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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

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

OMB No. 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning February 1, 2012, and ending January 31, 2013

Name of foundation <u>Lowe Foundation, Inc.</u>		A Employer identification number <u>39-6105120</u>
Number and street (or P.O. box number if mail is not delivered to street address) <u>4729 E. Clearwater Pkwy.</u>	Room/suite	B Telephone number (see instructions) <u>480-948-2454</u>
City or town, state, and ZIP code <u>Paradise Valley, Az. 85253</u>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <u>\$ 22,5124</u>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	- 0 -			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	<u>1</u>	<u>1</u>	<u>N/A</u>	
	4 Dividends and interest from securities	<u>4656</u>	<u>4656</u>		
	5a Gross rents	- 0 -	- 0 -		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<u>(621)</u>			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		- 0 -		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	- 0 -				
11 Other income (attach schedule)	- 0 -	- 0 -			
12 Total. Add lines 1 through 11	<u>4036</u>	<u>4657</u>			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	- 0 -	- 0 -		- 0 -
	14 Other employee salaries and wages	- 0 -	- 0 -		- 0 -
	15 Pension plans, employee benefits	- 0 -	- 0 -		- 0 -
	16a Legal fees (attach schedule)	- 0 -	- 0 -		- 0 -
	b Accounting fees (attach schedule)	- 0 -	- 0 -		- 0 -
	c Other professional fees (attach schedule)	<u>780</u>	<u>780</u>		- 0 -
	17 Interest	- 0 -	- 0 -		- 0 -
	18 Taxes (attach schedule) (see instructions)	<u>106</u>	<u>106</u>		- 0 -
	19 Depreciation (attach schedule) and depletion	- 0 -	- 0 -		
	20 Occupancy	- 0 -	- 0 -		- 0 -
	21 Travel, conferences, and meetings	- 0 -	- 0 -		- 0 -
	22 Printing and publications	- 0 -	- 0 -		- 0 -
	23 Other expenses (attach schedule)	<u>172</u>	<u>172</u>		- 0 -
	24 Total operating and administrative expenses. Add lines 13 through 23	<u>1058</u>	<u>1058</u>		- 0 -
	25 Contributions, gifts, grants paid	<u>20697</u>			<u>20697</u>
26 Total expenses and disbursements. Add lines 24 and 25	<u>21755</u>	<u>1058</u>		<u>20697</u>	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<u>(17719)</u>				
b Net investment income (if negative, enter -0-)		<u>3599</u>			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2012)

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		7701	5807	5807
	2	Savings and temporary cash investments		56088	66108	66108
	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				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)		88328	62565	150260
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment: basis ▶ LKYLLO				
		Less: accumulated depreciation (attach schedule) ▶ 86-093956		3029	2949	2949
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		155146	137429	225124
Liabilities	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)				
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		155146	137429	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		155146	137429	
	31	Total liabilities and net assets/fund balances (see instructions)		155146	137429	

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	155146
2	Enter amount from Part I, line 27a	2	(17719)
3	Other increases not included in line 2 (itemize) ▶	3	2
4	Add lines 1, 2, and 3	4	137429
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	137429

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	1 MSH. Bank of New York, Mellon	P	7/28/97	11/13/12
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 25142		25763	(621)
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
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	(621)
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	

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.

(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))
2011	17480	223506	.08
2010	13444	236385	.06
2009	14871	241861	.06
2008	12352	283603	.04
2007	7265	292320	.02

2 Total of line 1, column (d)	2	.26
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	.05
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	217346
5 Multiply line 4 by line 3	5	10867
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	36
7 Add lines 5 and 6	7	10903
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	20697

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	36
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	- 0 -
3	Add lines 1 and 2	3	36
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	36
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	- 0 -
b	Exempt foreign organizations—tax withheld at source	6b	- 0 -
c	Tax paid with application for extension of time to file (Form 8868)	6c	- 0 -
d	Backup withholding erroneously withheld	6d	- 0 -
7	Total credits and payments. Add lines 6a through 6d	7	- 0 -
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	- 0 -
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	36
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		<input checked="" type="checkbox"/>
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ <u>N/A</u> (2) On foundation managers. <input checked="" type="checkbox"/> \$ <u>N/A</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		<input checked="" type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		<input checked="" type="checkbox"/>
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?		<input checked="" type="checkbox"/>
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		<input checked="" type="checkbox"/>
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> <u>Wisconsin and Arizona</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	<input checked="" type="checkbox"/>	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		<input checked="" type="checkbox"/>

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 ▶				
14	The books are in care of ▶ <u>Miriam Lowe</u> Telephone no. ▶ <u>480-948-2454</u> Located at ▶ <u>4729 E. Clearwater Pkwy, Paradise Valley, Az</u> ZIP+4 ▶ <u>85253-7966</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2012, 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? . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . .	1b	N/A
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 2012? . . .	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
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	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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 2012.) . . .	3b	N/A
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 2012?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b *N/A*6b *X*7b *N/A***Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Miriam Lowe-4729 E. Clearwater Pkwy Paradise Valley, AZ 85253	Pres. Treas. Director	-0-	-0-	-0-
Ronald Lowe-5816 N. Casa Blanca Paradise Valley AZ. 85253	Sect. Mgr. Director	-0-	-0-	-0-
Minya Lowe-5816 N. Casa Blanca Paradise Valley, AZ. 85253	Vice-Pres. Director	-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
<i>NONE</i>				

Total number of other employees paid over \$50,000 ☐ *-0-*

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **- 0 -**

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	- 0 -

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

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

	Amount
1 NONE	
2 NONE	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3	- 0 -

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	154613
b	Average of monthly cash balances	1b	66043
c	Fair market value of all other assets (see instructions)	1c	-0-
d	Total (add lines 1a, b, and c)	1d	220656
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	-0-
2	Acquisition indebtedness applicable to line 1 assets	2	-0-
3	Subtract line 2 from line 1d	3	220656
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3310
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	217346
6	Minimum investment return. Enter 5% of line 5	6	10867

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	10867
2a	Tax on investment income for 2012 from Part VI, line 5	2a	36	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	-0-	
c	Add lines 2a and 2b	2c	36	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10831	
4	Recoveries of amounts treated as qualifying distributions	4	-0-	
5	Add lines 3 and 4	5	10831	
6	Deduction from distributable amount (see instructions)	6	-0-	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10831	

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	20697
b	Program-related investments—total from Part IX-B	1b	-0-
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	20697
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	36
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	20661

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				10831
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			2673	
b Total for prior years: 20____, 20____, 20____		-0-		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	-0-			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>20697</u>				
a Applied to 2011, but not more than line 2a			2673	
b Applied to undistributed income of prior years (Election required—see instructions)		-0-		
c Treated as distributions out of corpus (Election required—see instructions)	-0-			
d Applied to 2012 distributable amount				10831
e Remaining amount distributed out of corpus	7193			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	-0-			-0-
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	7193			
b Prior years' undistributed income. Subtract line 4b from line 2b		-0-		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		-0-		
d Subtract line 6c from line 6b. Taxable amount—see instructions		-0-		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			-0-	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				-0-
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	-0-			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	-0-			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	7193			
10 Analysis of line 9:				
a Excess from 2008		-0-		
b Excess from 2009		-0-		
c Excess from 2010		-0-		
d Excess from 2011		-0-		
e Excess from 2012	7193			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling **N/A**

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

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

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test—enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter ² / ₃ of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- NONE**
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- NONE**
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:
- N/A**
- b** The form in which applications should be submitted and information and materials they should include:
- N/A**
- c** Any submission deadlines:
- N/A**
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
- N/A**

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

Recipient	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
Name and address (home or business)				
a Paid during the year Schedule B attached			All contributions are for general support	
Total				3a 20697
b Approved for future payment NONE				
Total				3b -0-

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

LOWE FOUNDATION, INC.
#39-6105120
February 1, 2012-January 31, 2013

schedule A

990 PF-Part I-line 3 and 4

Interest on savings & temporary
investments

Northern Trust	.61
Wells Fargo	<u>.24</u>

.85

Dividends from Investments

Charles Schwab #5113-3806

4,656.28

990PF-Part I-line 16C-Professional Fees

L>Roy Papp & Associates

780.00

990PF-Part I-line 23-other Expenses

Secretary of State filing fee	10.00
Checks Printed	81.75
Miscellaneous-Belmont LKY20KLP	<u>80.00</u>

171.75

Excise Tax

106.00

LOWE FOUNDATION, INC,
#39-6L05120
February 1, 2012=January 31, 2013

Schedule B

Anti Defamation League, P.O. Box 96226, Washington, D.C. 20090	100.00
Arizona Jewish Historical Society, 122 E. Culver, Phoenix, Az. 85004	100.00
Arizona Theatre, P.O. Box 1631, Tucson, Az., 865702	200.00
Arthritis Foundation, P.O. Box 96280, Washington, D.C., 20090	100.00
ASU Foundation-Friends of Jewish Studies, P.O. Box 874302, Tempe, Az.	500.00
Back To School Clothing Drive, 1212 E. Washington, Phoenix, Az. 85034	100.00
Ballet Arizona, 3645 E. Indian School, Phoenix, Az., 85038	100.00
Brandeis University, Waltham, Ma.	10000.00
Care, P.O. Box 1870, Merrifield, Va., 22116	100.00
Central Arizona Shelter, 230 S. 12th Ave., Phoenix, Az., 85007	100.00
Citizenship Counts, 4201 N. 24th St., Phoenix, Az. 85016	100.00
Doctors Without Borders, P.O. Box 5022, Hagerstown, Md., 21741	100.00
Friends of 8, P.O. Box 29888, Phoenix, Az. 85038	250.00
Friends of European Art, 1625 N. Central, Phoenix, Az., 85004	100.00
Friend of Phoenix Public Library, 1221 N. Central, Phoenix, Az., 85004	50.00
Hand in Hand, 1414 N. Prospect Ave., Milwaukee, Wi., 53202	25.00
Heifer, International, P.O. Box 6021, Albert Lea, Mn., 56007	100.00
Hillel at ASU, 1022 S. Mill, Tempe, Az., 85281	118.00
Hospice of the Valley, 1510 E. Flower, Phoenix, Az. 85014	100.00
JBH International, 110 E. 30th St., New York, New York, 10016	100.00
KBAQ, P.O. Box 62228, Phoenix, Az., 85082	100.00
Memorial Sloan Kettering Cancer Center, P.O. Box 5028, Hagerstown, Md.	100.00
Midrasha in Berkeley, 1301 Oxford St., Berkeley, Ca., 94709	1500.00
Musical Instrument Museum, 4725 E. Mayo, Phoenix, Az., 85050	250.00
National Museum of American Jewish History, 1015 Independence Mall E. Philadelphia, Pa., 19106	5000.00
Phoenix Art Museum, 1625 N. Central, Phoenix, Az., 85004	100.00
Phoenix Art Museum League, 5410 E. Windrose dr., 85254	50.00
Phoenix Chamber Music Society, P.O. Box 34235, Phoenix, A., 85067	500.00
Planned Parenthood, P.O. Box 97166, Washington, D.C. 20077	100.00
Ryan's House, 110 W. Merrell, Phoenix, Az., 85013	100.00
Simon Wisenthal Center, 1399 Roxbury Dr., Los Angeles, 90035	100.00
St. Mary's Food Bank, 2831 N. 31st Ave., Phoenix, Az., 85009	100.00
Virginia Piper Center for Creative Writing, P.O. Box 875002, Tempe, Az., 85257	100.00
U.S. Holocaust Memorial Museum, P.O. Box 7023, Albert Lee, Mn. 56007	100.00
Yiddish Book Center, 1021 West St, Amherst, Ma. 01002	54.00

20,697.00

Note: All recipients are Public Charities, or organizations exclusively serving religious, charitable, scientific, literary, or educational purposes. No contributions were made to individual or other Public Foundations. No recipient has any relationship to the Foundation Manager or substantial contributors.

Lowe Foundation

Schedule C

#39-6105120

Summary of stocks showing increase (decrease)
in market value as of 1/31/13

	Cost or Gift Value	Mkt. Value 2/12 or Cost 2012	Mkt. Value 1/31/13	Increase (Decrease) Mkt. Value
<u>Corporate stock</u>				
100 Chevron	615200	1031200	1151500	120300
200 Exxon Mobil	1677650	1674800	1799400	124600
1100 Northern Trust	2062798	4528900	5662800	1134100
800 Rowe T. Price	1365400	4627200	5712800	1085600
100 Wal-Mart	535500	613600	699500	85900

Total:

Cost or Gift Value

6256548

Mkt. Value 2/12 or cost 2012

12475500

Mkt. Value 1/31/13

15026000

Increase (Decrease) Mkt. Value

2550500

Lowe Foundation, Inc.

39-6105120

February 1, 2012 - January 31, 2013

Initials Date

Prepared By

Approved By

Average monthly gain Market value of securities		Schwab Securities		Total	
990 PF-Part x-Line a					
1	2/29/12		15435300		
2	3/31		16275200		
3	4/30		16027300		
4	5/31		14606900		
5	6/30		15757600		
6	7/31		15559100		
7	8/31		15871200		
8	9/30		16164250		
9	10/31		16595407		
10	11/30		13995700		
11	12/31		14221668		
12	1/31/13		15026000		
13			185535625	÷ 12 =	15461302
14					
15					
16					
17					
18					
19	990 PF-Part x-Line b				
20	Average monthly				
21	Cash balances				
22		Northern	Ron+Nifa	Schwab	
23		Wells Fargo	Gov't M.F.		
24	2/29/12	750151	298231	5305849	6354231
25	3/31	730157	298233	5350578	6378968
26	4/30	659588	298235	5385385	6343208
27	5/31	609193	298237	5378114	6285544
28	6/30	524198	298239	5429720	6252157
29	7/31	523203	298241	5462751	6284195
30	8/31	613208	298243	5356081	6267532
31	9/30	613213	298245	5407689	6319147
32	10/31	548218	298247	5440717	6287182
33	11/30	1650720	298249	6147800	8096769
34	12/31	580727	298251	6312467	7191445
35	1/31/13	580730	298253	6312497	7191480
36		8383306	3578904	67289648	79251858
37					
38				79251858 ÷ 12 =	6604322
39					
40					