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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation LUX FOUNDATION INC		A Employer identification number 39-1618778	
% THE PRIVATEBANK		B Telephone number (see instructions) (414) 359-9066	
Number and street (or P O box number if mail is not delivered to street address) C/O STEPHEN M FISHER ASSOCIATES 11414 W PARK PLACE SUITE 107 Suit		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code MILWAUKEE, WI 532243500		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"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 8,691,813		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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	136	136	136	
	4 Dividends and interest from securities.	207,735	207,735	207,735	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	23,166			
	b Gross sales price for all assets on line 6a 862,696				
	7 Capital gain net income (from Part IV , line 2)		23,166		
	8 Net short-term capital gain			23,166	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	5,260	5,260	5,260	
	12 Total. Add lines 1 through 11	236,297	236,297	236,297	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,780	0	0	2,780
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	48,172	41,424	41,424	6,748
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,706	1,791	1,791	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10	0	0	10
	24 Total operating and administrative expenses. Add lines 13 through 23	52,668	43,215	43,215	9,538
	25 Contributions, gifts, grants paid	377,500			377,500
	26 Total expenses and disbursements. Add lines 24 and 25	430,168	43,215	43,215	387,038
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-193,871			
	b Net investment income (if negative, enter -0-)		193,082		
	c Adjusted net income (if negative, enter -0-)			193,082	

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	44,019	27,646	27,646
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	51,950		
	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)	1,541,381	1,866,121	1,893,569
	b	Investments—corporate stock (attach schedule)	3,207,138	3,191,541	5,377,139
	c	Investments—corporate bonds (attach schedule).	1,075,509	640,806	641,582
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	750,195	750,195	751,877
	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)	6,670,192	6,476,309	8,691,813
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)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	6,670,192	6,476,309	
	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 page 17 of the instructions)	6,670,192	6,476,309	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,670,192	6,476,309	

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	6,670,192
2	Enter amount from Part I, line 27a	2	-193,871
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	6,476,321
5	Decreases not included in line 2 (itemize) ▶ _____	5	12
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,476,309

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				
(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) 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	23,166
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	23,166

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 page 18 of 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))
2012	404,396	7,905,165	0 051156
2011	383,948	7,928,038	0 048429
2010	263,813	7,517,428	0 035094
2009	278,022	5,300,028	0 052457
2008	203,034	5,951,598	0 034114
2 Total of line 1, column (d).			
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			
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.			
5 Multiply line 4 by line 3.			
6 Enter 1% of net investment income (1% of Part I, line 27b).			
7 Add lines 5 and 6.			
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			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	1,931
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	1,931
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,931
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,500
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	2,500
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	569
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 569 Refunded	11	

Part VII-A Statements Regarding Activities

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"/>	1a	Yes	No
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)?	1b		No
	<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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	<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?	6	Yes	
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>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> WI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of THE PRIVATEBANK Telephone no (312) 904-2359 Located at 70 W MADISON SUITE 200 CHICAGO IL ZIP +4 60602			
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 2013, 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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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 2013?	1c		No
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? 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		
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?			
b	If "Yes," did it have excess business holdings in 2013 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 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2013?	4b		No



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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	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)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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
STATEMENT 	STATEMENT	0	0	0
C/O STEPHEN M FISHER ASSOCIATES MILWAUKEE, WI 532243500				
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
Total number of other employees paid over \$50,000.				

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
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

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	8,192,478
b	Average of monthly cash balances.	1b	300,763
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,493,241
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	0
3	Subtract line 2 from line 1d.	3	8,493,241
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	127,399
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,365,842
6	Minimum investment return. Enter 5% of line 5.	6	418,292

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	418,292
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,931
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,931
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	416,361
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	416,361
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	416,361

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	387,038
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	387,038
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	1,931
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	385,107
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				416,361
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			358,519	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 387,038				
a Applied to 2012, but not more than line 2a			358,519	
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 2013 distributable amount.				28,519
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				387,842
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 2008 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .	0			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

■ 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))

• 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

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

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

c Any submission deadlines

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

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form **990-PF** (2013)

TY 2013 Compensation Explanation

Name: LUX FOUNDATION INC

EIN: 39-1618778

Person Name	Explanation
STATEMENT	AS REQUIRED BUT LESS THAN FULL TIME

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: LUX FOUNDATION INC

EIN: 39-1618778

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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TY 2013 Investments - Land Schedule**Name:** LUX FOUNDATION INC**EIN:** 39-1618778

TY 2013 Land, Etc. Schedule**Name:** LUX FOUNDATION INC**EIN:** 39-1618778

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

LINE 3 -	DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
	INCOME ON SAVINGS	128	128	128	
	AND TEMPORARY CASH INVESTMENTS				
	PRIVATE BANK MONEY MARKET FUND	128	128	128	
	TOTAL	128	128	128	
	OTHER INTEREST INCOME				
	UNITED STATES TREASURY, TAX REFUND	8	8	8	
	INTEREST AND DIVIDENDS FROM SECURITIES				
	INTEREST INCOME				
	U S TREASURY NOTE, 1.625%	8,989	8,989	8,989	
	INFLATION PROTECTED NOTE/2018	5,360	5,360	5,360	
	NET ACCRETION				
	BALTIMORE COUNTY, MARYLAND,	3,125	3,125	3,125	
	BOND 3.125%/2014				
	BERKSHIRE HATHAWAY, INC.,	2,903	2,903	2,903	
	NOTE 1.900%/2017				
	DU PAGE COUNTY, ILLINOIS SCHOOL DIST.,	3,300	3,300	3,300	
	BOND 4 400%/2014				
	GENERAL ELECTRIC CAPITAL CORPORATION,	2,150	2,150	2,150	
	NOTE 2.150%/2015				
	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION,	623	623	623	
	POOL #485049 6.000%/2028				
	HOWARD HUGHES MEDICAL CENTER,	6,613	6,613	6,613	
	NOTE 3.450%/2014				
	IBM CORPORATION,	(488)	(488)	(488)	
	NOTE 1.95%/2016				
	JOHNSON COUNTY, KANSAS, UNIFIED SCHOOL DISTRICT,	4,922	4,922	4,922	
	BUILD AMERICA BONDS, 3.375%/2014				
	KNOXVILLE, TENNESSEE ELECTRIC	3,277	3,277	3,277	
	REVENUE BUILD AMERICA BOND 3.250%/2016				
	NATIONAL RURAL UTILITY COOPERATIVE,	9,808	9,808	9,808	
	5.500%/2013				
	OHIO STATE BUILD AMERICA BOND,	2,527	2,527	2,527	
	2.257%/2015				

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>DISBURSEMENTS FOR CHARITABLE PURPOSES</u>
<u>INTEREST AND DIVIDENDS FROM SECURITIES</u>				
<u>INTEREST INCOME (CONTINUED)</u>				
PRINCIPAL LIFE, INC., NOTE 5.550%/2015	5,550	5,550	5,550	
ROSEMONT, ILLINOIS, TAXABLE BOND, 2 375%/2014	2,375	2,375	2,375	
SOUTH ST. PAUL MINNESOTA SPECIAL SCHOOL DISTRICT, BOND 3.250%/2014	4,875	4,875	4,875	
TARGET CORPORATION, NOTE .49475%/2014	402	402	402	
WAL-MART STORES, INC., NOTE 7.250%/2013	5,438	5,438	5,438	
WHEATON, ILLINOIS PARK DISTRICT, NOTE 5.600%/2021	700	700	700	
WISCONSIN STATE TRANSPORTATION AUTHORITY, REVENUE BOND 4.003%/2016	4,003	4,003	4,003	
	76,452	76,452	76,452	
GROSS INTEREST INCOME	(24,211)	(24,211)	(24,211)	
LESS: AMORTIZATION	52,240	52,240	52,240	
NET INTEREST INCOME				
<u>DIVIDEND INCOME</u>				
ABBOTT LABORATORIES	1,288	1,288	1,288	
ABBVIE, INC.	920	920	920	
ACCENTURE, LTD.	4,350	4,350	4,350	
AMERICAN EXPRESS COMPANY	1,290	1,290	1,290	
APPLE, INC.	610	610	610	
COCA-COLA COMPANY	3,136	3,136	3,136	
CONOCOPHILLIPS	5,400	5,400	5,400	
EXELON CORPORATION	4,365	4,365	4,365	
EXXON MOBIL CORPORATION	4,059	4,059	4,059	
GOLDMAN SACHS FINANCIAL SQUARE	8	8	8	
ILLINOIS TOOL WORKS, INC.	2,124	2,124	2,124	
INTEL CORPORATION	4,500	4,500	4,500	
ISHARES MSCI EAFE INDEX FUND	5,554	5,554	5,554	
ISHARES MSCI EMERGING MARKETS INDEX	4,998	4,998	4,998	
ISHARES RUSSELL 2000 INDEX	4,243	4,243	4,243	
JOHNSON CONTROLS, INC.	1,995	1,995	1,995	
JOHNSON & JOHNSON	5,180	5,180	5,180	

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>DISBURSEMENTS FOR CHARITABLE PURPOSES</u>
<u>INTEREST AND DIVIDENDS FROM SECURITIES</u>				
<u>INTEREST INCOME (CONTINUED)</u>				
KOHL'S CORPORATION	2,100	2,100	2,100	
LOWES COMPANIES, INC.	3,400	3,400	3,400	
MERCK & CO., INC	3,225	3,225	3,225	
NESTLE S.A. (ADR)	4,272	4,272	4,272	
NORTHERN TRUST CORPORATION	1,840	1,840	1,840	
ORACLE CORPORATION	960	960	960	
PEPSICO, INC	3,094	3,094	3,094	
PHILLIPS 66	1,328	1,328	1,328	
PROCTER & GAMBLE, CO.	12,542	12,542	12,542	
ROYAL DUTCH SHELL PLC (SPON. ADR)	5,340	5,340	5,340	
SOUTHERN COMPANY	6,038	6,038	6,038	
STARWOOD PROPERTY TRUST, INC.	8,213	8,213	8,213	
SYSCO CORPORATION	5,264	5,264	5,264	
TRAVELERS COMPANIES, INC.	2,940	2,940	2,940	
UNITED PARCEL SERVICE, INC.	2,976	2,976	2,976	
UNITED TECHNOLOGIES CORPORATION, 7.5% PREFERRED	7,500	7,500	7,500	
VIRTUS MULTI-SECTOR SHORT-TERM BOND FUND	12,179	12,179	12,179	
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	7,165	7,165	7,165	
VODAFONE GROUP PLC (ADR)	6,203	6,203	6,203	
3M COMPANY	3,048	3,048	3,048	
TOTAL DIVIDEND INCOME	153,645	153,645	153,645	
<u>CAPITAL GAINS DISTRIBUTIONS</u>				
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	1,355	1,355	1,355	
STARWOOD PROPERTY TRUST, INC.	495	495	495	
TOTAL CAPITAL GAINS DISTRIBUTIONS	1,850	1,850	1,850	
<u>SUMMARY</u>				
TOTAL INTEREST INCOME	52,240	52,240	52,240	
TOTAL DIVIDEND INCOME	153,645	153,645	153,645	
TOTAL CAPITAL GAINS DISTRIBUTIONS	1,850	1,850	1,850	
TOTAL	207,735	207,735	207,735	

LUX FOUNDATION, INC.

39-1618778

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

LINE	DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
	<u>OTHER INCOME</u>				
	KINDER MORGAN ENERGY PARTNERS, L.P	5,260	5,260	5,260	
LINE 16a	<u>LEGAL FEES</u>				
	STEPHEN M FISHER & ASSOCIATES LLP, ATTORNEY'S FEES AND DISBURSEMENTS	2,780	NONE	NONE	2,780
LINE 16c	<u>OTHER PROFESSIONAL FEES</u>				
	THE PRIVATE BANK, AGENCY/CUSTODY FEES	6,748	NONE	NONE	6,748
	THE PRIVATE BANK, GNMA SERVICE CHARGES	46	46	46	NONE
	LODESTAR INVESTMENT COUNSEL, INC., INVESTMENT MANAGEMENT FEES	41,378	41,378	41,378	NONE
	TOTAL	48,172	41,424	41,424	6,748
LINE 18	<u>TAXES</u>				
	FOREIGN TAXES WITHHELD AT SOURCE	1,791	1,791	1,791	NONE
	UNITED STATES TREASURY, 2011 REFUND OF TAX ON INVESTMENT INCOME	(2,500)	NONE	NONE	NONE
	UNITED STATES TREASURY, 2013 EXCISE TAX ON INVESTMENT INCOME	2,415	NONE	NONE	NONE
	TOTAL	1,706	1,791	1,791	NONE
LINE 23 -	<u>OTHER EXPENSES</u>				
	DEPARTMENT OF FINANCIAL INSTITUTIONS, ANNUAL REPORT FILING FEE	10	NONE	NONE	10

FORM 990-PF, PART II - BALANCE SHEETSLINE 10a INVESTMENTS / U.S. AND STATE GOVERNMENT OBLIGATIONS

			ENDING BOOK VALUE	ENDING MARKET VALUE
\$	150,000	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	152,466	163,020
\$	101,686	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	99,238	110,512
\$	100,000	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	107,140	108,680
\$	150,000	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	166,236	163,020
\$	55,759	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	52,917	60,599
\$	100,000	BALTIMORE COUNTY, MARYLAND, BOND 3.125%/2014	101,349	101,972
\$	75,000	DU PAGE COUNTY, ILLINOIS SCHOOL DIST., BOND 4.400%/2014	76,023	76,880
\$	225,000	FREDDIE MAC, NOTE 1.250%/2018	225,000	223,902
\$	9,407	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6.000%/2028	9,269	10,464
\$	150,000	JOHNSON COUNTY, KANSAS, UNIFIED SCHOOL DISTRICT, BUILD AMERICA BONDS, 3.375%/2014	154,115	152,781
\$	150,000	KNOXVILLE, TENNESSEE ELECTRIC REVENUE BUILD AMERICA BONDS 3.250%/2016	159,916	154,836
\$	100,000	OHIO STATE BUILD AMERICA BOND, 2.527%/2015 ROSEMONT, ILLINOIS,	101,171	102,861
\$	100,000	TAXABLE BOND, 2.375%/2014	100,000	101,234
\$	150,000	SOUTH ST. PAUL MINNESOTA SPECIAL SCHOOL DISTRICT, BOND 3.250%/2014	151,357	150,318
\$	100,000	WHEATON, ILLINOIS PARK DISTRICT, NOTE 5.600%/2021	108,692	105,826
\$	100,000	WISCONSIN STATE TRANSPORTATION AUTHORITY, REVENUE BOND 4.003%/2016	101,232	106,664
TOTAL U.S. AND STATE GOVERNMENT OBLIGATIONS			1,866,121	1,893,569

LINE 10b INVESTMENTS / CORPORATE STOCK

		ENDING BOOK VALUE	ENDING MARKET VALUE
COMMON STOCK			
1,000 SHS.	ABBOTT LABORATORIES	22,001	38,330
800 SHS.	ABBOTT LABORATORIES	20,586	30,664
500 SHS.	ABBOTT LABORATORIES	11,487	19,165

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b	INVESTMENTS / CORPORATE STOCK (CONTINUED)	ENDING BOOK VALUE	ENDING MARKET VALUE
COMMON STOCK			
1,500 SHS.	ACCENTURE, LTD.	39,158	123,330
1,000 SHS.	ACCENTURE, LTD.	23,520	82,220
1,000 SHS.	AMERICAN EXPRESS COMPANY	30,320	90,730
500 SHS.	AMERICAN EXPRESS COMPANY	19,210	45,365
200 SHS.	APPLE, INC.	91,122	112,204
1,200 SHS.	BAXTER INTERNATIONAL, INC	78,627	83,460
2,400 SHS.	COCA-COLA COMPANY	53,140	99,144
400 SHS.	COCA-COLA COMPANY	9,736	16,524
1,000 SHS.	CONOCOPHILLIPS	23,287	70,650
1,000 SHS.	CONOCOPHILLIPS	50,820	70,650
792 SHS.	EXXON MOBIL CORPORATION	32,430	80,150
528 SHS.	EXXON MOBIL CORPORATION	5,067	53,434
330 SHS.	EXXON MOBIL CORPORATION	30,914	33,396
1,500 SHS.	ILLINOIS TOOL WORKS, INC	52,256	126,120
4,000 SHS.	INTEL CORPORATION	83,138	103,820
1,000 SHS.	INTEL CORPORATION	21,188	25,955
2,000 SHS.	ISHARES MSCI EAFE INDEX FUND	101,999	134,190
1,000 SHS.	ISHARES MSCI EAFE INDEX FUND	55,590	67,095
3,000 SHS.	ISHARES MSCI EMERGING MARKETS INDEX	116,610	125,385
1,500 SHS.	ISHARES MSCI EMERGING MARKETS INDEX	61,830	62,693
500 SHS.	ISHARES MSCI EMERGING MARKETS INDEX	22,795	20,898
3,000 SHS.	ISHARES RUSSELL 2000 INDEX	231,030	346,080
1,500 SHS.	JOHNSON CONTROLS, INC.	61,347	76,950
1,400 SHS.	JOHNSON CONTROLS, INC	28,224	71,820
1,000 SHS.	JOHNSON & JOHNSON	61,590	91,590
500 SHS.	JOHNSON & JOHNSON	31,285	45,795
500 SHS.	JOHNSON & JOHNSON	27,380	45,795
1,000 SHS.	KINDER MORGAN ENERGY PARTNERS, L. P.	50,904	80,660
1,500 SHS.	KOHL'S CORPORATION	81,913	85,125
3,000 SHS.	LOWES COMPANIES, INC.	60,800	148,650
2,000 SHS.	LOWES COMPANIES, INC.	43,900	99,100
2,500 SHS.	MERCK & CO , INC.	102,584	125,125
2,000 SHS.	NESTLE, S.A. (SPON ADR)	43,440	146,848
1,500 SHS.	NORTHERN TRUST CORPORATION	76,066	92,835
500 SHS.	NORTHERN TRUST CORPORATION	24,139	30,945
3,000 SHS.	ORACLE CORPORATION	68,250	114,780
1,000 SHS.	ORACLE CORPORATION	24,135	38,260
1,400 SHS.	PEPSICO, INC.	92,273	116,116
500 SHS.	PHILLIPS 66	7,343	38,565
500 SHS.	PHILLIPS 66	16,025	38,565

LUX FOUNDATION, INC.

39-1618778

FORM 990-PF, PART II - BALANCE SHEETS

<u>LINE 10b</u>	<u>INVESTMENTS / CORPORATE STOCK (CONTINUED)</u>		<u>ENDING</u> <u>BOOK VALUE</u>	<u>ENDING</u> <u>MARKET VALUE</u>
900	SHS.	PROCTER & GAMBLE COMPANY	1,407	73,269
760	SHS.	PROCTER & GAMBLE COMPANY	-	61,872
340	SHS.	PROCTER & GAMBLE COMPANY	277	27,679
1,100	SHS.	PROCTER & GAMBLE COMPANY	68,503	89,551
1,200	SHS.	PROCTER & GAMBLE COMPANY	-	97,692
1,100	SHS.	ROYAL DUTCH SHELL PLC (SPON. ADR)	69,515	82,621
400	SHS.	ROYAL DUTCH SHELL PLC (SPON. ADR)	28,376	30,044
2,000	SHS.	SOUTHERN COMPANY	62,540	82,220
1,000	SHS.	SOUTHERN COMPANY	32,163	41,110
3,500	SHS.	STARWOOD PROPERTY TRUST, INC.	71,578	96,950
1,000	SHS.	STARWOOD PROPERTY TRUST, INC	22,579	27,700
	SHS.	LESS: RETURN OF CAPITAL	(1,595)	
2,000	SHS.	SYSCO CORPORATION	51,124	72,200
1,700	SHS.	SYSCO CORPORATION	40,470	61,370
1,000	SHS.	SYSCO CORPORATION	28,409	36,100
1,500	SHS.	TRAVELERS COMPANIES, INC	73,497	135,810
1,200	SHS.	UNITED PARCEL SERVICE, INC.	77,598	126,096
2,000	SHS.	UNITED TECHNOLOGIES CORP , 7 5% PREFERRED	107,900	130,940
3,000	SHS.	VODAFONE GROUP PLC (ADR)	76,544	117,930
1,000	SHS.	VODAFONE GROUP PLC (ADR)	27,410	39,310
3,000	SHS.	WALT DISNEY COMPANY	70,519	229,200
700	SHS.	3M COMPANY	54,697	98,175
500	SHS.	3M COMPANY	38,570	70,125
			3,191,541	5,377,139

<u>LINE 10c</u>	<u>INVESTMENTS / CORPORATE BONDS</u>		<u>ENDING</u> <u>BOOK VALUE</u>	<u>ENDING</u> <u>MARKET VALUE</u>
\$ 200,000		BERKSHIRE HATHAWAY, INC.,		
		NOTE 1.900%/2017	206,164	204,604
\$ 100,000		GENERAL ELECTRIC CAPITAL CORPORATION,		
		NOTE 2.150%/2015	100,192	101,831
\$ 125,000		IBM CORPORATION,		
		NOTE 1.95%/2016	128,934	128,419
\$ 100,000		PRINCIPAL LIFE, INC.,		
		NOTE 5.550%/2015	105,615	106,627
\$ 100,000		TARGET CORPORATION,		
		NOTE .49475%/2014	99,900	100,101
			640,806	641,582
		TOTAL CORPORATE BONDS		
		TOTAL CORPORATE STOCKS		

FORM 990-PF, PART II - BALANCE SHEETS

<u>LINE 13</u>		<u>INVESTMENTS / OTHER / MUTUAL FUNDS</u>			<u>ENDING BOOK VALUE</u>	<u>ENDING MARKET VALUE</u>
51,020.41	SHS.	VIRTUS MULTI-SECTOR SHORT-TERM BOND FUND		250,000	247,959	
20,833.33	SHS.	VIRTUS MULTI-SECTOR SHORT-TERM BOND FUND		100,000	101,250	
14,258.550	SHS.	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND		150,000	152,566	
14,018.691	SHS.	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND		150,000	150,000	
9,355.246	SHS.	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND		100,195	100,101	
		TOTAL OTHER INVESTMENTS		750,195	751,877	

LUX FOUNDATION, INC

39-1618778

FORM 990-PF, PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOMESHORT-TERM CAPITAL GAIN AND (LOSS)

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
-------------	-----------------	------------------	--------------	---------------------	------------------------	-------------------

NONE

TOTAL SHORT-TERM CAPITAL GAIN AND (LOSS)

-

LONG-TERM CAPITAL GAIN AND (LOSS)DESCRIPTION

HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
-----------------	------------------	--------------	---------------------	------------------------	-------------------

AMORTIZATION AND RETURN OF PRINCIPAL

GOVERNMENT NATIONAL MORTGAGE ASSOCIATION,
POOL #485049 6.000%/2028

\$ 2,300	SHS. ABBVIE, INC.	P	VAR.	VAR	394	389	6
\$ 60,000	NATIONAL RURAL UTILITY COOPERATIVE, 5.500%/2013	P	VAR.	1/23/2013	84,183	58,639	25,544
\$ 150,000	WAL-MART STORES, INC., NOTE 7.250%/2013	P	3/15/2010	3/4/2013	66,097	66,013	84
\$ 135,000	NATIONAL RURAL UTILITY COOPERATIVE, NOTE 5.500%/2013	P	11/21/2001	6/1/2013	150,000	150,000	-
\$ 200,000	HOWARD HUGHES MEDEICAL CENTER, NOTE 3 450%/2014	P	3/15/2010	7/1/2013	135,000	135,000	-
3,000	SHS. EXELON CORPORATION	P	8/12/2009	9/1/2013	206,611	200,199	6,412
300	SHS. ILLINOIS TOOL WORKS, INC.	P	VAR.	11/12/2013	84,029	135,187	(51,158)
600	SHS. JOHNSON CONTROLS, INC.	P	11/5/2005	12/16/2013	24,040	10,451	13,588
1,000	SHS. PROCTER & GAMBLE COMPANY	P	4/27/2012	12/16/2013	30,512	19,373	11,140
		P	VAR	12/16/2013	81,830	64,280	17,550

TOTAL LONG-TERM CAPITAL GAIN AND (LOSS)

23,166

NET GAIN OR (LOSS) FROM SALE OF ASSETS

23,166

GROSS SALES PRICE FOR ALL ASSETS

862,696

PART IV SCHEDULE

LUX FOUNDATION, INC.

39-1618778

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

<u>NAME AND ADDRESS</u>	<u>TITLE</u>	<u>TIME DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS AND EXPENSE ACCOUNTS</u>
BARBARA E MANGER 3318 N. LAKE DRIVE MILWAUKEE, WI 53211	PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
ROBERT E. MANGER 687 EL RANCHO ROAD SANTA BARBARA, CA 93108	VICE PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
WILLIAM H. LYNCH 3318 N. LAKE DRIVE MILWAUKEE, WI 53211	TREASURER / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
STEPHEN M. FISHER 11414 W. PARK PLACE MILWAUKEE, WI 53202-5306	SECRETARY	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
LUKE M. LYNCH P.O. BOX 12197 JACKSON, WY 83002	DIRECTOR	AS REQUIRED	NONE	NONE

STATEMENT

LUX FOUNDATION, INC.

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FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 1A - 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.

BARBARA E. MANGER	LUKE M. LYNCH	MATTHEW B. MANGER-LYNCH TRUST
3318 N. LAKE DRIVE	P.O. BOX 12197	3318 N. LAKE DRIVE
MILWAUKEE, WI 53211	JACKSON, WY 83002	MILWAUKEE, WI 53211

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR.

RECIPIENT NAME AND ADDRESS [AND RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR]	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
ARTISTS WORKING IN EDUCATION MILWAUKEE, WISCONSIN BARBARA E. MANGER IS A DIRECTOR OF THIS ORGANIZATION	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
BAY BEACH WILDLIFE SANCTUARY GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
BELLIN SCHOOL OF NURSING GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	SCHOLARSHIP FUND	30,000
BICYCLE FEDERATION OF WISCONSIN MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
CAMP MANITO-WISH YMCA BOULDER JUNCTION, WISCONSIN [NONE]	PUBLIC CHARITY	ACE CAMPERSHIP ENDOWMENT	10,000
CENTER FOR DEAF-BLIND PERSONS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
COLLEGE OF CHARLESTON CHARLESTON, SOUTH CAROLINA [NONE]	PUBLIC CHARITY	GRICE FISHERIES SPAWNING PROJECT	5,000
CONSERVATION FUND WASHINGTON, D.C. [NONE]	PUBLIC CHARITY	NAMEKAGON BARRENS PROJECT WYOMING PROGRAMS	25,000 15,000

LUX FOUNDATION, INC

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FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

THE GATHERING MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	7,500
GRAND AVENUE CLUB MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
THE GUESTHOUSE MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
HABITAT FOR HUMANITY MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000
HERITAGE HILL FOUNDATION GREEN BAY, WISCONSIN [NONE]	PUBLIC CHARITY	GUARD HOUSE CAMPAIGN	20,000
KEEWENAW LAND TRUST HOUGHTON, MICHIGAN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
MENOMINEE TRIBAL COLLEGE KESHENA, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
MILWAUKEE RIVERKEEPER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500
MIDWEST ENVIRONMENTAL ADVOCATES MADISON, WISCONSIN WILLIAM H LYNCH IS AN OFFICER AND DIRECTOR OF THIS ORGANIZATION	PUBLIC CHARITY	UNRESTRICTED GRANT	20,000
FRIENDS OF MWANGAZA NEW YORK, NEW YORK [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	15,000
MS SOCIETY MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
NATURAL RESOURCES FOUNDATION OF WISCONSIN MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	15,000
NORTH COUNTRY TRAIL ASSOCIATION LOWELL, MICHIGAN [NONE]	PUBLIC CHARITY	GRANT FOR IMPROVEMENTS	25,000

LUX FOUNDATION, INC

39-1618778

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

NORTH EAST WISCONSIN LAND TRUST APPLETON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
FRIENDS OF PATHWAYS JACKSON, WYOMING [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000
PLOUGHSHARES FUND SAN FRANCISCO, CALIFORNIA [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
RIVER ALLIANCE OF WISCONSIN MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500
ST. NORBERT COLLEGE DE PERE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT TO MANGER SCHOLARSHIP FUND	20,000
TROUT UNLIMITED MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	WYOMING WATER PROJECT	5,000
URBAN ECOLOGY CENTER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	15,000
WALKERS POINT CENTER FOR THE ARTS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000
WILDERNESS INQUIRY MINNEAPOLIS, MINNESOTA [NONE]	PUBLIC CHARITY	GRANT FOR SCHOLARSHIPS	10,000
WYOMING COMMUNITY FOUNDATION LARAMIE, WYOMING [NONE]	PUBLIC CHARITY	WYOMING PATHWAYS FUND	10,000
TOTAL			377,500

STATEMENT