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

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, 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		B Telephone number (see instructions) (336) 741-5315
City or town, state or province, country, and ZIP or foreign postal code WINSTON SALEM, NC 27102-2959		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 71,353,828.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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	79.	79.		ATCH 1
4 Dividends and interest from securities	1,129,438.	-140,842.		ATCH 2
5a Gross rents				
b Net rental income or (loss)	2,824,878.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	10,829,824.			
7 Capital gain net income (from Part IV, line 2)		2,076,258.		
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)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	3,954,395.	1,935,495.		
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 3	66,213.			
c Other professional fees (attach schedule)	417,079.	385,356.		31,723.
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 5	30,000.			
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	513,292.	385,356.		31,723.
25 Contributions, gifts, grants paid	6,112,863.			6,143,943.
26 Total expenses and disbursements. Add lines 24 and 25	6,626,155.	385,356.	0	6,175,666.
27 Subtract line 26 from line 12	-2,671,760.			
a Excess of revenue over expenses and disbursements		1,550,139.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

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	1,906,775.	2,607,914.	2,607,914.
	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 6	55,301,610.	68,642,267.	68,642,267.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶ (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	8,544,436.	0	0	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶ (attach schedule)				
15 Other assets (describe ▶ ATCH 7)	132,293.	103,647.	103,647.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	65,885,114.	71,353,828.	71,353,828.	
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 ▶ ATCH 8)	0	111,291.	
	23 Total liabilities (add lines 17 through 22)	0	111,291.	
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	65,885,114.	71,242,537.	
	30 Total net assets or fund balances (see instructions)	65,885,114.	71,242,537.	
	31 Total liabilities and net assets/fund balances (see instructions)	65,885,114.	71,353,828.	

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	65,885,114.
2 Enter amount from Part I, line 27a	2	-2,671,760.
3 Other increases not included in line 2 (itemize) ▶ ATCH 9	3	8,029,183.
4 Add lines 1, 2, and 3	4	71,242,537.
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	71,242,537.

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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	2,824,878.	
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))
2012	4,111,577.	64,794,731.	0.063455
2011	3,511,499.	66,152,925.	0.053082
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
2 Total of line 1, column (d)			2 0.275266
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 0.055053
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 67,434,066.
5 Multiply line 4 by line 3			5 3,712,448.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 15,501.
7 Add lines 5 and 6			7 3,727,949.
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 6,175,666.

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

1 a 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)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	15,501.
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	15,501.
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	15,501.
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	63,459.
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	63,459.
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	47,958.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ 47,958. Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file 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
4 a 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	
8 a 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 2013 or the taxable year beginning in 2013 (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

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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 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 the 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? ☐ 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)? ☐	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
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	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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 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	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 2013? ☐	4b	X

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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 ☐ **5b**

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 **6b** X

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 **7b** X

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
ATCH 10		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 ☐

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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
ATCH 11		446,682.

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3 N/A	

Total. Add lines 1 through 3 ▶

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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	67,015,626.
b	Average of monthly cash balances	1b	1,445,355.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	68,460,981.
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	68,460,981.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,026,915.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	67,434,066.
6	Minimum investment return. Enter 5% of line 5	6	3,371,703.

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	3,371,703.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	15,501.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	88,022.
c	Add lines 2a and 2b	2c	103,523.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,268,180.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,268,180.
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	3,268,180.

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	6,175,666.
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	6,175,666.
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	15,501.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,160,165.

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.

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Page **9****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				3,268,180.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008 487,922.				
b From 2009 221,129.				
c From 2010				
d From 2011 259,373.				
e From 2012 901,173.				
f Total of lines 3a through e	1,869,597.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>6,175,666.</u>				
a Applied to 2012, 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 2013 distributable amount				3,268,180.
e Remaining amount distributed out of corpus	2,907,486.			
5 Excess distributions carryover applied to 2013 . (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	4,777,083.			
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				
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)	487,922.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,289,161.			
10 Analysis of line 9				
a Excess from 2009 221,129.				
b Excess from 2010				
c Excess from 2011 259,373.				
d Excess from 2012 901,173.				
e Excess from 2013 2,907,486.				

Form **990-PF** (2013)

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 2013, 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) 2013

(b) 2012

(c) 2011

(d) 2010

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ATCH 12

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

ATCH 13

c Any submission deadlines

ATTACHMENT 16

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

ATCH 14

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATTACHMENT 17				6,143,943.
Total			3a	6,143,943.
b Approved for future payment ATCH 15				
Total			3b	4,458,000.

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	79.	
4 Dividends and interest from securities		900003	6,933.	14	1,122,505.	
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	306,139.	18	2,518,739.	
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)			313,072.		3,641,323.	
13 Total. Add line 12, columns (b), (d), and (e)						3,954,395.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

[illegible]

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

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

Signature of officer or trustee

11/10/14
Date

Executive Director

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

LAURA COLLINS, CPA

Preparer's signature

Preparer's signature 

Date

Date 11/7/14

Check ☐ if self-employed

PTIN

P00008888

Firm's name ► KPMG LLP

Firm's EIN ▶ 13-5565207

Firm's address ► 300 NORTH GREENE STREET, SUITE 400
GREENSBORO, NC

27401

Phone no 336-275-3394

Form **990-PF** (2013)

**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.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

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

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824			4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts			5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet			6	()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶			7	

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

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b	10,829,824.	8,004,946.		2,824,878.
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824			11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.			12	
13 Capital gain distributions.			13	
14 Gain from Form 4797, Part I.			14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet			15	()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶			16	2,824,878.

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

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part.

	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17		
18 Net long-term gain or (loss):			
a Total for year	18a		2,824,878.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b		
c 28% rate gain	18c		
19 Total net gain or (loss). Combine lines 17 and 18a. ▶	19		2,824,878.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 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	20	()
a The loss on line 19, column (3) or b \$3,000		

Note: If the loss on line 19, 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 18a and 19 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 18b, col (2) or line 18c, 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 18a and 19 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 18b, col (2) or line 18c, col (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22 Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22		
23 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)	23		
24 Add lines 22 and 23	24		
25 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	25		
26 Subtract line 25 from line 24. If zero or less, enter -0-	26		
27 Subtract line 26 from line 21. If zero or less, enter -0-	27		
28 Enter the smaller of the amount on line 21 or \$2,450	28		
29 Enter the smaller of the amount on line 27 or line 28	29		
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶	30		
31 Enter the smaller of line 21 or line 26	31		
32 Subtract line 30 from line 26.	32		
33 Enter the smaller of line 21 or \$11,950	33		
34 Add lines 27 and 30	34		
35 Subtract line 34 from line 33. If zero or less, enter -0-	35		
36 Enter the smaller of line 32 or line 35.	36		
37 Multiply line 36 by 15%. ▶	37		
38 Enter the amount from line 31	38		
39 Add lines 30 and 36	39		
40 Subtract line 39 from line 38. If zero or less, enter -0-	40		
41 Multiply line 40 by 20% ▶	41		
42 Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43 Add lines 37, 41, and 42	43		
44 Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45 Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45		

Schedule D (Form 1041) 2013

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)	
10829824.		NORTHERN TRUST ACCOUNT PROPERTY TYPE: SECURITIES 8,004,946.					VAR 2,824,878.	VAR
TOTAL GAIN(LOSS)							<u>2,824,878.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME	79.	79.
TOTAL	<u>79.</u>	<u>79.</u>

ATTACHMENT 2

FORM 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	1,129,438.	-140,842.
TOTAL	<u>1,129,438.</u>	<u>-140,842.</u>

ATTACHMENT 3

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	66,213.			
TOTALS	<u>66,213.</u>			

ATTACHMENT 4FORM 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	380,469.	380,469.	
JK GROUP - CHARITABLE DISBURSEMENTS CONSULTING	31,723.		31,723.
BANK OF NEW YORK - CUSTODIAN FEES	-1,773. 6,660.	-1,773. 6,660.	
WELLS FARGO - MAINTENANCE FEE			
TOTALS	<u>417,079.</u>	<u>385,356.</u>	<u>31,723.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
TAXES	30,000.
TOTALS	<u>30,000.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NTCC SMALL CAP EQUITY	2,499,526.	2,499,526.
NTCC MID CAP EQUITY	6,104,714.	6,104,714.
NTCC LARGE CAP EQUITY	21,076,089.	21,076,089.
NTCC INTERNATIONAL EQUITY	7,232,713.	7,232,713.
NTCC FIXED INCOME	9,449,752.	9,449,752.
NTCC EMERGING MARKETS	3,108,681.	3,108,681.
NTCC HIGH YIELD BONDS	3,230,289.	3,230,289.
NTCC OTHER	15,940,503.	15,940,503.
TOTALS	<u>68,642,267.</u>	<u>68,642,267.</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INCOME	103,647.	103,647.
TOTALS	<u>103,647.</u>	<u>103,647.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
MISC. ACCRUED LIABILITIES	111,291.
TOTALS	<u>111,291.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN ON INVESTMENTS

8,029,183.

TOTAL

8,029,183.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITIONNAME AND ADDRESS

JOHN S. WILSON, III
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

PRESIDENT
5.00

WILLIAM E. NANCE
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

VICE PRESIDENT
1.00

DAN A. FAWLEY
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

TREASURER
.25

FRED W. FRANKLIN
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

SECRETARY
.25

NANCY H. HAWLEY
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

DIRECTOR
.25

NANCY G. STURGEON
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

DIRECTOR
.25

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10 (CONT'D)TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITIONNAME AND ADDRESS

ROBERT H. DUNHAM
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

DIRECTOR
.25

ALAN L. CALDWELL
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

EXECUTIVE DIRECTOR
3.00

BRYAN D. HATCHELL
P.O. BOX 2959
WINSTON SALEM, NC 27102-2959

DIRECTOR
.25

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<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	380,469.
KPMG LLP 300 N GREENE ST, SUITE 400 GREENSBORO, NC 27401	ACCOUNTING	66,213.
TOTAL COMPENSATION		<u>446,682.</u>

FORM 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

990PF, 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 14

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

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

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 15

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WAKE FOREST UNIVERSITY	N/A		CHARITABLE ACTIVITIES	1,000,000
	PC			
WINSTON SALEM STATE UNIVERSITY	N/A		CHARITABLE ACTIVITIES	600,000
	PC			
YWCA	N/A		CHARITABLE ACTIVITIES	300,000
	PC			
OLD SALEM	N/A		CHARITABLE ACTIVITIES	600,000.
	PC			
SALEM ACADEMY	N/A		CHARITABLE ACTIVITIES	1,250,000.
	PC			
BELL SUMMER PROGRAM	N/A		CHARITABLE ACTIVITIES	558,000.
	PC			

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

ATTACHMENT 15 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

CROSBY SCHOLARS

N/A

PC

CHARITABLE ACTIVITIES

150,000

TOTAL CONTRIBUTIONS APPROVED

4,458,000

REYNOLDS AMERICAN FOUNDATION

EIN 58-1681920

FOR THE YEAR ENDED 12/31/2013

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

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

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 Received By:	Initial Review By:	Final Review By:	Agency Notification 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 12/31/2013
FORM 990-PF, PART XV, SUPPLEMENTAL INFORMATION

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
4 Paws for Ability Inc	509 (a) (2)	CHARITABLE ACTIVITIES	35
4 Paws Pet Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,500
6th Man Sports	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
A Storehouse for Jesus	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
ABC of Nc Child Development Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
African Wildlife Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
AFS-USA Inc	509 (a) (2)	CHARITABLE ACTIVITIES	25
AIDS Care Service Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
AIDS Project Los Angeles Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Allegheny College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	250
Alley Cat Allies Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	70
Alley Cat Rescue Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	118
Alliance Defense Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,000
Alzheimers Disease and Related Disorders Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
Alzheimers Disease and Related Disorders Association - Alzheimers Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	590
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	310
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
American Cancer Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
American Diabetes Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
American Heart Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
American Heart Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
American Heart Association, Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
American Junior Golf Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	6,950
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,850
American National Red Cross	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
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	50
AMP Concerts	509 (a) (2)	CHARITABLE ACTIVITIES	600
Animal Adoption and Rescue Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,070
Animal Humane Association of New Mexico Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
AOPA Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Appalachian State University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	3,630
Arcadia Booster Club Inc	509 (a) (2)	CHARITABLE ACTIVITIES	200
Area Congregations In Ministry	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	760
Arts Council Incorporated Winston-Salem Arts Council	509 (a) (2)	CHARITABLE ACTIVITIES	9,640
Ashe County Arts Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	125
Ashley Elementary	GOVERNMENTAL	CHARITABLE ACTIVITIES	500
Associated Artists of Winston Salem Inc	509 (a) (2)	CHARITABLE ACTIVITIES	125
Athletic Foundation of the University of North Carolina at Charlotte	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,500
Atkins High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Autism Speaks Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Barry L Joyce Local Cancer Support Fund	509 (a) (2)	CHARITABLE ACTIVITIES	1,125
Barter Foundation Incorporated State Theatre of Virginia	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Beginnings for Parents of Children Who Are Deaf or Hard of Hearing	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Believe In Kids	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	80
Benilde St Margarets High School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	600
Bethesda Center for the Homeless Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Bethlehem Center	509 (a) (2)	CHARITABLE ACTIVITIES	200

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Big Brothers and Big Sisters of Forsyth County Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,037
Big Cat Rescue Corp	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Blind Cat Rescue & Sanctuary Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	950
Blue Ridge Parkway Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Board of Trustees for the University of Alabama - University of Alabama	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	347
Bookmarks	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Boule Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Boy Scouts of America	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,800
Boys & Girls Club of Greater High Point Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Boys & Girls Club of Noblesville Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,600
Breast Cancer Research Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	330
Broadways Best Theatre Company of NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Buffalo Olmsted Parks Conservancy Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	210
Buffalo Philharmonic Orchestra Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	440
Calvary Baptist Church - Calvary Baptist Day School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	700
Cancer Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Carlisle New River Valley Medical Center	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	4,000
Carrngbrdge	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Catholic Relief Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Central Asia Institute	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Central Michigan University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	105
Cerebral Palsy K I D S Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Charlotte Latin Schools Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Chatham Hall	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,000
Chatham Outreach Alliance Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Cheetah Conservation Fund	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Chicago Fund on Aging and Disability	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Childhood Leukemia Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Childrens Home of Poughkeepsie NY	509 (a) (2)	CHARITABLE ACTIVITIES	30
Childrens Law Center of Central North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Childrens Miracle Network	509 (a) (2)	CHARITABLE ACTIVITIES	746
Childrens Tumor Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Chrntian Foundation for Children and Aging	509 (a) (2)	CHARITABLE ACTIVITIES	210
City of Dunedin Pipe Band Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Ciudad Nueva Community Outreach Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	600
Clemson Iptay Club	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	4,000
Clemson University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,825
Colonial Williamsburg Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	35
Community Center for the Performing Arts	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	375
Community Theatre of Greensboro Inc	509 (a) (2)	CHARITABLE ACTIVITIES	500
Compassion International Incorporated	509 (a) (2)	CHARITABLE ACTIVITIES	1,331
Convoy of Hope	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	725
Cornell University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	200
Cottonwood Montessori School	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	390
County of Davie-Davie County Senior Services	GOVERNMENTAL	CHARITABLE ACTIVITIES	900
Covenant House	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Cradle Foundation	509 (a) (3)	CHARITABLE ACTIVITIES	35
Creative Albuquerque	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Crsis Control Ministry Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,650
Crohns & Colitis Foundation of America	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Crohns & Colitis Foundation of America	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Crystal Coast Hospice House	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Cystic Fibrosis Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Dana Farber Cancer Institute Inc Steven Connolly	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Davidson College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	150
Davie Community Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	730
Davie County Arts Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Davie County Early College High School Parent Teacher Student Org	509 (a) (2)	CHARITABLE ACTIVITIES	200
Davie County Schools	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,400
Davinci Academy of Arts and Science	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Defenders of Wildlife	509 (a) (2)	CHARITABLE ACTIVITIES	100
Delta Sigma Phi Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	25
Denali Education Center	509 (a) (2)	CHARITABLE ACTIVITIES	100
Depauw University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	7,000
Detroit Dog Rescue	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	692
Donorschoose Org	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Duke City Repertory Theatre	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	600
Duke University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Earthjustice	509 (a) (2)	CHARITABLE ACTIVITIES	80
East Carolina University Educational Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,200
Eckerd College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,500
Educational Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	4,695
El Dorado Fire and Rescue Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	140
Elder High School	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	300
Elkin Emergency Rescue Squad Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Ellis Middle School Community Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Epilepsy Foundation of Texas	509 (a) (2)	CHARITABLE ACTIVITIES	50
Expenment In Self-Reliance Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,150
Fairview Independent Schools	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Family Services Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Farm Sanctuary Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	65
Father Flanagans Boys Home	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	25
FINCA International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	115
First Presbyterian Day School Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
FordsTheatre Society	509 (a) (2)	CHARITABLE ACTIVITIES	50
Forgotten Felines of Forsyth	509 (a) (2)	CHARITABLE ACTIVITIES	400
Forsyth Country Day School Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	4,392
Forsyth County Humane Society and SPCA D D Schouler Chapter Inc	509 (a) (2)	CHARITABLE ACTIVITIES	1,775
Forsyth Jail & Prnson Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Forsyth Medical Center Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,350
Foundation of the University of North Carolina at Charlotte Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	100
Foundation of the University of North Carolina at Charlotte Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	35
Foundation of the University of North Carolina at Wilmington Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	450
Free Will Baptist Childrens Home Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Frends of Sherwood Forest	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	450
Frends of the Blue Ridge Parkway Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Frends of the Jonesville Public Library	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
Front Range Equine Rescue	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Fur-Ever Frends of North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,575
Furman University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Fusion	509 (a) (2)	CHARITABLE ACTIVITIES	600
Gallatin Valley Land Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Gardner-Webb University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Gatehouse Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Georgia Tech Athletic Association - Alexander-Tharpe Fund Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Georgia Tech Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	250
Gonilla Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Graycliff Conservancy Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	175
Guide Posts of Strength Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	40
Guiding Eyes for the Blind Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Habitat for Humanity International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
Habitat for Humanity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,825
Hanes Magnet School	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
Haywood Regional Medical Center Foundation Inc - HRMA Foundation for Hospice	509 (a) (3)	CHARITABLE ACTIVITIES	50

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Herfer Project International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Helping Hands 4 Paws	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,500
High Point University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	825
Hillsborough Community College Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	250
Hillsdale College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Historic Bethabara Park Inc	509 (a) (2)	CHARITABLE ACTIVITIES	500
Homes for Children-Grandfather Home for Children	509 (a) (2)	CHARITABLE ACTIVITIES	75
Honzons Residential Care Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	6,420
Hospice & Palliative Carecenter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Hospice & Palliative Carecenter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,175
Hospice of Cincinnati Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Hospice of Davidson County North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Hospice of Iredell County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Hugh Chatham Memorial Hospital Foundation	509 (a) (3)	CHARITABLE ACTIVITIES	50
Humane Farming Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Humane Society of Davidson County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	275
Humane Society of Davie County	509 (a) (2)	CHARITABLE ACTIVITIES	500
Humane Society of the United States	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Humane Society of the United States	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Humane Solutions Society Spay- Neuter Clinic of Winston Salem for	509 (a) (2)	CHARITABLE ACTIVITIES	100
Hydrocephalus Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Hydrocephalus Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Idaho State University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Indiana University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	50
International Justice Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Jamestown Highlanders Pipe Band - Jamestown Pipes & Drums	509 (a) (2)	CHARITABLE ACTIVITIES	1,500
JDRF International - Juvenile Diabetes Research Foundation, Piedmont Triad Chapter	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	8,040
Kenan-Flagler Business School Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Kenyon College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	250
Kemersville Little Theatre Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,640
King Outreach Ministry Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	3,140
Kitchen Angels Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	70
Lane Community College Foundation-KLCC	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	50
Lawrence and Memorial Hospital Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	50
Leadership Winston-Salem	509 (a) (2)	CHARITABLE ACTIVITIES	25
Ledford Senior High	GOVERNMENTAL	CHARITABLE ACTIVITIES	3,200
Legal Aid of North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Lenoir Rhyne College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	260
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	80
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Leukemia & Lymphoma Society Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	600
Lewisville Elementary School	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
Lifeline Pregnancy Help Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000
Lillies Friends Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	750
Little Theatre of Winston-Salem Inc-Twin City Stage	509 (a) (2)	CHARITABLE ACTIVITIES	250
Lower Cape Fear Hospice Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Lulus Rescue	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Make- A- Wish Foundation of America	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Malachi House II	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
March of Dimes Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Masonic Home for Children at Oxford	509 (a) (2)	CHARITABLE ACTIVITIES	500
Massachusetts Institute of Technology	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Memory Care	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Meredith College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Messiah College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	125
Midwest Food Bank Nfp	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Milling Manor Inc	509 (a) (2)	CHARITABLE ACTIVITIES	5,700

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Missionary Flights & Service Inc - Missionary Flights International	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	600
Moravian Church In Ameca Southern Province - Sunnyside Ministres	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	425
Moravian Ministres Foundation In Ameca	509 (a) (3)	CHARITABLE ACTIVITIES	200
Moravian Music Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Morehouse College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	2,000
Morgan Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	800
Mount Jubilee Ministres Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Mount Tabor High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	450
Movember Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Muscular Dystrophy Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,950
Muscular Dystrophy Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	60
Museum of New Mexico Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	450
Myles-A-Part Foundation Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
Nami North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Nashville Rescue Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,500
National Committee for the New River	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
National Geographic Society	509 (a) (2)	CHARITABLE ACTIVITIES	400
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	30
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	85
National Multiple Sclerosis Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	8,745
National Tuberous Sclerosis Association Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	776
National Wildlife Federation	509 (a) (2)	CHARITABLE ACTIVITIES	100
Nature Conservancy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Nature Conservancy	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Nc Student Aid Association Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	9,660
New Directions International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	165
New Hope Pregnancy Care	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,000
New Horizons Adult Day Services Inc	509 (a) (2)	CHARITABLE ACTIVITIES	100
North Carolina Bar Association Foundation Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
North Carolina Black Repertory Company Inc	509 (a) (2)	CHARITABLE ACTIVITIES	1,750
North Carolina Performing Arts Center at Charlotte Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	30
North Carolina Rail Trails Incorporated - Elkin Valley Trails Association	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
North Carolina State University Foundation Inc	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	10,985
North Central College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500
Northwest Child Development Centers Inc	509 (a) (2)	CHARITABLE ACTIVITIES	75
Northwest Elementary PTO	509 (a) (2)	CHARITABLE ACTIVITIES	25
Northwest Middle School	GOVERNMENTAL	CHARITABLE ACTIVITIES	30
Oak Forest El	GOVERNMENTAL	CHARITABLE ACTIVITIES	275
Ohio State University Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Ok West Athletic Association Inc	509 (a) (2)	CHARITABLE ACTIVITIES	613
Old Salem Incorporated - Old Salem Museums & Gardens	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	761
One Fund Boston, Inc	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
Opportunity International Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
Paper Lantern Theatre Company	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Parent To Parent of Miami Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
Partnership For A Drug-Free NC, Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Patnick County Developmental Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	800
Performing Animal Welfare Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Piedmont Down Syndrome Support Network	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	60
Plan International USA Inc	509 (a) (2)	CHARITABLE ACTIVITIES	720
Planned Parenthood Federation of America Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	310
Planned Parenthood of Central North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Positive Alternative Radio Inc - Joy FM	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,100
Preservation Buffalo Niagara - Landmark Society of the Niagara Frontier	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
President & Fellows of Middlebury - Middlebury College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	4,000
Prodigals Community Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
PTA North Carolina Congress - Jefferson Middle School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	500

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
PTA North Carolina Congress - Meadowlark Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	150
PTA North Carolina Congress - Mt Tabor High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	425
PTA North Carolina Congress - Paisley IB Magnet School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	550
PTA North Carolina Congress - RJ Reynolds High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	50
PTA North Carolina Congress - Ronald Reagan High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	100
PTA North Carolina Congress - Rural Hall Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	70
PTA North Carolina Congress - Sherwood Forest Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	300
PTA North Carolina Congress - West Forsyth High School PTSA	509 (a) (2)	CHARITABLE ACTIVITIES	50
PTA North Carolina Congress-Whitaker Elementary School PTA	509 (a) (2)	CHARITABLE ACTIVITIES	25
Quinnipiac University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	200
Radford University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Rainforest Alliance Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Reagan High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	150
Red Dog Farm Animal Rescue Network	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Reelin for Research Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Riverwood Therapeutic Riding Center Inc	509 (a) (2)	CHARITABLE ACTIVITIES	200
Ronald Mcdonald House Chanties of Kansas City Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
Ronald Mcdonald House of Winston-Salem Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	575
Ronald W Reagan High School Athletic Booster Club	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Rowland Middle	GOVERNMENTAL	CHARITABLE ACTIVITIES	650
Rutgers University Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	500
Salem Academy & College	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	390
Salem Pregnancy Support Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
Salisbury University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Salvation Army National Corp - NC Area Command	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	970
Samantan Ministries	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,590
Samantans Purse	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Sandhills Childrens Center	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Santa Fe Conservation Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Sawtooth Center for Visual Art	509 (a) (2)	CHARITABLE ACTIVITIES	132
Sawtooth School For Visual Art	509 (a) (2)	CHARITABLE ACTIVITIES	100
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	41,379
Senior Services Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	6,975
Serenity Club of York County	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
Shady Grove Elementary PTO	509 (a) (2)	CHARITABLE ACTIVITIES	1,000
Shakespeare In Delaware Park Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	165
Sherwood & Myrtle Foster Home for Children	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	550
Shoals Community Recreation Center Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,000
Simons Angels Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Smile Train Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	290
Smith Grove Volunteer Fire Department Inc	509 (a) (2)	CHARITABLE ACTIVITIES	50
Smithsonian Institution Office of the Comptroller	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	688
Society for the Prevention of Cruelty To Animals of Fredencksbu - Fredencksburg SPCA	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	101
Society for the Prevention of Cruelty To Animals of the Tnad	509 (a) (2)	CHARITABLE ACTIVITIES	250
South Plains Food Bank Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
Special Kids Inc	509 (a) (2)	CHARITABLE ACTIVITIES	100
Special Olympics Inc - Special Olympics NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	300
Special Olympics North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	35
Spectrum for Living Development Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
St Baldncks Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	90
St Johns College In Santa Fe	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	600
St Jude Childrens Research Hospital Inc	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	5,675
St Mildred's-Lightbourn School	GOVERNMENTAL	CHARITABLE ACTIVITIES	7,000
State University of Iowa Foundation - University of Iowa Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	400
Stokes County Arts Council	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
Sullivan County Histnocal Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	4,000

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Summit School Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	23,000
Surry Community College Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	5,100
Susan G Komen Breast Cancer Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	75
Susan G Komen Breast Cancer Foundation - Susan G Komen 3-Day for the Cure	509 (a) (2)	CHARITABLE ACTIVITIES	60
Susan G Komen Cancer Foundation	509 (a) (2)	CHARITABLE ACTIVITIES	760
Texas A & M University 12th Man Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	659
The Centers for Exceptional Children Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,350
The Downtown School	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
The Historic Preservation Foundation of North Carolina Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50
The International Snow Leopard Trust	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
The Komers Folly Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150
The North Carolina A & T University Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
The Pennsylvania State University-Penn State Dance Marathon	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
The Shepherds Center of Kenersville Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	35
Thomas Jefferson Middle School	GOVERNMENTAL	CHARITABLE ACTIVITIES	63
Tiger Haven	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	95
Tiger Missing Link Foundation-Tiger Creek Wildlife Refuge	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	70
Tony Fitzjohn-George Adamson African Wildlife Preservation Trust Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	400
Tnad Stage Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Two Feet Project	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	750
U S Catholic Conference - Catholic Social Services	GOVERNMENTAL	CHARITABLE ACTIVITIES	5,250
U S Catholic Conference - St Augustine High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	250
Union Cross Elementary	GOVERNMENTAL	CHARITABLE ACTIVITIES	25
United Animal Coalition Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,015
United Service Organizations Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	135
United Way of Chatham County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,000
United Way of Santa Fe County Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	7,550
University at Buffalo Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	930
University of Chicago	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	1,250
University of Illinois Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	100
University of Kentucky	GOVERNMENTAL	CHARITABLE ACTIVITIES	200
University of Memphis Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,240
University of Mississippi Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	9,278
University of New Hampshire Foundation Incorporated	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	100
University of New Mexico Foundation Incorporated	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25
University of New Mexico Foundation Incorporated - KUNM	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	225
University of North Carolina at Chapel Hill	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	8,110
University of North Carolina at Pembroke Foundation Inc	509 (a) (3)	CHARITABLE ACTIVITIES	500
University of North Carolina Foundation Inc - UNC TV	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	700
University of North Carolina School of the Arts Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	555
University of North Carolina-Greensboro	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	315
University of South Carolina Educational Foundation	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	324
US Catholic Conference - Bishop McGuinness High School	GOVERNMENTAL	CHARITABLE ACTIVITIES	50
US Catholic Conference - Sacred Heart Academy	GOVERNMENTAL	CHARITABLE ACTIVITIES	250
US Catholic Conference - Sacred Heart Catholic School	GOVERNMENTAL	CHARITABLE ACTIVITIES	550
US Catholic Conference - Seton Catholic School	GOVERNMENTAL	CHARITABLE ACTIVITIES	800
US Catholic Conference - St Leo School	GOVERNMENTAL	CHARITABLE ACTIVITIES	2,000
US Catholic Conference - Tnad Catholic Schools Foundation	GOVERNMENTAL	CHARITABLE ACTIVITIES	2,750
Vanderbilt University	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	100
Virginia Tech Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	9,740
Virginia Tech Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250
Wake Forest University	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	15,342
Wake Forest University - WFDD Radio	170 (b) (1) (A) (iii)	CHARITABLE ACTIVITIES	750
Wake Forest University Health Sciences - Wake Forest University School of Medicine	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Waldorf School of Garden City	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	50
Wallace-Rose Hill High - Wallace Rose-Hill Athletic Department	GOVERNMENTAL	CHARITABLE ACTIVITIES	100
Wesleyan Education Center Inc	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	200

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
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	96
Western New York Public Broadcasting Association - WNED TV	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	375
Westminster Schools Inc	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	25
Whas Crusade for Children Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	100
Whole Health Global Ministries Inc - Heroes Helping Heroes	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	570
Wikimedia Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Wildlife Rehab Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	800
Winston Salem Rescue Mission	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	9,940
Winston Salem Symphony Association	509 (a) (2)	CHARITABLE ACTIVITIES	2,230
Winston Salem Theatre Alliance Inc	509 (a) (2)	CHARITABLE ACTIVITIES	75
Winston-Salem Foundation	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,300
Winston-Salem State University Foundation Incorporated	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	7,200
Winston-Salem Youth Chorus Inc	509 (a) (2)	CHARITABLE ACTIVITIES	500
World Vision Inc	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	1,037
Wounded Warrior Project Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	2,535
WSKG Public Telecommunications Council	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	65
Yadkin Christian Ministries	170 (b) (1) (A) (i)	CHARITABLE ACTIVITIES	100
Yadkin County Humane Society	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	200
Yadkin Soccer Association	509 (a) (2)	CHARITABLE ACTIVITIES	500
Yellowstone Association	509 (a) (2)	CHARITABLE ACTIVITIES	250
Young Mens Christian Association of Northwest North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	9,765
Young Mens Christian Association of Northwest North Carolina	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	325
Zunch International School Foundation Inc	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	500
TOTAL MATCHING GRANTS			479,292
ABC of NC Child Development Center, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,000
Arts Based School, Winston-Salem, NC	509 (a) (2)	CHARITABLE ACTIVITIES	50,000
Arts Council Inc, Winston-Salem, NC	509 (a) (2)	CHARITABLE ACTIVITIES	210,000
Authoring Action, Winston-Salem, NC	509 (a) (2)	CHARITABLE ACTIVITIES	12,500
Bethesda Center for the Homeless, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
Crisis Control Ministry, Inc, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
Crosby Scholars Community, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50,000
Davie County Arts Council, Mocksville, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
Davie County United Way, Mocksville, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
Farmington Community Center, Mocksville, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,000
Forsyth Education Partnership, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	7,000
Habitat for Humanity of Forsyth County, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150,000
Heroes Helping Heroes, Pinnacle, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	6,000
Horizons Residential Care Center, Rural Hall, NC	509 (a) (2)	CHARITABLE ACTIVITIES	250,000
Hospice of Forsyth County, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	5,000
NC Agricultural Foundation, Raleigh, NC	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	10,000
NC New Schools Project, Inc, Raleigh, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	250,000
Old Salem Museums & Gardens, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150,000
POWAR, Winston-Salem, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	15,000
Samantan Ministries, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	45,000
Second Harvest Food Bank, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	50,000
Senior Services, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	150,000
Special Olympics NC, Morrisville, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,000
Stokes County Arts Council, Danbury, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
Sunnyside Ministry of the Moravian, Winston-Salem, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	33,600
United Fund of Stokes County, Inc, Danbury, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
United Fund of Surry, Inc, Mt Airy, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000
United Way of Forsyth County, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	1,181,151
Wake Forest University School of Business, Winston-Salem, NC	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	500,000
Wake Forest University, Winston-Salem, NC	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	1,000,000
War Memorial Foundation, Greensboro, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	25,000

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Winston Salem State University, Winston-Salem, NC	170 (b) (1) (A) (iv)	CHARITABLE ACTIVITIES	750,000
Winston -Salem/Forsyth County Schools, Winston-Salem, NC	170 (b) (1) (A) (ii)	CHARITABLE ACTIVITIES	175,000
Winston-Salem Rescue Mission, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	20,000
Winston-Salem Street School, Winston-Salem, NC	170 (b) (1) (A) (vi)	CHARITABLE ACTIVITIES	10,000
Winston-Salem Youth Chorus, Winston-Salem, NC	509 (a) (2)	CHARITABLE ACTIVITIES	15,000
TOTAL DIRECT GRANTS			5,315,251
Forsyth Technical Community College, Winston-Salem, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Guilford Community College, Greensboro, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Hinds Community College, Raymond, MS	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
National Ment Scholarship	GOVERNMENTAL	CHARITABLE ACTIVITIES	193,400
Professional Golfers Career College, Temecula, CA	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Sandhills Community College, Pinehurst, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Surry Community College, Dobson, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	1,000
Winston Salem State University, Winston-Salem, NC	GOVERNMENTAL	CHARITABLE ACTIVITIES	150,000
TOTAL SCHOLARSHIPS			349,400
TOTAL GRANTS			6,143,943

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**▶ **File a separate application for each return.**
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No 1545-1709

- 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

Employer identification number (EIN) or

REYNOLDS AMERICAN FOUNDATION

58-1681920

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 27102-2959

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

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

- The books are in the care of ▶ ALAN CALDWELL

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 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶ ☒ calendar year 20 13 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 \$	63,459
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 \$	63,459
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 \$	NONE

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

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

KPMG LLP 13-5565207

Form **8868** (Rev 1-2014)

JS/

300 N GREENE ST, SUITE 400
GREENSBORO, NC 27401

- 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.	Employer identification number (EIN) or
	REYNOLDS AMERICAN FOUNDATION	58-1681920
	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 27102-2959	

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

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

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) 741-5315** 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.

- 4 I request an additional 3-month extension of time until **11/17**, 20 **14**.
- 5 For calendar year **2013**, or other tax year beginning , 20 , and ending , 20 .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	63,459
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	63,459
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 ▶

6/19/14

Form 8868 (Rev. 1-2014)

KPMG LLP 13-5565207
300 N. Greene St., Suite 400
Greensboro, North Carolina 27401