4.91
First Hrzn Alt Mtg Ser 2004-AA1 CLA1 @ 4.875% Due 06/25/2034 Rating: BA3	18,125.886	17,669.39 0.00	97.48	542 45.23	4.57 3.07
Fhams Ser 2004-AA3 CI A1 Var Rt Due 09/25/2034 Rating: B2	4,251.586	4,130.75 3,934.72	97.16 92.55	117 9.77	4.64 2.84
Fhams Ser 2004-FA1 CI 1A1 @ 6.250% Due 10/25/2034 10% Cleanup Rating: B2	9,977.198	10,294.64 5,362.44	103.18 53.75	623 51.96	5.46 6.06
Gmacm Ser 2003-GH2 CI A4 Stp Rt Due 10/25/2033 10% Cleanup Rating: A1	155,541.908	154,789.13 163,346.95	99.52 105.02	8,554 712.90	5.36 5.53
Gmacm Ser 2004-J5 CI A7 @ 6.500% Due 01/25/2035 10% Cleanup Rating: BA2	16,880.716	17,431.58 18,651.43	103.26 110.49	1,097 91.43	5.60 6.29
Gsr Ser 2004-6f CI 3A3 @ 6.500% Due 05/25/2034 Rating: BBB-	3,637.099	3,854.72 3,936.88	105.98 108.24	236 19.70	4.55 6.13
Gsr Ser 2004-2f CI 13A1 @ 5.000% Due 09/25/2019 1% Cleanup Rating: B+	350.457	352.98 572.11	100.72 163.25	17 1.46	3.56 4.96

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Gsr Ser 2005-5f CI 1A2 @ 5.000% Due 06/25/2035 1% Cleanup Rating: BAA3	17,398.498	17,684.50 12,711.35	101.64 73.06	869 72.49	4.26 4.92
Hvmlt Ser 2004-7 CI 2A2 @ 6.562% Due 11/19/2034 Rating: CAA1	21,306.392	19,613.05 0.00	92.05	613 51.13	5.41 3.13
Imm Ser 2004 4 CI 2A1 Stp Rt Due 09/25/2034 Rating: B1	61,135.255	58,979.14 58,559.17	96.47 95.79	2,924 243.72	4.84 4.96
Imsa Ser 2002-2 CI M1 @ 6.500% Due 04/25/2033 Rating: B3	155,761.200	130,213.45 167,826.27	83.60 107.75	10,124 843.70	7.09 7.78
Imsa Ser 2006-1 CI 2A1 Flt Rt Due 05/25/2036 Rating: AAA	6,709.490	6,030.03 1,728.60	89.87 25.76	74 1.23	4.31 1.23
Indx Ser 2006-AR19 CI 1A2 Var Rt Due 08/25/2036 10% Cleanup Rating: CA	24,593.276	17,209.93 13,007.34	69.98 52.89	813 67.77	5.11 4.73
Rsdntl Asst Ser 2004-IP2 CI 2A1 Var Rt Due 12/25/2034 Rating: BAA1	8,980.324	8,954.80 983.99	99.72 10.96	282 23.55	4.26 3.16
Rast Ser 2002-A12 CI A4 @ 5.750% Due 11/25/2032 10% Cleanup Rating: NR	9,000.000	8,931.76 9,123.75	99.24 101.38	517 43.12	5.87 5.79
Rast Ser 2003-A15 CI 1A1 @ 4.250% Due 02/25/2034 Rating: BB+	6,389.381	6,392.91 659.46	100.06 10.32	271 22.62	4.20 4.25
Rast Ser 2004-A1 CI A1 @ 5.250% Due 04/25/2034 10% Cleanup Rating: A+	4,934.018	5,001.74 2,250.64	101.37 45.62	259 21.58	4.46 5.18
Rast Ser 2004-A3 CI A4 @ 5.250% Due 06/25/2034 Rating: BBB	7,073.996	7,154.73 2,914.09	101.14 41.19	371 30.94	3.39 5.19

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Jpmmt Ser 2005-A1 CI 3A4 Var Rt Due 02/25/2035 Rating: BA2	13,130.877	13,377.76 3,954.24	101.88 30.11	416 34.72	3.41 3.11
Jpalt Ser 2006-A3 CI 2A1 Var Rt Due 07/25/2036 Rating: NR	10,784.327	8,920.19 4,290.52	82.71 39.79	348 29.07	6.07 3.91
Mastr Ser 2004-6 CI 2A8 @ 6.000% Due 06/26/2034 Rating: BB	29,431.730	29,927.32 24,570.14	101.68 83.48	1,765 147.15	5.60 5.90
Marm Ser 2003-1 CI 2A1 Adj Rt Due 12/25/2032 5% Cleanup Rating: NR	706.536	640.19 857.72	90.61 121.40	21 1.81	5.77 3.40
Marm Ser 2005-6 CI 7A1 Var Rt Due 06/25/2035 Rating: CAA1	7,106.107	6,554.61 0.00	92.24	218 18.16	4.79 3.33
Malt Ser 2003-3 CI 1A1 @ 6.500% Due 05/25/2033 5% Cleanup Rating: A3	1,121.592	1,158.60 1,442.74	103.30 128.63	72 6.07	5.48 6.29
Malt Ser 2004-2 CI 2A1 @ 6.000% Due 02/25/2034 Rating: A+	15,126.384	15,984.31 14,031.15	105.67 92.76	907 75.63	4.52 5.68
Mlcc Ser 2004-D CI A2 Var Rt Due 08/25/2029 Rating: BA1	24,346.121	23,334.01 16,558.79	95.84 68.01	474 7.90	3.84 2.03
Mlmi Ser 2005-A8 CI A1B3 Var Rt Due 08/25/2036 Rating: AA1	167,753.591	171,883.40 176,768.60	102.46 105.37	8,807 733.92	2.35 5.12
Msm Ser 2005-3ar CI 5a Var Rt Due 07/25/2035 1% Cleanup Rating: D	10,106.370	9,379.23 7,987.01	92.81 79.03	293 24.46	4.50 3.13
Morgan Stanley Ser 2004-7ar CI 2A6 Var Rt Due 09/25/2034 Rating: BA3	16,063.487	16,317.79 1,010.52	101.58 6.29	480 40.03	3.79 2.94

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MS Mtg Ln Tr Ser 2004-11ar CI 1a2a @ 0.747% Due 01/25/2035 Rating: BAA1	16,719.045	15,599.63 0.00	93.30	178 2.97	3.55 1.14
Ncamt Ser 2006-ALT2 CI Af6a Var Rt Due 10/25/2036 Rating: CAA3	22,679.946	13,858.35 16,892.02	61.10 74.48	1,211 100.92	4.00 8.74
Naa Ser 2004-AP2 CI A6 Stp Rt Due 07/25/2034 10% Cleanup Rating: B1	8,096.098	8,333.79 0.00	102.94	441 36.79	3.92 5.30
Prime Ser 2003-2 CI 1A6 @ 5.250% Due 10/25/2033 Rating: BB+	12,000.000	12,171.06 12,000.00	101.43 100.00	630 52.50	4.91 5.18
Prime Ser 2003-3 CI A6 @ 5.500% Due 01/25/2034 Rating: BA1	65,000.000	65,920.04 65,000.00	101.42 100.00	3,575 297.91	4.84 5.42
Rali Ser 2007-QS1 CI 2A10 @ 6.000% Due 01/25/2037 10% Cleanup Rating: CA	8,183.822	6,994.16 9,481.00	85.46 115.85	491 40.91	5.00 7.02
Rfmsi Ser 2006-SA3 CI 3A1 Var Rt Due 09/25/2036 Rating: NR	3,857.286	3,255.31 1,600.49	84.39 41.49	154 12.90	4.28 4.76
Ramp Ser 2003-RZ3 CI A5b Stp Rt Due 06/25/2033 Rating: A1	118,060.498	118,446.27 90,848.14	100.33 76.95	5,548 462.40	4.46 4.68
Ramp Ser 2003-RZ4 CI A6 Stp Rt Due 10/25/2033 Rating: A1	45,859.602	47,451.11 38,123.73	103.47 83.13	2,746 228.91	3.63 5.79
Rali Ser 2004-QS9 CI A1 @ 5.000% Due 06/25/2019 Rating: B3	797.174	795.12 0.00	99.74	39 3.32	4.98 5.01
Rasc Ser 2003-KS2 CI A16 Var Rt Due 04/25/2033 Rating: BAA1	3,418.972	3,415.22 758.24	99.89 22.18	136 11.36	3.92 3.99
Raac Ser 2005 SP1 CI 2A1 @ 5.250% Due 09/25/2034 Rating: BA3	10,132.930	10,297.31 11,159.19	101.62 110.13	531 44.33	3.45 5.17

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SLMA Ser 2005-4 CI B Flt Rt Due 07/25/2040 Rating: A1	299,565.558	256,694.94 257,626.38	85.69 86.00	3,178 600.36	3.92 1.24
SLMA Ser 2005-6 CI B Flt Rt Due 01/25/2044 Rating: A1	306,694.510	268,513.37 270,466.22	87.55 88.19	3,591 678.37	3.85 1.34
SLMA Ser 2012-7 CI B Flt Rt Due 09/25/2043 Rating: A2	242,000.000	220,920.30 225,362.50	91.29 93.13	6,185 581.70	3.39 2.80
Sast Ser 2002-1 CI AF5 Var Rt Due 12/25/2030 Rating: A3	46,112.639	46,914.48 44,551.51	101.74 96.62	2,926 243.85	6.16 6.24
Sast Ser 2002-3 CI AF6 Stp Rt Due 05/25/2031 Rating: B1	104,474.120	103,449.15 106,489.61	99.02 101.93	5,648 470.74	6.01 5.46
Sast Ser 2003-1 CI AF7 Stp Rt Due 06/25/2033 Rating: A3	23,438.494	23,694.88 11,182.52	101.09 47.71	945 78.79	3.74 3.99
Sast Ser 2003-3 CI AF5 Stp Rt Due 12/25/2033 Rating: AA1	94,895.653	95,169.21 89,737.22	100.29 94.56	4,670 389.23	4.74 4.91
Surf Ser 2004-AA1 CI 2A2 @ 5.500% Due 10/25/2034 Rating: CCC	19,035.021	19,468.69 13,487.87	102.28 70.86	1,046 87.24	4.31 5.38
Sarm Ser 2004-14 CI 1a Var Rt Due 10/25/2034 Rating: BA1	6,174.964	6,225.94 5,801.65	100.83 93.95	187 15.59	3.81 3.01
Sasc Ser 2001-SB1 CI A2 @ 3.375% Due 08/25/2031 Rating: B2	13,046.499	12,904.49 3,027.60	98.91 23.21	440 36.69	3.79 3.41
Sasc Ser 2003-38 CI 2A4 @ 5.500% Due 01/25/2034 Rating: BA1	20,000.000	19,555.66 17,075.00	97.78 85.38	1,100 91.66	5.77 5.62
Sarm Ser 2004-3ac CI A1 Flt Rt Due 03/25/2034 Rating: BAA3	25,350.861	25,259.09 4,811.69	99.64 18.98	745 62.15	4.24 2.95

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Sarm Ser 2004-2 CI 4A1 @ 5.213% Due 03/25/2034 Rating: BA1	17,610.367	17,598.75 0.00	99.93	528 44.06	4.19 3.00
Sasc Ser 2004-12h CI 1a @ 6.000% Due 05/25/2034 Rating: B2	35,033.365	34,962.83 34,752.70	99.80 99.20	2,102 175.16	6.01 6.01
Tmts Ser 2004-21he CI 2A1 Flt Rt Due 12/25/2034 Rating: AA2	6,130.440	6,108.52 3,495.53	99.64 57.02	69 1.35	2.89 1.14
Qwest Corporation @ 6.875% Due 09/15/2033 Rating: A3	52,000.000	52,011.44 52,520.00	100.02 101.00	3,575 1,052.63	6.87 6.87
WAMU Ser 2003-S8 CI A2 @ 5.000% Due 09/25/2018 5% Cleanup Rating: A	9,955.331	10,010.40 10,016.75	100.55 100.62	497 41.48	3.75 4.97
WAMU Ser 2004-RS1 CI A3 @ 5.500% Due 11/25/2033 Rating: AA+	139,000.000	140,854.87 140,390.00	101.33 101.00	7,645 637.08	4.88 5.43
WAMU Ser 2004-CB3 CI 1a @ 6.000% Due 10/25/2034 Rating: BAA1	21,300.254	22,354.75 21,167.46	104.95 99.38	1,278 106.50	4.72 5.72
WAMU Ser 2005-AR18 CI 1a3a Var Rt Due 01/25/2036 Rating: B-	13,780.656	13,710.06 3,761.90	99.49 27.30	364 30.37	4.20 2.66
WAMU Ser 2002-S8 CI 2A7 @ 5.250% Due 01/25/2018 5% Cleanup Rating: CCC	26,372.239	26,494.59 27,205.32	100.46 103.16	1,384 115.37	3.97 5.23
WAMU Ser 2006-AR10 CI 1A1 Var Rt Due 09/25/2036 Rating: D	22,557.730	20,754.51 745.47	92.01 3.31	639 53.33	3.67 3.08
Wmalt Ser 2005-5 CI CB14 @ 5.500% Due 07/25/2035 Rating: CAA3	7,138.205	6,599.63 2,488.55	92.45 34.86	392 32.71	5.00 5.95
Wmalt Ser 2005-7 CI 1A8 @ 5.500% Due 09/25/2035 Rating: CAA2	8,773.952	8,148.80 8,316.77	92.87 94.79	482 40.21	3.78 5.92

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Wmalt Ser 2005-8 CI 1A7 @ 5.500% Due 10/25/2035 10% Cleanup Rating: CAA2	9,004.796	8,296.79 8,577.88	92.14 95.26	495 41.27	5.17 5.97
Wfhct Ser 2004-2 CI A17 Var Rt Due 05/25/2034 Rating: AAA	4,269.529	4,255.64 0.00	99.67	213 17.78	4.94 5.02
Wfhct Ser 2004-2 CI A19 Var Rt Due 05/25/2034 Rating: AAA	1,005.780	1,005.85 0.00	100.01	50 4.17	4.80 4.98
Wfmba Ser 2004-E CI A2 Var Rt Due 05/25/2034 Rating: BA3	1,805.041	1,821.29 0.00	100.90	55 4.63	4.34 3.06
Wfmba Ser 2005-AR8 CI 2A1 Var Rt Due 06/25/2035 10% Cleanup Rating: BAA1	2,817.846	2,867.99 1,962.86	101.78 69.66	86 7.21	4.00 3.02
Wfmba Ser 2005-6 CI A16 @ 5.500% Due 08/25/2035 10% Cleanup Rating: B2	48,152.220	49,195.78 37,347.22	102.17 77.56	2,648 220.69	4.75 5.38
Wfmba Ser 2005-7 CI A6 @ 5.250% Due 09/25/2035 Rating: B2	50,000.000	50,197.70 41,000.00	100.40 82.00	2,625 218.75	5.13 5.23
Wfmba Ser 2005-9 CI 2A4 @ 5.250% Due 10/25/2035 10% Cleanup Rating: B2	26,000.000	26,345.16 22,067.50	101.33 84.88	1,365 113.75	4.81 5.18
Wfmba Ser 2005-AR10 CI 2A2 Var Rt Due 06/25/2035 10% Cleanup Rating: AA+	4,702.105	4,831.26 3,493.76	102.75 74.30	141 11.79	3.83 2.93
Wfmba Ser 2006-AR4 CI 1A1 Var Rt Due 04/25/2036 Rating: D	7,506.124	6,948.14 2,827.68	92.57 37.67	239 19.96	4.59 3.45
Wfmba Ser 2006-AR6 CI 7A1 Var Rt Due 03/25/2036 10% Cleanup Rating: BAA1	8,371.866	8,263.58 0.00	98.71	253 21.10	4.68 3.06

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Wfmb Ser 2006-AR10 CI 5A1 Var Rt Due 07/25/2036 Rating: D	5,040.774	4,950.86 1,461.98	98.22 29.00	155 12.93	3.89 3.13
Wf Mrg Bkd Sec Ser 2007-AR4 Class A1 Var Rt Due 08/25/2037 Rating: NR	15,427.091	14,733.09 6,636.17	95.50 43.02	481 40.11	3.94 3.27
Wfmb Ser 2003-D CI A1 Flt Rt Due 02/25/2033 Rating: AAA	1,132.187	1,118.59 1,381.26	98.80 122.00	32 2.67	4.78 2.86
Total Corporate Bonds		4,617,995.68 4,088,413.01		205,203 18,443.67	

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Federal Government Securities					
FHLMC Pool #1B3255	407.300	430.56	105.71	10	2.05
Var Rt Due 02/01/2037		57.68	14.16	1.81	2.53
Rating: NA					
FHLMC Gold Pool #G01642	136.680	159.32	116.56	9	2.44
@ 7.000% Due 09/01/2033		108.81	79.61	0.79	6.01
Rating: NA					
FHLMC Ser 114 CI H	288.070	301.60	104.70	20	2.58
@ 6.950% Due 01/15/2021		279.66	97.08	0.88	6.64
Rating: NR					
FHLMC Ser 131 CI F	696.450	722.55	103.75	45	3.45
@ 6.5195% Due 07/15/2021		623.87	89.58	2.01	6.28
1% Cleanup					
Rating: NR					
FHLMC Ser 138 CI E	39.030	41.50	106.33	3	1.88
@ 8.0705% Due 07/15/2021		16.89	43.27	0.14	7.59
1% Cleanup					
Rating: NR					
FHLMC Ser 168 CI G	165.180	169.99	102.91	10	3.26
@ 6.500% Due 07/15/2021		112.04	67.83	0.47	6.32
Rating: NR					
FHLMC Ser 1047 CI H	556.380	584.35	105.03	33	2.67
@ 6.000% Due 02/15/2021		484.71	87.12	2.78	5.71
1% Cleanup					
Rating: NR					
FHLMC Ser 182 CI K	69.080	70.44	101.97	4	5.08
@ 7.000% Due 08/15/2021		52.85	76.51	0.21	6.86
1% Cleanup					
Rating: NR					
FHLMC Ser 186 CI E	281.580	291.56	103.54	16	3.08
@ 6.000% Due 08/15/2021		158.60	56.33	0.75	5.79
1% Cleanup					
Rating: NR					
FHLMC Ser 189 CI D	831.520	871.54	104.81	54	2.70
@ 6.500% Due 10/15/2021		786.64	94.60	2.40	6.20
1% Cleanup					
Rating: NR					

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FHLMC Ser 1051 CI E @ 7.000% Due 03/15/2021 1% Cleanup Rating: NR	76.240	81.80 60.36	107.29 79.17	5 0.44	2.31 6.52
FHLMC Ser 1061 CI L @ 6.650% Due 04/15/2021 1% Cleanup Rating: NR	1,003.700	1,078.58 1,073.09	107.46 106.91	66 5.56	1.87 6.19
FHLMC Ser 1074 CI H @ 8.500% Due 05/15/2021 1% Cleanup Rating: NR	24.230	25.59 14.14	105.60 58.36	2 0.17	2.90 8.05
FHLMC Ser 1080 CI E @ 7.000% Due 05/15/2021 1% Cleanup Rating: NR	22.600	23.71 2.57	104.89 11.37	1 0.13	2.41 6.67
FHLMC Ser 1128 CI Ib @ 7.000% Due 08/15/2021 1% Cleanup Rating: NR	147.390	156.30 68.63	106.04 46.56	10 0.85	2.91 6.60
FHLMC Ser 1119 CI H @ 7.750% Due 08/15/2021 1% Cleanup Rating: NR	45.030	48.57 41.16	107.87 91.41	3 0.29	2.80 7.19
FHLMC Ser 1122 CI G @ 7.000% Due 08/15/2021 Rating: NR	228.890	243.15 213.03	106.23 93.07	16 1.33	3.19 6.59
FHLMC Ser 1133 CI H @ 7.000% Due 09/15/2021 1% Cleanup Rating: NR	385.030	411.85 385.03	106.96 100.00	26 2.24	2.93 6.54
FHLMC Ser 1140 CI Lz @ 7.500% Due 09/15/2021 1% Cleanup Rating: NR	902.160	992.83 978.15	110.05 108.42	67 5.63	2.10 6.82
FHLMC Ser 1168 CI H @ 7.500% Due 11/15/2021 Rating: AAA	1,149.290	1,251.51 1,226.41	108.89 106.71	86 7.18	2.57 6.89

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FHLMC Ser 1175 CI-D @ 8.000% Due 11/15/2021 1% Cleanup Rating: AAA	1,394.700	1,512.39 1,548.33	108.44 111.02	111 9.29	3.00 7.38
FHLMC Ser 1250 CI J @ 7.000% Due 05/15/2022 1% Cleanup Rating: NR	1,118.690	1,222.21 1,197.34	109.25 107.03	78 6.52	2.21 6.41
FHLMC Ser 1312 CI I @ 8.000% Due 07/15/2022 1% Cleanup Rating: NR	284.070	317.43 315.34	111.74 111.01	22 1.89	2.15 7.16
FHLMC Ser 1374 CI Z @ 7.000% Due 10/15/2022 1% Cleanup Rating: NR	287.750	313.37 384.21	108.90 133.52	20 1.67	2.69 6.43
FHLMC Ser 1396 CI G @ 7.000% Due 10/15/2022 1% Cleanup Rating: NR	670.510	737.17 763.56	109.94 113.88	46 3.91	2.49 6.37
FHLMC Ser 1395 CI G @ 6.000% Due 10/15/2022 1% Cleanup Rating: NR	2,237.260	2,403.25 2,526.66	107.42 112.94	134 11.18	2.36 5.59
FHLMC Ser 1392 CI D @ 7.000% Due 10/15/2022 1% Cleanup Rating: NR	140.740	153.92 140.74	109.36 100.00	9 0.82	2.60 6.40
FHLMC Ser 1397 CI G @ 7.000% Due 10/15/2022 1% Cleanup Rating: NR	1,264.450	1,381.83 1,319.34	109.28 104.34	88 7.37	2.59 6.41
FHLMC Ser 1408 CI K @ 7.500% Due 11/15/2022 1% Cleanup Rating: NR	810.990	887.33 904.26	109.41 111.50	60 5.06	3.02 6.85
FHLMC Ser 1474 CI 3 @ 7.000% Due 02/15/2023 1% Cleanup Rating: NR	410.580	453.03 417.82	110.34 101.76	28 2.39	2.52 6.34

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FHLMC Ser 1499 CI LI @ 6.850% Due 04/15/2023 1% Cleanup Rating: AAA	2,000.000	2,164.91 1,995.00	108.25 99.75	137 11.41	3.18 6.33
FHLMC Ser 1522 CI Hz @ 6.500% Due 05/15/2023 1% Cleanup Rating: NR	567.350	640.27 508.35	112.85 89.60	36 3.07	0.98 5.76
FHLMC Ser 1526 CI L @ 6.500% Due 06/15/2023 1% Cleanup Rating: NR	1,012.700	1,109.96 1,120.53	109.60 110.65	65 5.48	2.09 5.93
FHLMC Gold Pool #C01211 @ 7.000% Due 08/01/2031 Rating: NA	31.430	36.32 19.95	115.55 63.47	2 0.18	2.60 6.06
FHLMC Gold Pool # E01279 @ 5.500% Due 01/01/2018 Rating: NA	39.790	40.47 60.73	101.72 152.63	2 0.18	1.36 5.41
FHLMC Ser 2035 CI LI @ 6.400% Due 03/15/2028 1% Cleanup Rating: NA	5,000.000	5,431.72 5,031.25	108.63 100.63	320 14.22	3.77 5.89
FHLMC Ser 2071 CI B @ 6.500% Due 07/15/2028 1% Cleanup Rating: AAA	1,580.360	1,786.01 1,423.16	113.01 90.05	102 8.56	2.78 5.75
FHLMC Ser 2086 CI B @ 6.500% Due 09/15/2028 1% Cleanup Rating: NA	680.180	767.60 651.86	112.85 95.84	44 3.68	2.51 5.76
FHLMC Ser 2149 CI Tm @ 6.500% Due 05/15/2029 1% Cleanup Rating: NA	1,607.800	1,675.68 1,527.80	104.22 95.02	104 8.70	5.08 6.24
FHLMC Ser 2328 CI MM @ 6.500% Due 06/15/2031 1% Cleanup Rating: AAA	9,000.000	9,946.46 9,007.50	110.52 100.08	585 48.75	3.67 5.88

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FHLMC Ser 2355 CI LI @ 6.100% Due 09/15/2031 1% Cleanup Rating: AAA	6,000.000	6,084.22 6,015.00	101.40 100.25	366 30.50	2.32 6.02
FHLMC-GNMA Ser 20 CI H @ 5.500% Due 10/25/2023 1% Cleanup Rating: NR	4,175.840	4,495.85 3,260.78	107.66 78.09	229 19.13	1.78 5.11
FHLMC-GNMA Ser 23 CI Pk @ 6.000% Due 11/25/2023 1% Cleanup Rating: NR	2,424.440	2,614.53 2,720.60	107.84 112.22	145 12.12	2.63 5.56
FHLMC Ser 1671 CI L @ 7.000% Due 02/15/2024 1% Cleanup Rating: NR	80.260	89.15 80.26	111.08 100.00	5 0.46	4.48 6.30
FHLMC Ser 1786 CI MM @ 7.000% Due 06/15/2025 1% Cleanup Rating: AAA	1,000.000	1,099.09 970.00	109.91 97.00	70 5.83	3.03 6.37
FHLMC Ser 1923 CI D @ 7.500% Due 12/15/2026 1% Cleanup Rating: NR	43.840	49.71 35.55	113.39 81.09	3 0.27	3.16 6.61
FHLMC Gold Pool # C90242 @ 6.000% Due 12/01/2018 Rating: NA	361.080	407.92 821.49	112.97 227.51	21 1.80	4.54 5.31
FHLMC Gold Pool #C90863 @ 5.000% Due 11/01/2024 Rating: NA	4,561.770	4,963.94 0.00	108.82	228 19.00	1.78 4.59
FHLMC Ser 2368 CI LI @ 6.000% Due 10/15/2031 1% Cleanup Rating: AAA	1,000.000	1,151.84 1,053.12	115.18 105.31	60 5.00	2.27 5.21
FHLMC Ser 2427 CI Lw @ 6.000% Due 03/15/2017 1% Cleanup Rating: NA	27.620	27.88 1,752.62	100.94 6,345.47	1 0.13	9.94 5.94

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Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FHLMC Ser 42 CI C @ 9.000% Due 06/15/2020 Rating: NR	160.000	167.96 117.50	104.98 73.44	14 0.64	2.41 8.57
FHLMC Ser 74 CI F @ 6.000% Due 10/15/2020 1% Cleanup Rating: NR	419.040	434.99 302.10	103.81 72.09	25 1.11	2.45 5.78
FHLMC Pool #865251 Var Rt Due 08/01/2020 Rating: NA	3,907.330	3,904.48 3,591.77	99.93 91.92	120 20.05	2.87 3.08
FNMA Ser 1990-93 CI G @ 5.500% Due 08/25/2020 Rating: NR	170.760	178.29 0.00	104.41	9 0.78	2.24 5.27
FNMA Ser 1991-18 CI H @ 8.500% Due 03/25/2021 Rating: AAA	136.160	146.74 252.96	107.77 185.78	11 0.96	2.90 7.89
FNMA Ser 1991-35 CI J @ 6.750% Due 04/25/2021 Rating: NR	379.120	399.98 274.23	105.50 72.33	25 2.13	2.78 6.40
FNMA Ser G-27 CI Jq @ 8.500% Due 09/25/2021 Rating: NR	101.550	106.19 216.57	104.57 213.26	8 0.71	4.28 8.13
FNMA Ser 1991-171 CI J @ 8.000% Due 12/25/2021 Rating: NR	76.600	82.49 188.15	107.69 245.63	6 0.51	2.95 7.43
FNMA Ser G92-13 CI Pk @ 7.000% Due 02/25/2022 Rating: NR	589.130	630.86 584.03	107.08 99.13	41 3.43	1.91 6.54
FNMA Ser 1992-135 CI L @ 7.500% Due 08/25/2022 Rating: NR	487.950	550.02 594.33	112.72 121.80	36 3.04	1.35 6.65
FNMA Ser 1992-125 CI L @ 7.000% Due 08/25/2022 Rating: NR	1,118.010	1,218.40 1,186.06	108.98 106.09	78 6.52	2.63 6.42
FNMA Ser 1992-146 CI Pz @ 8.000% Due 08/25/2022 Rating: NR	1,156.580	1,269.57 1,287.17	109.77 111.29	92 7.71	3.00 7.29

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Ser 1992-150 CI MA @ 5.500% Due 09/25/2022 Rating: NR	91.090	96.90 56.08	106.38 61.57	5 0.41	2.36 5.17
FNMA Ser 1992-195 CI C @ 7.500% Due 10/25/2022 Rating: NR	164.870	180.94 205.72	109.75 124.78	12 1.03	2.65 6.83
FNMA Ser G93-2 CI Ka @ 7.500% Due 01/25/2023 Rating: AAA	2,411.700	2,670.71 2,518.53	110.74 104.43	180 15.07	1.79 6.77
FNMA Ser G93-10 CI J @ 5.000% Due 03/25/2023 Rating: NR	801.420	848.68 508.58	105.90 63.46	40 3.33	1.65 4.72
FNMA Ser G93-15 CI H @ 7.250% Due 04/25/2023 Rating: NR	1,344.510	1,505.62 1,437.55	111.98 106.92	97 8.12	0.87 6.47
FNMA Ser 1993-74 CI D @ 6.500% Due 05/25/2023 Rating: NR	296.390	338.42 211.73	114.18 71.44	19 1.60	0.30 5.69
FNMA Ser 1993-79 CI PI @ 7.000% Due 06/25/2023 Rating: NR	791.280	863.74 920.76	109.16 116.36	55 4.61	2.71 6.41
FNMA Ser 1993-127 CI H @ 6.500% Due 07/25/2023 Rating: NR	855.530	936.91 1,173.18	109.51 137.13	55 4.63	2.43 5.94
FNMA Ser 1993-149 CI M @ 7.000% Due 08/25/2023 Rating: NR	3,125.700	3,468.20 3,326.12	110.96 106.41	218 18.23	2.26 6.31
FNMA Ser 1993-178 CI Pk @ 6.500% Due 09/25/2023 Rating: NR	4,588.200	5,046.27 4,648.09	109.98 101.31	298 24.85	2.21 5.91
FNMA Ser 1993-203 CI PI @ 6.500% Due 10/25/2023 Rating: AAA	1,481.740	1,676.58 1,616.74	113.15 109.11	96 8.02	1.12 5.74
FNMA Ser 1993-199 CI Px @ 6.500% Due 10/25/2023 Rating: NR	15,633.480	17,034.15 15,633.48	108.96 100.00	1,016 84.68	2.64 5.97

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Ser 1994-3 CI PI @ 5.500% Due 01/25/2024 Rating: NR	348.130	373.31 228.13	107.23 65.53	19 1.59	2.43 5.13
FNMA Ser 1993-225 CI Ub @ 6.500% Due 12/25/2023 Rating: NR	6,104.740	6,749.04 6,135.88	110.55 100.51	396 33.06	2.22 5.88
FNMA Ser 1994-81 CI LI @ 7.500% Due 02/25/2024 Rating: AAA	3,000.000	3,338.58 2,971.50	111.29 99.05	225 18.75	2.75 6.74
FNMA Ser 1994-61 CI E @ 7.500% Due 04/25/2024 Rating: NR	1,865.940	2,064.96 2,177.94	110.67 116.72	139 11.66	2.87 6.78
FNMA Ser 1996-48 CI D @ 7.500% Due 11/25/2026 Rating: AAA	1,678.340	1,897.09 2,468.47	113.03 147.08	125 10.48	3.53 6.64
FNMA Ser 1995-19 CI Z @ 6.500% Due 11/25/2023 Rating: NA	9,467.940	10,712.97 9,467.94	113.15 100.00	615 51.28	1.12 5.74
FNMA Ser 1999-18 CI LI @ 6.500% Due 04/18/2029 Rating: AAA	4,000.000	4,422.06 3,972.00	110.55 99.30	260 21.66	3.40 5.88
FNMA Ser 1999-29 CI HH @ 6.400% Due 06/20/2029 Rating: AAA	5,000.000	5,617.88 5,125.00	112.36 102.50	320 26.66	2.06 5.70
FNR Ser 2012-152 CI Ta @ 2.500% Due 09/25/2042 Rating: NA	77,090.760	72,816.25 55,860.78	94.46 72.46	1,927 160.60	2.95 2.65
FNR Ser 2012-151 CI Wc @ 2.500% Due 01/25/2043 Rating: NA	80,000.000	75,178.32 53,400.00	93.97 66.75	2,000 166.66	2.86 2.66
FNR Ser 2013-2 CI Da @ 2.000% Due 11/25/2042 Rating: NA	82,681.430	78,782.17 59,863.73	95.28 72.40	1,653 137.80	2.39 2.10
FNR Ser 2012-69 CI Mc @ 3.000% Due 07/25/2042 Rating: NA	71,000.000	71,658.81 56,622.50	100.93 79.75	2,130 177.50	2.91 2.97

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNR Ser 2012-119 CI Jc @ 2.500% Due 11/25/2042 Rating: NA	70,000.000	72,417.12 48,912.50	103.45 69.88	1,750 145.83	2.30 2.42
FNMA Pool #13160 Flt Rt Due 07/01/2023 Rating: NA	3,170.330	3,183.84 2,989.38	100.43 94.29	185 15.43	5.56 5.82
FNMA Pool #62634 Var Rt Due 06/01/2017 Rating: NA	125.970	125.97 0.00	100.00	5 0.42	3.12 4.09
FNMA Pool #135056 @ 9.000% Due 12/01/2019 Rating: NA	1,194.030	1,210.62 1,455.37	101.39 121.89	107 8.95	1.96 8.88
FHR Ser 3997 CI Ec @ 3.500% Due 02/15/2042 Rating: NA	30,000.000	29,839.16 24,900.00	99.46 83.00	1,050 87.50	3.55 3.52
FHR Ser 4077 CI WA @ 3.000% Due 12/15/2041 Rating: NA	93,514.130	92,165.39 74,216.18	98.56 79.36	2,805 233.78	3.12 3.04
FHR Ser 4116 CI Yc @ 2.500% Due 10/15/2042 Rating: NA	63,000.000	56,341.89 42,840.00	89.43 68.00	1,575 131.25	3.14 2.80
FHR Ser 4153 CI Wz @ 4.000% Due 01/15/2043 Rating: NA	125,524.930	121,494.54 124,024.90	96.79 98.81	5,020 418.41	4.21 4.13
FHR Ser 4201 CI Zj @ 3.000% Due 05/15/2043 Rating: NA	313,619.610	278,984.40 224,100.06	88.96 71.46	9,408 784.04	3.66 3.37
FNMA Pool #254589 @ 5.500% Due 01/01/2023 Rating: NA	272.630	302.78 150.13	111.06 55.07	14 1.24	0.49 4.95
FNMA Pool #254550 @ 6.500% Due 12/01/2032 Rating: NA	246.470	287.24 298.39	116.54 121.07	16 1.33	2.65 5.58
FNMA Pool #327321 @ 7.500% Due 10/01/2025 Rating: NA	218.790	219.44 228.79	100.30 104.57	16 1.36	1.84 7.48

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Pool #397584 @ 7.500% Due 08/01/2027 Rating: NA	6,669.220	7,036.89 6,669.22	105.51 100.00	500 41.68	2.89 7.11
FNMA Pool #536138 @ 7.000% Due 04/01/2030 Rating: NA	309.610	315.65 269.18	101.95 86.94	21 1.80	2.49 6.87
FNMA Pool #545966 @ 5.000% Due 10/01/2017 Rating: NA	25.310	25.90 0.00	102.34	1 0.10	4.77 4.89
FNMA Pool #555345 @ 5.500% Due 02/01/2018 Rating: NA	8.710	8.80 0.00	101.03	0.03	2.07 5.44
FNMA Pool #556998 Flt Rt Due 02/01/2030 Rating: NA	12,661.850	12,959.91 13,755.95	102.35 108.64	357 29.80	2.32 2.76
FNMA Pool #628292 @ 7.000% Due 03/01/2032 Rating: NA	93.290	103.29 103.29	110.72 110.72	6 0.54	3.50 6.32
FNMA Pool #639035 @ 6.500% Due 04/01/2032 Rating: NA	1,080.140	1,227.18 753.11	113.61 69.72	70 5.85	3.18 5.72
FNMA Pool #668358 @ 5.500% Due 12/01/2017 Rating: NA	11.390	11.51 0.00	101.09	0.05	2.04 5.44
FNMA Pool #676645 @ 6.000% Due 01/01/2033 Rating: NA	233.770	267.95 243.77	114.62 104.28	14 1.16	1.83 5.23
FNMA Ser 2002-12 CI PG @ 6.000% Due 03/25/2017 Rating: NA	30.850	31.12 3,118.35	100.88 10,108.10	1 0.15	6.43 5.95
FNMA Ser 2003-W3 CI 1A2 @ 7.000% Due 08/25/2042 Rating: NA	6,784.800	7,788.49 8,647.38	114.79 127.45	474 39.57	3.63 6.10
FNMA Ser 2001-53 CI Op @ 6.000% Due 10/25/2031 Rating: NA	669.760	747.09 476.95	111.55 71.21	40 3.34	3.07 5.38

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Ser 2001-W4 CI AF6 Stp Rt Due 01/25/2032 10% Cleanup Rating: NA	142,049.760	152,745.33 151,246.82	107.53 106.48	7,968 664.08	3.39 5.22
Fngt Ser 2003-T4 CI 2A5 Stp Rt Due 09/26/2033 Rating: AAA	259,583.880	284,089.82 278,837.11	109.44 107.42	12,927 1,083.75	3.26 4.55
FNMA Ser 2003-W16 CI AF6 @ 4.170% Due 11/25/2033 10% Cleanup Rating: NA	1,387.220	1,396.93 0.00	100.70	57 4.82	3.60 4.14
FNMA Ser 2004-W4 CI A7 @ 5.500% Due 06/25/2034 5% Cleanup Rating: NR	21,512.330	23,189.77 18,432.76	107.80 85.69	1,183 98.59	3.67 5.10
FNMA Ser 2004-99 CI NH @ 5.500% Due 01/25/2035 Rating: NA	30,000.000	31,021.27 25,950.00	103.40 86.50	1,650 137.49	5.12 5.32
FHLMC Ser 2649 CI WA @ 3.500% Due 07/15/2023 1% Cleanup Rating: NA	609.920	625.63 0.00	102.58	21 1.77	1.66 3.41
FHLMC Ser 3057 CI Nd @ 5.000% Due 07/15/2024 Rating: NA	7,217.560	7,773.01 3,505.06	107.70 48.56	360 30.07	1.44 4.64
FHLMC Ser 3013 CI Ed @ 5.000% Due 08/15/2035 Rating: NA	23,693.410	25,568.12 18,328.41	107.91 77.36	1,184 98.72	3.17 4.63
FNMA Ser 2007-W6 CI 2A2 Flt Rt Due 06/25/2037 Rating: NA	74,871.290	6,285.23 0.00	8.39	4,891 81.52	63.78 77.82
FNMA Pool #724254 Adj Rt Due 08/01/2033 Rating: NA	1,350.230	1,435.31 991.93	106.30 73.46	35 2.97	1.31 2.49
FNMA Pool #745061 Var Rt Due 03/01/2035 Rating: NA	2,284.860	2,411.42 1,184.46	105.54 51.84	60 5.06	1.81 2.52

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
FNMA Pool #768339 @ 5.000% Due 12/01/2018 Rating: NA	190.400	195.42 168.63	102.64 88.57	9 0.79	1.57 4.87
GNMA II Pool #2394 @ 7.000% Due 03/20/2027 Rating: NR	244.790	283.66 329.71	115.88 134.69	17 1.42	2.22 6.04
GNMA II Pool #2548 @ 7.000% Due 02/20/2028 Rating: NA	184.320	215.38 224.54	116.85 121.82	12 1.07	2.29 5.99
GNMA II Pool #8038 @ 3.750% Due 08/20/2022 Rating: NA	1,672.720	1,714.45 1,655.14	102.50 98.95	60 5.05	1.03 3.54
GNMA II Pool # 8062 @ 4.125% Due 10/20/2022 Rating: NA	1,333.270	1,365.46 1,302.17	102.41 97.67	41 3.47	1.15 3.05
GNMA II Pool # 8067 @ 4.125% Due 11/20/2022 Rating: NA	3,143.630	3,219.83 3,110.53	102.42 98.95	98 8.18	1.16 3.05
GNMA II Pool # 8332 @ 3.500% Due 03/20/2018 Rating: NA	413.300	416.73 389.13	100.83 94.15	14 1.20	1.57 3.47
GNMA II Pool # 8956 Flt Rt Due 04/20/2022 Rating: NA	12,667.540	12,942.43 12,301.37	102.17 97.11	269 22.43	1.15 2.08
GNMA II Pool # 8120 @ 3.375% Due 01/20/2023 Rating: NA	3,453.620	3,539.27 3,408.74	102.48 98.70	116 9.71	1.13 3.29
GNMA Pool #348223 @ 6.500% Due 09/15/2023 Rating: NA	1,068.720	1,220.77 1,115.26	114.23 104.36	69 5.78	0.08 5.69
GNMA Pool # 357321 @ 6.500% Due 09/15/2023 Rating: NA	47.720	54.51 52.67	114.23 110.37	3 0.25	5.69
GNMA Pool #373061 @ 8.000% Due 05/15/2025 Rating: NA	1,190.850	1,309.94 1,269.72	110.00 106.62	95 7.93	3.18 7.27

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
GNMA Pool # 392682 @ 8.000% Due 11/15/2024 Rating: NA	212.220	213.04 207.83	100.39 97.93	16 1.41	1.77 7.97
GNMA Pool #409907 @ 7.750% Due 07/15/2025 Rating: NA	143.430	143.96 153.43	100.37 106.97	11 0.92	1.77 7.72
GNMA Pool #422634 @ 7.500% Due 04/15/2026 Rating: NR	441.930	487.00 582.24	110.20 131.75	33 2.76	3.25 6.81
GNMA Pool #431161 @ 7.000% Due 08/15/2026 Rating: NA	174.730	179.13 158.81	102.52 90.89	12 1.01	2.51 6.83
GNMA Pool #451388 @ 7.500% Due 08/15/2027 Rating: NA	129.020	131.90 96.40	102.23 74.72	9 0.80	2.43 7.34
GNMA Pool #455823 @ 6.500% Due 10/15/2027 Rating: NA	919.120	1,049.88 946.63	114.23 102.99	59 4.97	5.69
GNMA Pool # 472979 @ 7.000% Due 06/15/2029 Rating: NA	391.150	429.03 446.02	109.68 114.03	27 2.28	3.40 6.38
GNMA Pool # 486934 @ 6.000% Due 02/15/2029 Rating: NA	1,771.250	2,057.75 2,260.68	116.18 127.63	106 8.85	2.48 5.16
GNMA Pool #505720 @7.000% Due 06/15/2029 Rating: NA	606.830	606.68 592.31	99.98 97.61	42 3.53	1.04 7.00
GNMA Pool #507669 @ 7.500% Due 02/15/2030 Rating: NR	1,471.250	1,489.23 2,786.92	101.22 189.43	110 9.19	2.21 7.41
GNMA Pool #228307 @ 9.500% Due 02/15/2019 Rating: NA	19.560	19.63 0.00	100.35	1 0.15	1.65 9.47
GNMA Pool #231451 @ 9.000% Due 02/15/2020 Rating: NA	9.880	9.91 0.58	100.35 5.87	0.07	1.67 8.97

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Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
GNMA Pool #236622 @ 9.000% Due 04/15/2018 Rating: NA	251.550	252.60 277.27	100.42 110.23	22 1.88	1.74 8.96
GNMA Pool #316191 @ 8.000% Due 04/15/2022 Rating: NA	45.700	46.36 55.70	101.44 121.88	3 0.30	2.23 7.89
GNMA II Pool # 80106 Flt Rt Due 08/20/2027 Rating: NA	1,477.000	1,530.38 1,464.17	103.61 99.13	31 2.61	1.14 2.05
GNMA II Pool # 80154 @ 3.375% Due 01/20/2028 Rating: NA	7,392.010	7,644.96 7,315.45	103.42 98.96	249 20.79	1.24 3.26
GNMA II Pool # 80258 Flt Rt Due 02/20/2029 Rating: NA	4,781.130	4,856.05 4,700.40	101.57 98.31	95 7.96	1.81 1.97
GNMA II Pool # 80485 Flt Rt Due 01/20/2031 Rating: NA	1,963.350	2,028.51 1,933.81	103.32 98.50	39 3.27	1.39 1.94
GNMA II Pool # 80500 Flt Rt Due 03/20/2031 Rating: NA	519.780	521.38 495.78	100.31 95.38	10 0.86	2.19 1.99
GNR Ser 2003-92 CI Bu @ 7.000% Due 10/16/2033 Rating: NA	35,000.000	42,405.25 45,325.00	121.16 129.50	2,450 204.16	4.66 5.78
US Treas Bond @ 2.250% 08/15/2046 Rating: AAA	2,319,000.000	1,949,954.34 2,212,269.92	84.09 95.40	52,177 19,708.34	3.07 2.68
US Treas Note @ 1.375% 03/31/2020 Rating: AAA	355,000.000	353,200.15 358,078.52	99.49 100.87	4,881 1,247.13	1.54 1.38
US Treas Note @ 1.125% 09/30/2021 Rating: AAA	967,000.000	932,777.87 963,298.21	96.46 99.62	10,878 2,779.45	1.91 1.17
US Treas Note @ 1.375% 09/30/2023 Rating: NA	588,000.000	556,853.64 585,030.94	94.70 99.50	8,085 2,065.67	2.23 1.45
US Treas Note @ 1.625% 05/15/2026 Rating: AAA	1,216,000.000	1,134,138.88 1,203,454.14	93.27 98.97	19,760 2,565.52	2.43 1.74
Total Federal Government Securities		6,682,434.66 6,847,350.99		169,652 34,198.11	

H. A. AND MARY K. CHAPMAN CHARITABLE TRUST SUPPLEMENTAL SCHEDULE OF MARKETABLE SECURITIES

December 31, 2016 and 2015

	2016				2015			
	Shares or Face Amount	Cost Basis	Quoted Fair Value Per Share	Total	Shares or Face Amount	Cost Basis	Quoted Fair Value Per Share	Total
Bonds:								
General Motors Corp. 7.20% Due 1/15/2011	200,000	\$ 201,388	\$ -	\$ -	200,000	\$ 201,388	\$ -	\$ -
Total bonds		<u>201,388</u>				<u>201,388</u>		
Equities:								
AAON Inc.	77,000	58,649	33.05	2,544,850	77,905	59,339	23.22	1,808,954
Agilent Technologies	-	-	-	-	2,288	31,776	41.81	95,661
BP Amoco	207,000	1,582,520	37.38	7,737,660	217,300	1,661,314	31.26	6,792,798
Bristol Myers Squibb Co.	9,000	100,106	58.44	525,960	9,000	100,106	68.79	619,110
Capital One Financial Corp.	2,100	102,320	87.24	183,204	-	-	-	-
Cisco Systems	28,800	195,699	30.22	870,336	28,800	195,699	27.15	781,920
Coca Cola Co.	9,000	21,438	41.46	373,140	14,400	34,290	42.96	618,624
Exxon Mobil	461,500	2,157,147	90.26	41,654,990	479,400	2,240,740	77.95	37,369,230
Federal National Mortgage Association	5,800	243,853	3.90	22,620	5,800	243,853	1.64	9,512
General Electric Company	2,700	100,423	31.60	85,320	-	-	-	-
General Motors Company	1,406	-	34.84	48,985	883	-	34.01	30,031
General Motors Company - Warrants Exp 7/16/2016	-	-	-	-	803	-	24.32	19,529
General Motors Company - Warrants Exp 7/10/2019	-	-	-	-	803	-	16.29	13,081
Hone Depot Inc.	803	-	17.16	13,779	-	-	-	-
Intel Corp.	5,500	209,250	134.08	737,440	5,500	209,250	132.25	727,375
Johnson & Johnson	29,100	298,085	36.27	1,055,457	24,000	197,805	34.45	826,800
JPMorgan Chase & Co.	23,900	268,200	115.21	2,753,519	21,600	121,972	102.72	2,218,752
KeySight Technologies	2,200	99,405	86.29	189,838	-	-	-	-
Microsoft Corp.	1,144	10,939	36.57	41,836	1,144	10,939	28.33	32,410
Motor Liquidations	42,000	119,557	62.14	2,609,880	45,800	130,387	55.48	2,540,984
Pepsico Inc.	205	-	8.40	1,726	205	-	14.55	2,983
Procter & Gamble	6,500	235,550	104.63	680,095	5,000	138,312	99.92	499,600
U.S. Bancorp	4,425	123,493	84.08	372,054	2,925	24,514	79.41	232,274
Williams Co Inc.	3,700	99,502	51.37	190,069	-	-	-	-
WPX Energy	12,100	220,878	31.14	376,794	12,100	220,878	25.70	310,970
Total equities	<u>4,033</u>	<u>50,067</u>	<u>14.57</u>	<u>58,761</u>	<u>4,033</u>	<u>50,067</u>	<u>5.74</u>	<u>23,149</u>
		6,297,081		63,128,313		5,671,241		55,573,747
Other:								
Capital Advisors Growth Fund	-	640,733	-	759,447	-	640,733	-	692,251
Prescott Group Funds	-	1,795,090	-	2,307,494	-	1,671,604	-	1,883,265
Schwab Buy-Write	-	-	-	-	-	1,142,765	-	1,601,480
Schwab U.S. Treasury Money Fund	-	12,551	-	12,551	-	-	-	-
FSI Low Beta Absolute Return Fund	-	9,904,972	-	9,063,476	-	9,904,972	-	9,128,136
Total other		<u>12,353,346</u>		<u>12,142,968</u>		<u>13,360,074</u>		<u>13,305,132</u>
Total marketable securities		<u>\$ 18,851,815</u>		<u>\$ 75,271,281</u>		<u>\$ 19,232,703</u>		<u>\$ 68,878,879</u>

See independent auditor's report.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

J. JERRY DICKMAN OR DONNE PITMAN
ONE WARREN PLACE, 6100 SOUTH YALE AVE, SUITE 1816
TULSA, OK 74136

TELEPHONE NUMBER

918-496-7882

FORM AND CONTENT OF APPLICATIONS

THE ORGANIZATION MAKES GRANTS ONLY TO CHARITABLE ORGANIZATIONS QUALIFIED AS TAX-EXEMPT UNDER I.R.C. SECTION 501(C)(3). A TWO-STEP GRANT PROCESS IS FOLLOWED. FIRST, A LETTER OF INQUIRY IS SUBMITTED BY THE APPLICANT. IF APPROVED, THE APPLICANT WILL BE INVITED TO SUBMIT A WRITTEN GRANT PROPOSAL. THE COMPLETE APPLICATION PROCESS IS PROVIDED ON THE ORGANIZATION'S WEBSITE AT: [HTTP://WWW.CHAPMANTRUSTS.ORG](http://www.chapmantrusts.org).

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

ENDED TO NOVEMBER 15, 2015

Exempt Organization Business Income Tax Return

(and proxy tax under section 6033(e))

OMB No. 1545-0047

2016

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

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or other tax year beginning _____, and ending _____

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

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

A ☐ Check box if address changed

B Exempt under section

☒ 501(c)(3)
☐ 408(e) ☐ 220(e)
☐ 408A ☐ 530(a)
☐ 529(a)

Print or Type

Name of organization (☐ Check box if name changed and see instructions.)H.A. AND MARY K. CHAPMAN
CHARITABLE TRUST

Number, street, and room or suite no. If a P.O. box, see instructions.

6100 S. YALE AVE., SUITE 1816

City or town, state or province, country, and ZIP or foreign postal code

TULSA, OK 74136

D Employer identification number (Employees' trust, see instructions.)

73-6177739

E Unrelated business activity codes (See instructions.)

900000

C Book value of all assets at end of year

30,754,019.

F Group exemption number (See instructions.)

G Check organization type ☐ 501(c) corporation ☒ 501(c) trust ☐ 401(a) trust ☐ Other trust

H Describe the organization's primary unrelated business activity. ▶ FROM INVESTMENT IN LIMITED PARTNERSHIP

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ☐ Yes ☒ No

If "Yes," enter the name and identifying number of the parent corporation. ▶

J The books are in care of ▶ DONNE PITMAN

Telephone number ▶ 918-496-7882

Part I Unrelated Trade or Business Income

	(A) Income	(B) Expenses	(C) Net
1 a Gross receipts or sales			
b Less returns and allowances			
c Balance	1c		
2 Cost of goods sold (Schedule A, line 7)	2		
3 Gross profit. Subtract line 2 from line 1c	3		
4 a Capital gain net income (attach Schedule D)	4a		
b Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c Capital loss deduction for trusts	4c		
5 Income (loss) from partnerships and S corporations (attach statement)	5	3,881.	3,881.
6 Rent income (Schedule C)	6		
7 Unrelated debt-financed income (Schedule E)	7		
8 Interest, annuities, royalties, and rents from controlled organizations (Sch. F)	8		
9 Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10 Exploited exempt activity income (Schedule I)	10		
11 Advertising income (Schedule J)	11		
12 Other income (See instructions; attach schedule)	12		
13 Total. Combine lines 3 through 12	13	3,881.	3,881.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.)

(Except for contributions, deductions must be directly connected with the unrelated business income.)

14 Compensation of officers, directors, and trustees (Schedule K)	14	
15 Salaries and wages	15	
16 Repairs and maintenance	16	
17 Bad debts	17	
18 Interest (attach schedule)	18	
19 Taxes and licenses	19	
20 Charitable contributions (See instructions for limitation rules)	20	
21 Depreciation (attach Form 4562)	21	
22 Less depreciation claimed on Schedule A and elsewhere on return	22a	22b
23 Depletion	23	
24 Contributions to deferred compensation plans	24	
25 Employee benefit programs	25	
26 Excess exempt expenses (Schedule I)	26	
27 Excess readership costs (Schedule J)	27	
28 Other deductions (attach schedule)	28	
29 Total deductions. Add lines 14 through 28	29	0.
30 Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30	3,881.
31 Net operating loss deduction (limited to the amount on line 30) SEE STATEMENT 14	31	3,881.
32 Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32	0.
33 Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33	1,000.
34 Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34	0.

Part III Tax Computation**35 Organizations Taxable as Corporations.** See instructions for tax computation.Controlled group members (sections 1561 and 1563) check here ☐ See instructions and:**a** Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):

(1) \$ (2) \$ (3) \$

b Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$

(2) Additional 3% tax (not more than \$100,000) \$

c Income tax on the amount on line 34 35c**36 Trusts Taxable at Trust Rates.** See instructions for tax computation. Income tax on the amount on line 34 from:☒ Tax rate schedule or ☐ Schedule D (Form 1041) 36 0.**37 Proxy tax.** See instructions 37**38 Alternative minimum tax** 38**39 Tax on Non-Compliant Facility Income.** See instructions 39**40 Total.** Add lines 37, 38 and 39 to line 35c or 36, whichever applies 40 0.**Part IV Tax and Payments****41a** Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116) 41a**b** Other credits (see instructions) 41b**c** General business credit. Attach Form 3800 41c**d** Credit for prior year minimum tax (attach Form 8801 or 8827) 41d**e Total credits.** Add lines 41a through 41d 41e**42** Subtract line 41e from line 40 42 0.**43** Other taxes. Check if from: ☐ Form 4255 ☐ Form 8611 ☐ Form 8697 ☐ Form 8866 ☐ Other (attach schedule) 43**44 Total tax.** Add lines 42 and 43 44 0.**45a** Payments: A 2015 overpayment credited to 2016 45a**b** 2016 estimated tax payments 45b**c** Tax deposited with Form 8868 45c**d** Foreign organizations: Tax paid or withheld at source (see instructions) 45d**e** Backup withholding (see instructions) 45e**f** Credit for small employer health insurance premiums (Attach Form 8941) 45f**g** Other credits and payments: ☐ Form 2439 ☐ Form 4136 ☐ Other Total 45g**46 Total payments.** Add lines 45a through 45g 46**47** Estimated tax penalty (see instructions). Check if Form 2220 is attached ☐ 47**48 Tax due.** If line 46 is less than the total of lines 44 and 47, enter amount owed 48 0.**49 Overpayment.** If line 46 is larger than the total of lines 44 and 47, enter amount overpaid 49 0.**50** Enter the amount of line 49 you want: Credited to 2017 estimated tax Refunded 50**Part V Statements Regarding Certain Activities and Other Information** (see instructions)**51** At any time during the 2016 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here X**52** During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file. X**53** Enter the amount of tax-exempt interest received or accrued during the tax year \$**Sign Here**

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

Signature of officer

Date

MANAGER/CO-TRUSTEE

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No**Paid Preparer Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

J. PATRICK MILLIGAN

MILLIGAN

06/05/17

P00435069

Firm's name HOGANTAYLOR LLP

Firm's EIN 73-1413977

2222 S. UTICA PL., SUITE 200

Firm's address TULSA, OK 74114-7002

Phone no. (918) 745-2333

Form 990-T (2016)

Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. H.A. AND MARY K. CHAPMAN CHARITABLE TRUST	Enter filer's identifying number Employer identification number (EIN) or 73-6177739
	Number, street, and room or suite no. If a P.O. box, see instructions. 6100 S. YALE AVE., SUITE 1816	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TULSA, OK 74136	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 6

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

DONNE PITMAN

• The books are in the care of ► **6100 SOUTH YALE, SUITE 1816 - TULSA, OK 74136**

Telephone No. ► **918-496-7882**

Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box ☐
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2017**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2016** or

► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

**MAIL TO: DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0045**

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

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

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

1. Description of property

(1)

(2)

(3)

(4)

2. Rent received or accrued		3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	
(1)		
(2)		
(3)		
(4)		
Total	0.	Total 0.

(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A) 0.

(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B) 0.

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

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

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

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

Nonexempt Controlled Organizations

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

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

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
		Enter here and on page 1, Part I, line 9, column (A).	Enter here and on page 1, Part I, line 9, column (B).	
Totals		0.	0.	

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
		Enter here and on page 1, Part I, line 10, col. (A).	Enter here and on page 1, Part I, line 10, col. (B).	Enter here and on page 1, Part II, line 26.		
Totals		0.	0.	0.		

Schedule J - Advertising Income (see instructions)**Part I Income From Periodicals Reported on a Consolidated Basis**

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

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

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals from Part I	0.	0.				0.
	Enter here and on page 1, Part I, line 11, col. (A).	Enter here and on page 1, Part I, line 11, col. (B).				Enter here and on page 1, Part II, line 27.
Totals, Part II (lines 1-5)	0.	0.				0.

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

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

**SCHEDULE I
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Alternative Minimum Tax - Estates and Trusts

▶ Attach to Form 1041.

▶ Information about Schedule I (Form 1041) and its separate instructions is at www.irs.gov/form1041.

OMB No. 1545-0092

2016

Name of estate or trust

H.A. AND MARY K. CHAPMAN CHARITABLE TRUS

Employer identification number

73-6177739

Part I Estate's or Trust's Share of Alternative Minimum Taxable Income

1	Adjusted total income or (loss) (from Form 1041, line 17)	1	
2	Interest	2	
3	Taxes	3	
4	Miscellaneous itemized deductions (from Form 1041, line 15c)	4	
5	Refund of taxes	5	()
6	Depletion (difference between regular tax and AMT)	6	
7	Net operating loss deduction. Enter as a positive amount	7	3,881.
8	Interest from specified private activity bonds exempt from the regular tax	8	
9	Qualified small business stock (see instructions)	9	
10	Exercise of incentive stock options (excess of AMT income over regular tax income)	10	
11	Other estates and trusts (amount from Schedule K-1 (Form 1041), box 12, code A)	11	
12	Electing large partnerships (amount from Schedule K-1 (Form 1065-B), box 6)	12	
13	Disposition of property (difference between AMT and regular tax gain or loss)	13	
14	Depreciation on assets placed in service after 1986 (difference between regular tax and AMT)	14	
15	Passive activities (difference between AMT and regular tax income or loss)	15	
16	Loss limitations (difference between AMT and regular tax income or loss)	16	
17	Circulation costs (difference between regular tax and AMT)	17	
18	Long-term contracts (difference between AMT and regular tax income)	18	
19	Mining costs (difference between regular tax and AMT)	19	
20	Research and experimental costs (difference between regular tax and AMT)	20	
21	Income from certain installment sales before January 1, 1987	21	()
22	Intangible drilling costs preference	22	
23	Other adjustments, including income-based related adjustments	23	
24	Alternative tax net operating loss deduction (See the instructions for the limitation that applies.)	24	3,493.
25	Adjusted alternative minimum taxable income. Combine lines 1 through 24	25	388.
Note: Complete Part II below before going to line 26.			
26	Income distribution deduction from Part II, line 44	26	N/A
27	Estate tax deduction (from Form 1041, line 19)	27	N/A
28	Add lines 26 and 27	28	
29	Estate's or trust's share of alternative minimum taxable income. Subtract line 28 from line 25	29	388.

If line 29 is:

- \$23,900 or less, stop here and enter -0- on Form 1041, Schedule G, line 1c. The estate or trust isn't liable for the alternative minimum tax.
- Over \$23,900, but less than \$175,450, go to line 45.
- \$175,450 or more, enter the amount from line 29 on line 51 and go to line 52.

Part II Income Distribution Deduction on a Minimum Tax Basis

N/A

30	Adjusted alternative minimum taxable income (see instructions)	30	
31	Adjusted tax-exempt interest (other than amounts included on line 8)	31	
32	Total net gain from Schedule D (Form 1041), line 19, column (1). If a loss, enter -0-	32	
33	Capital gains for the tax year allocated to corpus and paid or permanently set aside for charitable purposes (from Form 1041, Schedule A, line 4)	33	
34	Capital gains paid or permanently set aside for charitable purposes from gross income (see instructions)	34	
35	Capital gains computed on a minimum tax basis included on line 25	35	()
36	Capital losses computed on a minimum tax basis included on line 25. Enter as a positive amount	36	
37	Distributable net alternative minimum taxable income (DNAMTI). Combine lines 30 through 36. If zero or less, enter -0-	37	
38	Income required to be distributed currently (from Form 1041, Schedule B, line 9)	38	
39	Other amounts paid, credited, or otherwise required to be distributed (from Form 1041, Schedule B, line 10)	39	
40	Total distributions. Add lines 38 and 39	40	
41	Tax-exempt income included on line 40 (other than amounts included on line 8)	41	
42	Tentative income distribution deduction on a minimum tax basis. Subtract line 41 from line 40	42	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule I (Form 1041) (2016)

Part II Income Distribution Deduction on a Minimum Tax Basis (continued)

N/A

43	Tentative income distribution deduction on a minimum tax basis. Subtract line 31 from line 37. If zero or less, enter -0-	43	
44	Income distribution deduction on a minimum tax basis. Enter the smaller of line 42 or line 43. Enter here and on line 26	44	

Part III Alternative Minimum Tax

45	Exemption amount	45	\$23,900.00
46	Enter the amount from line 29	46	
47	Phase-out of exemption amount	47	\$79,850.00
48	Subtract line 47 from line 46. If zero or less, enter -0-	48	
49	Multiply line 48 by 25% (0.25)	49	
50	Subtract line 49 from line 45. If zero or less, enter -0-	50	
51	Subtract line 50 from line 46	51	
52	Go to Part IV of Schedule I to figure line 52 if the estate or trust has qualified dividends or has a gain on lines 18a and 19 of column (2) of Schedule D (Form 1041) (as refigured for the AMT, if necessary). Otherwise, if line 51 is - • \$186,300 or less, multiply line 51 by 26% (0.26). • Over \$186,300, multiply line 51 by 28% (0.28) and subtract \$3,726 from the result	52	
53	Alternative minimum foreign tax credit (see instructions)	53	
54	Tentative minimum tax. Subtract line 53 from line 52	54	
55	Enter the tax from Form 1041, Schedule G, line 1a (minus any foreign tax credit from Schedule G, line 2a)	55	
56	Alternative minimum tax. Subtract line 55 from line 54. If zero or less, enter -0-. Enter here and on Form 1041, Schedule G, line 1c	56	

Part IV Line 52 Computation Using Maximum Capital Gains Rates

Caution: If you didn't complete Part V of Schedule D (Form 1041), the Schedule D Tax Worksheet, or the Qualified Dividends Tax Worksheet in the Instructions for Form 1041, see the instructions before completing this part.					
57	Enter the amount from line 51	57			
58	Enter the amount from Schedule D (Form 1041), line 26, line 13 of the Schedule D Tax Worksheet, or line 4 of the Qualified Dividends Tax Worksheet in the Instructions for Form 1041, whichever applies (as refigured for the AMT, if necessary)	58			
59	Enter the amount from Schedule D (Form 1041), line 18b, column (2) (as refigured for the AMT, if necessary). If you didn't complete Schedule D for the regular tax or the AMT, enter -0-	59			
60	If you didn't complete a Schedule D Tax Worksheet for the regular tax or the AMT, enter the amount from line 58. Otherwise, add lines 58 and 59 and enter the smaller of that result or the amount from line 10 of the Schedule D Tax Worksheet (as refigured for the AMT, if necessary)	60			
61	Enter the smaller of line 57 or line 60	61			
62	Subtract line 61 from line 57	62			
63	If line 62 is \$186,300 or less, multiply line 62 by 26% (0.26). Otherwise, multiply line 62 by 28% (0.28) and subtract \$3,726 from the result	63			
64	Maximum amount subject to the 0% rate	64	\$2,550.00		
65	Enter the amount from line 27 of Schedule D (Form 1041), line 14 of the Schedule D Tax Worksheet, or line 5 of the Qualified Dividends Tax Worksheet in the Instructions for Form 1041, whichever applies (as figured for the regular tax). If you didn't complete Schedule D or either worksheet for the regular tax, enter the amount from Form 1041, line 22; if zero or less, enter -0-	65			
66	Subtract line 65 from line 64. If zero or less, enter -0-	66			
67	Enter the smaller of line 57 or line 58	67			
68	Enter the smaller of line 66 or line 67. This amount is taxed at 0%	68			
69	Subtract line 68 from line 67	69			

Part IV Line 52 Computation Using Maximum Capital Gains Rates (continued)

70	Maximum amount subject to rates below 20%	70	\$12,400.00	
71	Enter the amount from line 66	71		
72	Enter the amount from line 27 of Schedule D (Form 1041), line 18 of the Schedule D Tax Worksheet, or line 5 of the Qualified Dividends Tax Worksheet, whichever applies (as figured for the regular tax). If you didn't complete Schedule D or either worksheet for the regular tax, enter the amount from Form 1041, line 22; if zero or less, enter -0-	72		
73	Add line 71 and line 72	73		
74	Subtract line 73 from line 70. If zero or less, enter -0-	74		
75	Enter the smaller of line 69 or 74	75		
76	Multiply line 75 by 15% (0.15)	76		
77	Add lines 68 and 75	77		
If lines 77 and 57 are the same, skip lines 78 through 82 and go to line 83. Otherwise, go to line 78.				
78	Subtract line 77 from line 67	78		
79	Multiply line 78 by 20% (0.20)	79		
If line 59 is zero or blank, skip lines 80 through 82 and go to line 83. Otherwise, go to line 80.				
80	Add lines 62, 77, and 78	80		
81	Subtract line 80 from line 57	81		
82	Multiply line 81 by 25% (0.25)	82		
83	Add lines 63, 76, 79, and 82	83		
84	If line 57 is \$186,300 or less, multiply line 57 by 26% (0.26). Otherwise, multiply line 57 by 28% (0.28) and subtract \$3,726 from the result	84		
85	Enter the smaller of line 83 or line 84 here and on line 52	85		

Schedule I (Form 1041) (2016)

FORM 990-T	NET OPERATING LOSS DEDUCTION	STATEMENT 14
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TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/08	13,613.	13,613.	0.	0.
12/31/09	1,361.	1,361.	0.	0.
12/31/11	14,142.	6,780.	7,362.	7,362.
12/31/15	23,775.	0.	23,775.	23,775.
NOL CARRYOVER AVAILABLE THIS YEAR			31,137.	31,137.

FORM 990-T	INCOME (LOSS) FROM PARTNERSHIPS	STATEMENT 15
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PARTNERSHIP NAME	GROSS INCOME	DEDUCTIONS	NET INCOME OR (LOSS)
PRESCOTT GROUP AGGRESSIVE SMALL CAP II, LP	3,881.	0.	3,881.
TOTAL TO FORM 990-T, PAGE 1, LINE 5	3,881.	0.	3,881.

SCHEDULE I	NET OPERATING LOSS CARRYOVER	STATEMENT 16
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TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	AMOUNT
12/31/08	13,613.	13,613.	0.
12/31/09	1,361.	1,361.	0.
12/31/11	14,142.	6,780.	7,362.
12/31/15	23,775.	0.	23,775.
TOTAL TO SCHEDULE I, LINE 7			31,137.



OKLAHOMA RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX

Section 501(c) of the Internal Revenue Code

**AMENDED
RETURN!**

If this is an
Amended Return
place an
'X' here ☐
See Schedule 512E-X
on page 2.

PART 1	For the year January 1 - December 31, 2016, or other taxable year beginning: <input type="text"/> , 2016 ending: <input type="text"/> , <input type="text"/>	
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Name of Organization H. A. AND MARY K. CHAPMAN CHARITABLE TRUST	Federal Employer Identification Number 73-6177739
Address (number and street) 6100 S. YALE AVE., SUITE 1816	Date Qualified for Tax Exempt Status 047/26/1976
City, State or Province, Country and ZIP or Foreign Postal Code TULSA, OK 74136	OFFICE USE ONLY

PART 2: STATEMENT OF UNRELATED BUSINESS TAXABLE INCOME (Please read instructions on pages 2-3)

	Total Federal	Allocable Oklahoma
A. Total unrelated trade or business income - applicable Federal Form(s) 990	3,881	3,881
B. Total unrelated trade or business deductions - applicable Fed. Form(s) 990	-3,881	-3,881
C. Unrelated business taxable income - Enter here and on line 1 below	0	0

INCOME SUBJECT TO TAX

1. Unrelated business taxable income - from statement above (allocable to Oklahoma)	1	0	00
2. Other net income - enclose schedule	2		00
3. Oklahoma taxable income (total of lines 1 and 2)	3	0	00

TAX COMPUTATION

4. Tax at 6% of line 3. If Trust - See Rate Schedule on page 2 and place an 'X' here: <input type="checkbox"/>	4	0	00
5. Less: Other Credits Form (total from Form 511CR)	5		00
6. Balance of tax due (line 4 minus line 5, but not less than zero)	6		00
7. Amount paid on 2016 estimated tax and amount paid with extension request	7		00
8. Oklahoma withholding (enclose Form 1099, Form 500A, Form 500B or other withholding statement)	8		00
9. Amount paid with original return and amount paid after it was filed (amended return only)	9		00
10. Any refunds or overpayment applied (amended return only)	10	()	00
11. Total of lines 7 through 10	11	0	00
12. Overpayment (if line 11 is larger than line 6 enter amount overpaid)	12		00
13. Amount of line 12 to be credited to 2017 estimated tax (original return only)	13		00

Line 14 provides you the opportunity to make a financial gift from your refund to a variety of Oklahoma organizations. Place the line number of the organization from page 3 of this form in the box below and enter the amount you are donating. If giving to more than one organization, put a "99" in the box and attach a schedule showing how you would like your donation split.

14. Donations from your refund..... <input type="checkbox"/> \$2 <input type="checkbox"/> \$5 <input type="checkbox"/> \$	14		00
15. Add lines 13 and 14 and enter amount	15		00
16. Amount to be refunded to you (line 12 minus line 15) Refund	16		00

Direct Deposit Note:

All refunds must be by direct deposit.
See Direct Deposit Information on
page 3 for details.

Is this refund going to or through an account that is located outside of the United States? ☐ Yes ☐ No

Deposit my refund in my: ☐ checking account ☐ savings account

Routing Number: Account Number:

17. Tax Due (if line 6 is larger than line 11 enter tax due)	17	0	00
18. For delinquent payment, add penalty of 5% \$ plus interest at 1.25% per month	18		00
19. Underpayment of estimated tax interest	19		00
20. Total tax, penalty and interest due - Add lines 17-19; pay in full with return Balance Due	20	0	00

PART 3: SIGNATURE AND VERIFICATION

Under penalty of perjury, I declare the information contained in this document, attachments and schedules are true and correct to the best of my knowledge and belief.

Signature of Officer or Trustee	Date
Print Name	
Title	Phone Number

Check this box if the Oklahoma Tax Commission may discuss this return with your tax preparer.



Signature of Preparer	Date
Printed Name of Preparer	
HOGANTAYLOR LLP, 2222 S. UTICA PL., STE 200	
Phone Number: 918-745-2333	Preparer's PTIN: 73-1413977