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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation REYNOLDS AMERICAN FOUNDATION		A Employer identification number 58-1681920
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 2959	Room/suite	B Telephone number (see instructions) (336) 741-5315
City or town, state, and ZIP code WINSTON-SALEM, NC 27102-2959		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	
H Check type of organization	☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 62,680,584.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		176.	176.		ATCH 1
4 Dividends and interest from securities		1,293,498.	1,128,904.		ATCH 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,043,469.			
b Gross sales price for all assets on line 6a 7,278,388.					
7 Capital gain net income (from Part IV, line 2)			1,958,273.		
8 Net short-term capital gain					
9 Income modifications				28,945.	
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		28,945.			ATCH 3
12 Total. Add lines 1 through 11		3,366,088.	3,087,353.	28,945.	
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 4		37,113.			
c Other professional fees (attach schedule) *		382,384.	338,537.		43,847.
17 Interest					
18 Taxes (attach schedule) (see instructions) **		700.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		420,197.	338,537.		43,847.
25 Contributions, gifts, grants paid		3,495,090.			3,495,140.
26 Total expenses and disbursements. Add lines 24 and 25		3,915,287.	338,537.	0	3,538,987.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-549,199.			
b Net investment income (if negative, enter -0-)			2,748,816.		
c Adjusted net income (if negative, enter -0-)				28,945.	

For Paperwork Reduction Act Notice, see Instructions.

*ATCH 5 JSA ** ATCH 6

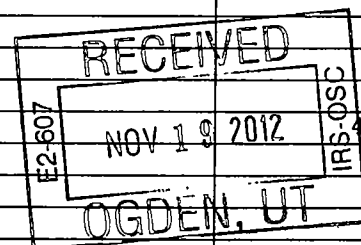
Form 990-PF (2011)

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PAGE 1



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Revenue

Operating and Administrative Expenses

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,033,324.	853,954.	853,954.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 7	58,148,975.	53,833,679.	53,833,679.
	c Investments - corporate bonds (attach schedule)			
	Liabilities	11 Investments - land, buildings, and equipment basis		
Less: accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) ATCH 8		8,051,842.	7,885,383.	7,885,383.
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ ATCH 9)		77,207.	107,568.	107,568.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		67,311,348.	62,680,584.	62,680,584.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	67,311,348.	62,680,584.	
	30 Total net assets or fund balances (see instructions)	67,311,348.	62,680,584.	
31 Total liabilities and net assets/fund balances (see instructions)	67,311,348.	62,680,584.		

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	67,311,348.
2 Enter amount from Part I, line 27a	2	-549,199.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 10	3	-4,081,565.
4 Add lines 1, 2, and 3	4	62,680,584.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	62,680,584.

Form 990-PF (2011)

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,043,469.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	2,983,560.	62,499,352.	0.047737
2009	2,857,903.	53,368,670.	0.053550
2008	3,347,371.	58,273,874.	0.057442
2007	2,748,070.	65,374,668.	0.042036
2006	3,044,002.	52,495,657.	0.057986
2 Total of line 1, column (d)			2 0.258751
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.051750
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 66,152,925.
5 Multiply line 4 by line 3			5 3,423,414.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 27,488.
7 Add lines 5 and 6			7 3,450,902.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 3,538,987.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	27,488.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	27,488.
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	27,488.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	104,427.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	104,427.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	76,939.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 76,939. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file 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 ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NC, _____		
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	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2011)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ ALAN CALDWELL Telephone no ☐ 336-741-0106			
Located at ☐ PO BOX 2959 WINSTON SALEM, NC ZIP + 4 ☐ 27102				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ☐ 15			
16	At any time during calendar year 2011, 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 Form TD F 90-22.1. If "Yes," enter the name of the foreign country ☐	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	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 2011? ☐	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2011 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 2011) ☐	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 2011? ☐	4b	X

Form 990-PF (2011)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?Organizations relying on a current notice regarding disaster assistance check here ☐**5 b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

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

6 b**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**7 b****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 11		0	0	0

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

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

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

Form 990-PF (2011)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 12		323,224.
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

Form 990-PF (2011)

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	65,673,044.
b	Average of monthly cash balances	1b	1,487,286.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	67,160,330.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	67,160,330.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,007,405.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	66,152,925.
6	Minimum investment return. Enter 5% of line 5	6	3,307,646.

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	3,307,646.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	27,488.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	544.
c	Add lines 2a and 2b	2c	28,032.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,279,614.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,279,614.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,279,614.

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	3,538,987.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,538,987.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	27,488.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,511,499.

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

Form 990-PF (2011)

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				3,279,614.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006	487,881.			
b From 2007				
c From 2008	487,922.			
d From 2009	221,129.			
e From 2010				
f Total of lines 3a through e	1,196,932.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 3,538,987.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				3,279,614.
e Remaining amount distributed out of corpus	259,373.			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,456,305.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	487,881.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	968,424.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008	487,922.			
c Excess from 2009	221,129.			
d Excess from 2010				
e Excess from 2011	259,373.			

Form 990-PF (2011)

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

NOT APPLICABLE

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 2011, 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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 of the person to whom applications should be addressed.

ATTACHMENT 13

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

ATTACHMENT 14

c Any submission deadlines.

SEE ATTACHMENT 16

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

ATTACHMENT 15

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 <i>Paid during the year</i> SEE ATTACHMENT 17				3,495,140.
Total			▶ 3a	3,495,140.
b <i>Approved for future payment</i> ATTACHMENT 18				
Total			▶ 3b	400,000.

Form 990-PF (2011)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	176.		
4 Dividends and interest from securities	900003	5,182.	14	1,288,316.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory	900003	43,518.	18	1,999,951.		
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)		48,700.		3,317,388.		
13 Total. Add line 12, columns (b), (d), and (e)					13	3,366,088.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

REYNOLDS AMERICAN FOUNDATION

Employer identification number

58-1681920

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	2,043,469.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	2,043,469.

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

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		2,043,469.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		2,043,469.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	
a	The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23.	25	
26	Subtract line 25 from line 24.	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36).	34	

Schedule D (Form 1041) 2011

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,278,388.		NORTHERN TRUST ACCOUNT PROPERTY TYPE: SECURITIES 5,234,919.				P	VAR 2,043,469.	VAR
TOTAL GAIN (LOSS)							<u>2,043,469.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	176.	176.
TOTAL	<u>176.</u>	<u>176.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND/INTEREST INCOME FROM SECURITIES	1,293,498.	1,128,904.
TOTAL	<u>1,293,498.</u>	<u>1,128,904.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
PRIOR YEAR GRANT CHECKS NOT CASHED	28,945.
TOTALS	<u>28,945.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	37,113.			
TOTALS	<u>37,113.</u>			

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
NORTHERN TRUST - INVESTMENT MANAGEMENT FEES	323,224.	323,224.	
JK GROUP - CHARITABLE DISBURSEMENTS CONSULTING	43,847.		43,847.
BANK OF NEW YORK - CUSTODIAN FEES	15,313.	15,313.	
TOTALS	<u>382,384.</u>	<u>338,537.</u>	<u>43,847.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
TAXES	700.
TOTALS	<u>700.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NTCC SMALL CAP EQUITY	2,309,663.	2,309,663.
NTCC MID CAP EQUITY	6,512,522.	6,512,522.
NTCC LARGE CAP EQUITY	18,665,677.	18,665,677.
NTCC INTERNATIONAL EQUITY	5,491,762.	5,491,762.
NTCC FIXED INCOME	9,581,730.	9,581,730.
NTCC EMERGING MARKETS	2,875,182.	2,875,182.
NTCC HIGH YIELD BONDS	3,132,227.	3,132,227.
NTCC AURORA FUND	5,264,916.	5,264,916.
TOTALS	<u>53,833,679.</u>	<u>53,833,679.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARCHSTONE PARTNERS, LP	7,885,383.	7,885,383.
TOTALS	<u>7,885,383.</u>	<u>7,885,383.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INCOME	107,568.	107,568.
TOTALS	<u>107,568.</u>	<u>107,568.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENTS	-4,081,565.
TOTAL	<u>-4,081,565.</u>

REYNOLDS AMERICAN FOUNDATION

58-1681920

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
STEPHEN R. STRAWSBURG P.O. BOX 2959 WINSTON-SALEM, NC 27102-2959	PRESIDENT 5.00	0	0	0
WILLIAM NANCE P.O. BOX 2959 WINSTON-SALEM, NC 27102-2959	VICE PRESIDENT 1.00	0	0	0
DAN FAWLEY P.O. BOX 2959 WINSTON-SALEM, NC 27102-2959	TREASURER .25	0	0	0
FRED FRANKLIN P.O. BOX 2959 WINSTON-SALEM, NC 27102-2959	SECRETARY .25	0	0	0
NANCY HAWLEY P.O. BOX 2959 WINSTON-SALEM, NC 27102-2959	DIRECTOR .25	0	0	0
NANCY STURGEON P.O. BOX 2959 WINSTON-SALEM, NC 27102-2959	DIRECTOR .25	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
NORTHERN TRUST COMPANY OF CONNECTICUT 300 ATLANTIC STREET STAMFORD, CT 06901	INVESTMENTS	323,224.
TOTAL COMPENSATION		<u>323,224.</u>

ATTACHMENT 13FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ALAN CALDWELL, EXECUTIVE DIRECTOR
REYNOLDS AMERICAN FDN, PO BOX 2959
WINSTON-SALEM, NC 27102
336-741-0106

ATTACHMENT 14990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN WRITTEN FORM WITH THE ORGANIZATION'S SECTION 501(C)(3) EXEMPTION LETTER ATTACHED. APPLICANTS SHOULD PROVIDE A DESCRIPTION OF THE ACTIVITY FOR WHICH MONEY IS NEEDED, A DESCRIPTION OF THE PROPOSED PROJECT, AND A LIST OF THE ORGANIZATION'S BOARD OF DIRECTORS. FOR ADDITIONAL DETAILS AND REQUIREMENTS SEE WWW.RJRT.COM/FNDNGUIDE.ASPX (ALL LOWER CASE).

ATTACHMENT 15

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS GENERALLY DIRECTED TOWARDS EDUCATION, ARTS, AND ECONOMIC/
COMMUNITY DEVELOPMENT.

REYNOLDS AMERICAN FOUNDATION

EIN: 58-1881920

FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, LINE 2 C-D SUPPLEMENTAL INFORMATION AMERICAN FOUNDATION

Community Involvement**Reynolds American Foundation Guidelines for Giving**

R.J. Reynolds Tobacco Company (R.J. Reynolds) is proud of the fact that it has been a responsible corporate citizen of North Carolina for more than 130 years. In a tradition established by the company's founder, Richard Joshua Reynolds, R.J. Reynolds remains committed to using its resources to enhance the quality of life in the communities where employees live and work.

Grant Categories

The Reynolds American Foundation focuses its contribution resources in communities where significant numbers of Reynolds American Inc. and R.J. Reynolds employees live and work. Grants will be made for one year only; applicants must reapply for additional funding. Grants are awarded in the following areas:

- Birth-12 Public Education – Public-school and community programs that prepare children to enter school ready to learn and programs that primarily focus on improving academic performance of low-performing and economically disadvantaged students. Except for business-partner relationships, all school grants are made through the superintendents' offices. Individual day-care centers are not eligible for grants.
- Local Community Campaigns – Support for United Way and Arts Council campaigns in target communities.
- Employee-Directed Giving – Programs to encourage employee community support through the foundation's Matching Grants Program, the Community Involvement Plan, the Leadership in Education Program and the Scholarship Program for children of employees and retirees.

R.J. Reynolds has designated certain resources for other grants, sponsorships and in-kind contributions.

Eligibility

To be eligible for funding consideration, an applicant must generally be:

- A nonprofit agency with tax-exempt status under section 501(c)(3) of the Internal Revenue Code or an appropriate government agency;
- Serving residents in communities where significant numbers of Reynolds American Inc. and R.J. Reynolds employees live and/or work; and,
- Operated and organized so that it does not discriminate on the basis of race, religion, gender, national origin, sexual orientation, age, or disability, in terms of hiring practices, service provisions or board-member selection.

Limitations

The Foundation will not generally consider funding requests for the following:

- Endowments;
- Support for individuals;
- General operating expenses;
- Requests from churches;
- Programs that promote religious doctrine;
- Requests for political candidates and organizations;
- Requests for travel expenses for individuals or organizations;
- Sponsorship of most special events; and,
- Request for programs that have already received support from the Reynolds American Foundation or R.J. Reynolds for three consecutive years.

REYNOLDS AMERICAN FOUNDATION, EIN 58-1661920
 FOR THE YEAR ENDED 12/31/2011
 FORM 990-PF, PART XV LINE 2 C-D SUPPLEMENTAL INFORMATION

Submitting your grant proposal

The Reynolds American Foundation accepts proposals throughout the year but awards grants according to the schedule below. No application form is required. Proposals should be no more than five pages and should include the following information:

- A statement of purpose and organizational objectives;
- A description of the problem, need or issue the proposal seeks to address;
- A complete description of the proposed project. This includes goals, objectives, geographic area and population served by the project, timeline, staffing, evaluation, budget, and sources of current and future funding;
- A cover letter, signed by either the chief executive officer or an authorized person of the organization that includes a summary of the proposed project, the issue to be addressed, the amount requested, and the name and phone number of the appropriate contact person;
- The Internal Revenue Service letter confirming the organization's 501(c)(3) status; and,
- A list of the organization's board of directors and officers.

Grant proposals should be mailed to:

Reynolds American Foundation
 P.O. Box 891
 Plaza Building - 15th Floor
 Winston-Salem, NC 27102-2959

Proposal Cycle

The Reynolds American Foundation awards grants on a quarterly basis according to the following schedule:

Completed Proposal			Agency Notification
Received By:	Initial Review By:	Final Review By:	By:
February 1	March 1	March 15	March 31
May 1	June 1	June 15	June 30
August 1	September 1	September 15	September 30
November 1	December 1	December 15	December 31

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
24 Hours of Booty Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
A Storehouse for Jesus	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
ABC of Nc Child Development Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
African Wildlife Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
AFS-USA Inc	509 (a) (2)	CHARITABLE ACTIVITIES	25
Allegheny College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	500
Alley Cat Allies Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Alley Cat Rescue Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	170
Alzheimers Disease and Related Disorders Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,500
Alzheimers Disease and Related Disorders Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	255
Alzheimers Disease and Related Disorders Association - Alzheimers Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	575
Amateur Athletic Union of the United States Inc - Carolina Tide Baseball	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,125
Amateur Athletic Union of the United States-Kemerville Warriors	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	550
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	700
American Heart Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	130
American Heart Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,000
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,640
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,700
American Society for the Prevention of Cruelty To Animals	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	140
Americans United for Separation of Church and State	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Amigos Bravos Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	35
Amnesty International USA Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	95
AMP Concerts	509 (a) (2)	CHARITABLE ACTIVITIES	500
Amyotrophic Lateral Sclerosis Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	495
Animal Adoption and Rescue Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	525
Animal Humane Association of New Mexico Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	60
Appalachian State University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	6,890
Arts Council Incorporated Winston-Salem Arts Council	509 (a) (2)	CHARITABLE ACTIVITIES	10,450
Arts for Life	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Ashe County Arts Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Association for Retarded Citizens Davidson County Inc	509 (a) (2)	CHARITABLE ACTIVITIES	200
Atlas Performing Arts Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Autism Speaks Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Avon Products Foundation Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,525
Ballentine Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
Barry L Joyce Local Cancer Support Fund	509 (a) (2)	CHARITABLE ACTIVITIES	1,325
Barter Foundation Incorporated State Theatre of Virginia	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Believe In Kids	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Benilde St Margarets High School	170 (b) (A) (i)	CHARITABLE ACTIVITIES	250
Best Friends Animal Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Bethesda Center for the Homeless Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Bethlehem Center	509 (a) (2)	CHARITABLE ACTIVITIES	50
Big Brothers and Big Sisters of Forsyth County Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	9,392
Big Cat Rescue Corp	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Board of Trustees for the University of Alabama - University of Alabama	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	481
Bookmarks	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,000
Boonville Community Public Library	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
Boy Scouts of America - Old North State Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Boyd Co Hardwood Club Inc	509 (a) (2)	CHARITABLE ACTIVITIES	2,000
Boys & Girls Club of Greater High Point Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Boys and Girls Home of North Carolina Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
Brunswick School Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	2,500
Buffalo Olmsted Parks Conservancy Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	165
Buffalo Philharmonic Orchestra Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	190
Calvary Baptist Church - Calvary Baptist Day School	170 (b) (A) (i)	CHARITABLE ACTIVITIES	1,500
Cancer Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	425
Carepartners Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Carolina Evangelical Divinity School Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	2,000
Center for Biological Diversity Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Central Asia Institute	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Cerebral Palsy K I D S Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Chemo Angels Cancer Support Organization	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Childrens Hospital of Wisconsin Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	1,025
Childrens Miracle Network	509 (a) (2)	CHARITABLE ACTIVITIES	2,812
Christian Foundation for Children and Aging	509 (a) (2)	CHARITABLE ACTIVITIES	1,100
Church World Service Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Citizens Regional Transit Corporation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	310
Clafflin University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,435
Clemson University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	5,375
Coastal Carolina Horseshoe Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Coastal Educational Foundation Incorporated - Coastal Carolina University	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,100
Community Center for the Performing Arts	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Cornell University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	150
Corrales Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
Cottonwood Montessori School	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	155
Creative Albuquerque	509 (a) (2)	CHARITABLE ACTIVITIES	2,000
Crisis Control Ministry Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,925
Crisis Ministry of Davidson County Inc	509 (a) (2)	CHARITABLE ACTIVITIES	1,200
Cystic Fibrosis Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Cystic Fibrosis Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
DARE To Care Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Davidson College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	200
Davidson Medical Ministries Clinic Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	1,480
Davie County Arts Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,200
Davie County Early College High School Parent Teacher Student Org	509 (a) (2)	CHARITABLE ACTIVITIES	200
Davie County Schools	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Defenders of Wildlife	509 (a) (2)	CHARITABLE ACTIVITIES	150
Depauw University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	4,000
Diamond Girls Softball Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Diocese of Youngstown Catholic Charities Corporation	170 (b) (A) (i)	CHARITABLE ACTIVITIES	200
Disabled American Veterans Charitable Service Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Drake University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	100
Duke University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	400
Earthjustice	509 (a) (2)	CHARITABLE ACTIVITIES	130
East Carolina University Educational Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,320
East Carolina University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	250
Eckerd College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	2,000
Elder High School	170 (b) (A) (i)	CHARITABLE ACTIVITIES	250
Elizabethtown College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	2,500
Emory & Henry College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	200
Enchantmutts	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Expenment In Self-Reliance Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,500
Fairness & Accuracy In Reporting Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	60
Family Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,075
Farm Sanctuary Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	90
FINCA International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	195
Fisk University	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	1,000
Food Bank of Wise County Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	700
Food for the Poor Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Forest Service Employees for Environmental Ethics Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	70
Forgotten Felines of Forsyth	509 (a) (2)	CHARITABLE ACTIVITIES	400
Forsyth County Day School Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,930
Forsyth County Humane Society and SPCA D D Schouler Chapter Inc	509 (a) (2)	CHARITABLE ACTIVITIES	500
Forsyth Jail & Pnson Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Forsyth Medical Center Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	960
Foundation Fighting Blindness Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Foundation of the University of North Carolina at Charlotte Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	50
Foundation of the University of North Carolina at Wilmington Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,200
Franciscan University of Steubenville	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	750
Free Wheelchair Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	118
Front Range Equine Rescue	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Fur-Ever Friends of North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	575
Fusion	509 (a) (2)	CHARITABLE ACTIVITIES	250
Gallatin Valley Land Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Gardner-Webb University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	100
General Council of the Assemblies of God-First Assembly of God Church- First Assembly Christian School	170 (b) (A) (i)	CHARITABLE ACTIVITIES	175
General Council on Finance & Admins of the United Methodist Church- Lewisville United Methodist Church-Lewisville Community Assistance Program	170 (b) (A) (i)	CHARITABLE ACTIVITIES	3,200
Georgia Institute of Technology	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	8,150
Georgia Southern University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	100
Glenn High School - Glenn High School Baseball	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Global Volunteer Network Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Golf Fore Fun Inc - The First Tee of the Tnad	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,050
Gonilla Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	60
Graycliff Conservancy Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Greensboro Urban Ministry	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Guiding Eyes for the Blind Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Habitat for Humanity International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Habitat for Humanity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Hales Franciscan High School	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,000
Hanes Magnet School	GOVERNMENTAL	CHARITABLE ACTIVITIES	255
Hartwick College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	50
Heifer Project International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	690
Helping Hands 4 Paws	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,950
Hendrix College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	365
High Point University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	700
High Rock Lake River Rats Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Hispanic League of the Piedmont Triad	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,500
Holy Redeemer Catholic Elementary School	170 (b) (A) (i)	CHARITABLE ACTIVITIES	700
Honzons Residential Care Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Hospice & Palliative Carecenter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,880
Hospice of Davidson County North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Hospice of Surry County Inc - Mountain Valley Hospice	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,600
Hospice of the Piedmont Inc	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Hotchkiss School	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	250
Hugh Chatham Memorial Hospital Foundation	509 (a) (4)	CHARITABLE ACTIVITIES	500
Hull House Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	130
Humane Farming Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Humane Society of Alamance County Inc	509 (a) (2)	CHARITABLE ACTIVITIES	250
Humane Society of Davie County	509 (a) (2)	CHARITABLE ACTIVITIES	150
Humane Society of the United States	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	275
Hydrocephalus Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	305
Ibrahim Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
Idaho State University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Indiana University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,250
Institute for Justice	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
International Justice Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Jackson State University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	400
Jamestown Highlanders Pipe Band - Jamestown Pipes & Drums	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Jane Goodall Institute for Wildlife Research Education & Conservation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
John Carroll University	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,100
Juvenile Diabetes Research Foundation International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,680
Kenyon College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,500
Kemersville Little Theatre Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,350
Kids of Childhood Cancer	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
King Outreach Ministry Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,400
Kitchen Angels Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Lance Armstrong Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Lane Community College Foundation-KLCC	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	167
Leadership Winston-Salem	509 (a) (2)	CHARITABLE ACTIVITIES	50
Ledford Senior High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	2,100
Lees-Mcrae College Incorporated	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	200
Lenoir Rhyne College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	225
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	185
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	350
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Lewisville Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	320
Lexington Philharmonic Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Lifeline Pregnancy Help Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	7,000
Lillies Friends Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Little Earth School Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	150
Little Theatre of Winston-Salem Inc-Twin City Stage	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Long Island University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	100
Macalester College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,250
March of Dimes Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
March of Dimes Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	115
Manne Toys for Tots Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Mars Hill College Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	200
Masonic Home for Children at Oxford	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Massachusetts Institute of Technology	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	100
Mcleod Medical Center Foundation-Mcleod Hospice	509 (a) (4)	CHARITABLE ACTIVITIES	50
Mended Heart Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Mental Health Association Inc of North Carolina - Mental Health Association in Forsyth	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	600
Methodist University Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	100
Mississippi State University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Moravian Church In America Southern Province - Sunnyside Ministries	170 (b) (A) (i)	CHARITABLE ACTIVITIES	200
Moravian Music Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Mount Olive College Incorporated	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	200
Mount Tabor High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	3,910
Muscular Dystrophy Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
National Association of Railroad Passengers	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	65
National Audubon Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	193
National Geographic Society	509 (a) (2)	CHARITABLE ACTIVITIES	400
National Humane Education Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,395
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
National Parks Conservation Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	140
National Trust for Historic Preservation In the United States	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
National Wildlife Federation	509 (a) (2)	CHARITABLE ACTIVITIES	60
Natural Resources Defense Council Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Nature Conservancy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
New Hope Pregnancy Care	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	650
Next Step Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
North Carolina Community Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
North Carolina School of Science & Mathematics Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	816
North Carolina State University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	15,621
North Carolina Zoological Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	320
North Central College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	500
North Davidson High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,500
Northland Therapeutic Riding Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Northwestern University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	150

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Ohio State University Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	950
Ok West Athletic Association Inc	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Old Hickory Council- Boy Scouts of America	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,985
Old Salem Incorporated - Old Salem Museums & Gardens	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,583
Operation From the Heart	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Opportunity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Ovanan Cancer Research Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Oxfam-America Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	110
Paper Lantern Theatre Company	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Patnck County Developmental Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,400
Peaceful Valley Donkey Rescue Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Pennsylvania State University	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	320
People for the Ethical Treatment of Animals Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	190
Performing Animal Welfare Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Piedmont Chamber Singers Inc	509 (a) (2)	CHARITABLE ACTIVITIES	75
Piedmont Craftsmen Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Pinnacle Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Pitt Technical Institute Foundation Inc - Pitt Community College Fdn	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,300
Planned Parenthood Federation of America Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	240
Planned Parenthood of Central North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Pregnancy Center of High Point	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Prodigals Community Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Protestant Episcopal High School In Virginia	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,000
PTA North Carolina Congress - Brunson Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	150
PTA North Carolina Congress - Downtown School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	50
PTA North Carolina Congress - Lewisville Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	925
PTA North Carolina Congress - Meadowlark Middle School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	450
PTA North Carolina Congress - Paisley IB Magnet School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	125
PTA North Carolina Congress - RJ Reynolds High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	575
PTA North Carolina Congress - Sherwood Forest Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	800
PTA North Carolina Congress - West Forsyth High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	25
PTA North Carolina Congress-Jefferson Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	50
PTA North Carolina Congress-Old Richmond Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	200
PTA North Carolina Congress-Ragsdale High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	75
PTA North Carolina Congress-Vienna Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	400
PTA North Carolina-Southwest Elementary PTA	509 (a) (2)	CHARITABLE ACTIVITIES	250
Purdue Foundation Inc	509 (a) (4)	CHARITABLE ACTIVITIES	100
Quinnipiac University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	150
Radford University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	225
Rainforest Alliance Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Reagan High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Rector & Visitors of the University of Virginia - University of Virginia	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	10,000
Regis University Payroll Main Hall	170 (b) (A) (i)	CHARITABLE ACTIVITIES	100
Riverwood Therapeutic Riding Center Inc	509 (a) (2)	CHARITABLE ACTIVITIES	3,325
Roman Catholic Diocese of Charlotte NC - Traid Catholic Schools Foundation	170 (b) (A) (i)	CHARITABLE ACTIVITIES	650
Ronald McDonald House of Winston-Salem Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	750
Ruff Love Foster Care and Dog Rescue	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Rutgers University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	250
Sacred Heart Campus Schools Inc	170 (b) (A) (i)	CHARITABLE ACTIVITIES	250
Salem Academy & College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,110
Sallys Angels Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Salvation Army National Corp - NC Area Command	170 (b) (A) (i)	CHARITABLE ACTIVITIES	550
Samaritan Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,580
Samantans Purse	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,977
Sanctuary for Families Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Sanderson Athletic Club	509 (a) (2)	CHARITABLE ACTIVITIES	500
Sanderson High	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
Sangre De Cristo Audubon Society	509 (a) (2)	CHARITABLE ACTIVITIES	60
Santa Fe Animal Shelter Inc	509 (a) (2)	CHARITABLE ACTIVITIES	270
Santa Fe Conservation Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	80
Save the Manatee Inc	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Sciworks the Science Center and Environmental Park of Forsyth Co	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	285
Sea Shepherd Conservation Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Second Harvest Food Bank of Northwest North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	23,169
Seminole Boosters Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	325
Senior Resources Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Senior Services Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	450
Shakespeare In Delaware Park Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	110
Shoals Community Recreation Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	14,000
Sickle Cell Disease Association of America Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Sit-In Movement Inc - International Civil Rights Center and Museum	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Smile Train Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
Smithsonian Institution Office of the Comptroller	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	280
Society for the Prevention of Cruelty To Animals of the Triad	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
South Fork Elementary	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
Southern Poverty Law Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Special Olympics Inc - Special Olympics NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Special Olympics North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	40
Special Operations Warrior Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
St Andrews-Sewanee School	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	6,500
St Baldricks Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
St Johns College In Santa Fe	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	250
St Josephs Orphans Society - St Joseph Childrens Home	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
St Jude Childrens Research Hospital Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	4,038
St Mildred Lightbourn School	GOVERNMENTAL	CHARITABLE ACTIVITIES	4,000
Starmount High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	8,000
State University of Iowa Foundation - University of Iowa Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	320
Stokes County Arts Council	GOVERNMENTAL	CHARITABLE ACTIVITIES	175
Stony Brook Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Student Conservation Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Summit School Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	9,900
Surry Community College Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	2,600
Susan G Komen Breast Cancer Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	125
Susan G Komen Breast Cancer Foundation - Chicago	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Susan G Komen Breast Cancer Foundation - Susan G Komen 3-Day for the Cure	509 (a) (2)	CHARITABLE ACTIVITIES	840
Susan G Komen Breast Cancer Foundation - Susan G Komen for the Cure	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Susan G Komen Cancer Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	6,190
Sustainable West Seattle	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Target Margin Theater Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Texas A & M University 12th Man Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	233
Texas A & M University-Corpus Christi Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	3,000
Texas A&M Foundation - Texas A&M University	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	290
The Corporation of Mercer University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	50
The Downtown School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
The Hospice of Dayton Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
The International Snow Leopard Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
The Leadership Academy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
The North Carolina A & T University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,000
The Pennsylvania State University-Penn State Dance Marathon	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
The Salvation Army	170 (b) (A) (i)	CHARITABLE ACTIVITIES	550
The Salvation Army	170 (b) (A) (i)	CHARITABLE ACTIVITIES	300
The Salvation Army	170 (b) (A) (i)	CHARITABLE ACTIVITIES	25
The Salvation Army - The Salvation Army Boys and Girls Club	170 (b) (A) (i)	CHARITABLE ACTIVITIES	200
The Shepherds Center of Greater Winston-Salem Inc	509 (a) (2)	CHARITABLE ACTIVITIES	30
The Shepherds Center of Kernersville Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	105
The University of Tennessee Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	200
The University of Virginia College at Wise Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Thiel College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	4,000
Thomas Jefferson Middle School	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
Tiger Haven	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	70
Tony Fitzjohn-George Adamson African Wildlife Preservation Trust Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	800
Triad Academy Inc	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	8,750
Triad Stage Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Trustees of Dartmouth College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	50
Turquoise Trail Performing Arts	509 (a) (2)	CHARITABLE ACTIVITIES	25
Twin City Youth Soccer Association	509 (a) (2)	CHARITABLE ACTIVITIES	150
U S Catholic Conference - Catholic Social Services	GOVERNMENTAL	CHARITABLE ACTIVITIES	900
United Animal Coalition Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	550
United Animal Coalition Inc - Guilford County Animal Shelter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
United Methodist Agency for the Retarded Western North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
United Service Organizations Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	800
University at Buffalo Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,009
University of Chicago	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,250
University of Colorado Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	250
University of Illinois Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	50
University of Kentucky	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
University of Memphis Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	3,600
University of Mississippi Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,770
University of New Mexico Foundation Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	880
University of New Mexico Foundation Incorporated - KNME TV	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	255

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
University of North Carolina at Chapel Hill	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	15,143
University of North Carolina Foundation Inc - UNC TV	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	810
University of North Carolina School of the Arts Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,100
University of North Carolina-Greensboro	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	985
University of Richmond	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	350
University of South Carolina Educational Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	324
US Catholic Conference - Bishop McGuinness High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	150
US Catholic Conference - St Leo School	GOVERNMENTAL	CHARITABLE ACTIVITIES	3,000
US Catholic Conference - Tnad Catholic Schools Foundation	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
US Catholic Conference-St Peters School	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
Virginia Tech Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,039
Wabash College	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	596
Wake Forest University	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	21,865
Wake Forest University - WFDD Radio	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	1,980
Wake Forest University Health Sciences - Wake Forest University School of Medicine	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	315
Waldorf School of Garden City	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	25
Washington & Lee University	170 (b) (A) (ii)	CHARITABLE ACTIVITIES	1,000
West Forsyth Band Fans	509 (a) (2)	CHARITABLE ACTIVITIES	100
West Forsyth High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
West Stokes High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
West Stokes High School Band Boosters	509 (a) (2)	CHARITABLE ACTIVITIES	500
West Virginia University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	3,200
Western New York Heritage Press Inc	509 (a) (2)	CHARITABLE ACTIVITIES	66
Western New York Public Broadcasting Association - WNED TV	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	900
Wikimedia Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Wild Things Unlimited Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Wildcats Athletic Club Inc	509 (a) (2)	CHARITABLE ACTIVITIES	25,000
Wilderness Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	210
Wildlife Conservation Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Wildlife Rehabilitation Inc	509 (a) (2)	CHARITABLE ACTIVITIES	400
Wilson County Humane Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,125
Winston Salem Rescue Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,994
Winston Salem Theatre Alliance Inc	509 (a) (2)	CHARITABLE ACTIVITIES	125
Winston-Salem Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Winston-Salem State University Foundation Incorporated	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	3,250
Woolly Mammoth Theatre Co	509 (a) (2)	CHARITABLE ACTIVITIES	50
World Vision International	170 (b) (A) (i)	CHARITABLE ACTIVITIES	1,275
World Wildlife Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	160
WSKG Public Telecommunications Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Xavier University	170 (b) (A) (i)	CHARITABLE ACTIVITIES	50
Yadkin Arts Council Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Yadkin County Humane Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Yale University	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Yellowstone Association	509 (a) (2)	CHARITABLE ACTIVITIES	50
Yokefellow Pnson Ministry of NC Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Young Life	170 (b) (A) (i)	CHARITABLE ACTIVITIES	800
Young Mens Christian Association of Greensboro Inc - Hayes Taylor Memorial YMCA	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Young Mens Christian Association of Northwest North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	9,920

REYNOLDS AMERICAN FOUNDATION
EIN: 56-1950120
FOR THE YEAR ENDED 12/31/2011

FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Young Womens Chstian Association of Winston-Salem & Forsyth County	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	6,500
Zoological Society of Buffalo Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	275
TOTAL MATCHING GRANTS			523,961
Amercan Red Cross - Humcane Irene	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	250,000
Amercan Red Cross - Tornado Disaster Relief	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	100,000
Arts Council, Inc	IRC 509(A)(2)	CHARITABLE ACTIVITIES	200,000
Authoring Action	IRC 509(A)(2)	CHARITABLE ACTIVITIES	10,000
Communities in Schools of Greater Greensboro	IRC 509(A)(2)	CHARITABLE ACTIVITIES	15,000
Creative Corndors Coalition	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	15,000
Davie Community Foundation Inc	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	20,000
Davie County Arts Council	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	20,000
Davie County United Way, Inc	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	25,000
Expenment in Self Reliance	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	50,000
Habitat for Humanity	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	15,000
Little Theatre of Winston Salem	IRC 509(A)(2)	CHARITABLE ACTIVITIES	10,000
NC New Schools Project Inc	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	250,000
Old Hickory Council Boy Scouts	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	25,000
Prevent Blindness N Carolina	IRC 509(A)(1)	CHARITABLE ACTIVITIES	3,500
Samantan Ministries	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	150,000
Scworks	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50,000
Senior Services	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	150,000
Special Olympics North Carolina	IRC 509(A)(1)	CHARITABLE ACTIVITIES	10,000
Stokes County Arts Council	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	100,000
Stokes County Arts Council	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	20,000
United Fund of Stokes County, Inc	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	25,000
United Fund of Surry, Inc	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	25,000
United Way of Forsyth County	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	600,000
United Way of Forsyth County - Women's Leadership	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	100,000
Wake Forest Univ School of Business	IRC 170(B)(1)(A)(III)	CHARITABLE ACTIVITIES	500,000
Winston Salem Rescue Mission, Inc	IRC 170(B)(1)(A)(vi)	CHARITABLE ACTIVITIES	10,000
Winston Salem Street School	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	9,740
Winston Salem Symphony Assoc	IRC 509(A)(2)	CHARITABLE ACTIVITIES	10,000
Yadkin Valley United Fund	IRC 170(B)(1)(A)(vi)/509(A)(1)	CHARITABLE ACTIVITIES	25,000
TOTAL DIRECT GRANTS			2,793,240
Davidson County Community College	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Forsyth Technical Community College	GOVERNMENTAL	CHARITABLE ACTIVITIES	2,000
Hinds Community College	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
National Ment Scholarship	IRC 509 (A) (1)	CHARITABLE ACTIVITIES	170,939
Surry Community College	GOVERNMENTAL	CHARITABLE ACTIVITIES	3,000
TOTAL SCHOLARSHIPS			177,939
TOTAL GRANTS			3,495,140

FORM 990FE, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 18

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

UNITED WAY WOMEN'S LEADERSHIP COUNCIL

IRC SECTION 509 (A) (1)

PURPOSE OF GRANT OR CONTRIBUTION

CHARITABLE ACTIVITIES

AMOUNT

400,000.

TOTAL CONTRIBUTIONS APPROVED

400,000.

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

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which 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 and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions.

REYNOLDS AMERICAN FOUNDATION

☒ **X**

Employer identification number (EIN) or

58-1681920

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

P.O. BOX 2959

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

WINSTON-SALEM, NC 27102

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	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	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

- The books are in the care of ▶ STEPHEN R. STRAWSBURG

Telephone No. ▶ 336 741-5315

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) N/A. 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 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ **X** calendar year 20 11 or
- ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	104,427.
b If this application is for Form 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 \$	104,427.
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 fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

Form **8868** (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	REYNOLDS AMERICAN FOUNDATION		☒ 58-1681920	Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions.		☐	Social security number (SSN)
	P.O. BOX 2959			
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.			
	WINSTON-SALEM, NC 27102			

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	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **ALAN CALDWELL**
Telephone No **336-741-2000** 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.

- I request an additional 3-month extension of time until 11/15, 20 12
- For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$ 104,427.
b If this application is for Form 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 and any amount paid previously with Form 8868	8b \$ 104,427.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$ NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **CPA**Date **7/23/12**

Form 8868 (Rev. 1-2012)

KPMG, LLP 13-5565207
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