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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: THE SIMMONS FAMILY FOUNDATION

A Employer identification number: 65-6421943

Number and street (or P O box number if mail is not delivered to street address): 75 14TH STREET UNIT 3240 — Room/suite

B Telephone number: 302 636 8537

City or town, state or province, country, and ZIP or foreign postal code: ATLANTA, GA 30309

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [X] Address change [X] 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: [X] 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*) ▶$ 2,241,093.

J Accounting method: [X] 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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,242.	1,242.		STATEMENT 1
	4 Dividends and interest from securities	37,505.	37,505.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	596,181.			
	b Gross sales price for all assets on line 6a 2,704,525.				
	7 Capital gain net income (from Part IV, line 2)		596,181.		
	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)				
	11 Other income				
	12 Total. Add lines 1 through 11	634,928.	634,928.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,500.	750.		750.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,000.	1,000.		0.
	c Other professional fees STMT 4	30,818.	30,818.		0.
	17 Interest				
	18 Taxes STMT 5	1,554.	48.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	1,713.	857.		856.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	36,585.	33,473.		1,606.
	25 Contributions, gifts, grants paid	45,650.			45,650.
	26 **Total expenses and disbursements.** Add lines 24 and 25	82,235.	33,473.		47,256.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	552,693.			
	b **Net investment income** (if negative, enter -0-)		601,455.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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10-10-13 LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **990-PF** (2013)

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	74,151.	35,203.	35,203.
	2	Savings and temporary cash investments		7,562.	7,562.
	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			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	1,481,191.	1,793,020.	1,928,291.
	14	Land, buildings, and equipment basis ▶ 269,926.			
		Less accumulated depreciation ▶	0.	269,926.	269,926.
	15	Other assets (describe ▶)	0.	0.	111.
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	1,555,342.	2,105,711.	2,241,093.
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			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,555,342.	2,105,711.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	1,555,342.	2,105,711.	
	31	**Total liabilities and net assets/fund balances**	1,555,342.	2,105,711.	

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	1,555,342.
2	Enter amount from Part I, line 27a	2	552,693.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,108,035.
5	Decreases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCES	5	2,324.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,105,711.

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	PUBLICILY TRADED SECURITIES	P		
b	LONG TERM CAPITAL GAIN DIVIDENDS	P		
c	PUBLICILY TRADED SECURITIES	P		
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	1,067,437.		985,026.	82,411.
b	49,311.			49,311.
c	1,587,777.		1,123,318.	464,459.
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				82,411.
b				49,311.
c				464,459.
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 — 596,181.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	105,254.	1,971,595.	.053385
2011	40,263.	1,962,557.	.020516
2010	39,095.	1,802,595.	.021688
2009	19,897.	1,562,142.	.012737
2008	154,674.	1,871,472.	.082648

2	Total of line 1, column (d)	2	.190974
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	.038195
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,324,529.
5	Multiply line 4 by line 3	5	88,785.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,015.
7	Add lines 5 and 6	7	94,800.
8	Enter qualifying distributions from Part XII, line 4	8	47,256.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	12,029.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	12,029.
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	12,029.
6 Credits/Payments				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	900.		
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	900.
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** SEE STATEMENT 8 ▶			9	11,129.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶		Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ▶ SIMMONS FAMILY FOUNDATION Telephone no. ▶302 636 8573

Located at ▶75 14TH STREET UNIT 3240, ATLANTA, GA ZIP+4 ▶30309

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 N/A

			Yes	No
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		X
	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)? N/A	1b		
	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) N/A	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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		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?	N/A	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
KHARI SIMMONS 620 GLEN IRIS RD #512 ATLANTA, GA 30033	CO TRUSTEE 2.00	0.	0.	0.
MAYA SIMMONS 417 LADSON CT DECATUR, GA 30033	CO TRUSTEE 2.00	1,500.	0.	0.
NORBERT SIMMONS 5325 FISHER ISLAND DR MIAMI BEACH, FL 33109	CO TRUSTEE 2.00	0.	0.	0.
RUTH J SIMMONS 55 POWER STREET PROVIDENCE, RI 02906	CO TRUSTEE 2.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2013)

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10-10-13

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	2,038,233.
b	Average of monthly cash balances		1b	51,769.
c	Fair market value of all other assets		1c	269,926.
d	**Total** (add lines 1a, b, and c)		1d	2,359,928.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	2,359,928.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	35,399.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,324,529.
6	**Minimum investment return.** Enter 5% of line 5		6	116,226.

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	116,226.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 12,029.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	12,029.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	104,197.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	104,197.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	104,197.

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	47,256.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	47,256.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	47,256.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				104,197.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008 62,368.				
b From 2009				
c From 2010				
d From 2011				
e From 2012 8,416.				
f Total of lines 3a through e	70,784.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 47,256.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				47,256.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	56,941.			56,941.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,843.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	5,427.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	8,416.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 8,416.				
e Excess from 2013				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

c Any submission deadlines

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

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*				
BOSTON UNIVERSITY SCHOOL OF LAW 765 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE	TAX EXEMPT PUBLIC CHARITY	EDUCATION	10,000.
CARE USA 151 ELLIS ST, NORTHEAST ATLANTA, GA 30303-2404	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	5,000.
CHILDKIND, INC. 3107 CLAIRMONT ROAD, SUITE A ATLANTA, GA 30329	NONE	TAX EXEMPT PUBLIC CHARITY	EDUCATION	2,500.
CLIFTON SANCTUARY MINISTRIES 369 CONNECTICUT AVE ATLANTA, GA 30307	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	1,000.
GEORGIA TENNIS FOUNDATION 196 MONTGOMERY FERRY DR NE ATLANTA, GA 30309	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	400.
Total SEE CONTINUATION SHEET(S)			▶ 3a	45,650.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

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10-10-13

11321106 758259 103353-000 2013.03040 THE SIMMONS FAMILY FOUNDATI 103353-1

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) 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	1,242.	
4 Dividends and interest from securities			14	37,505.	
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			18	596,181.	
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)		0.		634,928.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 634,928.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Norbert Simmons | 11/13/14 | CO-TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JON LUTTINEN	JON LUTTINEN	11/06/14		P01233833

Firm's name ▶ WILMINGTON TRUST COMPANY | Firm's EIN ▶ 51-0055023

Firm's address ▶ TRUST TAX SERVICES DE3-C070
1100 N MARKET STREET, DE 19890-0001 | Phone no. (302) 651-1942

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HOUSTON CHILDREN'S CHARITY 230 WESTCOTT, SUITE 202 HOUSTON, TX 77007	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	500.
HOUSTON SPCA 900 PORTWAY DR HOUSTON, TX 77024	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	250.
INSTITUTE FOR GLOBAL OUTREACH 1024 PIERRE AVENUE SHREVEPORT, LA 71103	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	1,500.
MILLENIUM PROMISE 475 RIVERSIDE DRIVE SUITE 1040 NEW YORK, NY 100115	NONE	TAX EXEMPT PUBLIC CHARITY	MILLENIUM VILLAGES PROJECT	2,500.
MOREHOUSE COLLEGE 931 MONROE RD BOX 320 ATLANTA, GA 30308	NONE	TAX EXEMPT PUBLIC CHARITY	DEPT MUSIC	15,000.
SAFE SPACE FOUNDATION REPLACEMENT FOR 8/14/2012 CHECK P O BOX 31-0776 MIAMI, FL 33231	NONE	TAX EXEMPT PUBLIC CHARITY	EDUCATION	500.
SMITHSONIAN INSTITUTE MRC 708 PO BOX 37012 WASHINGTON, DC 20013	NONE	TAX EXEMPT PUBLIC CHARITY	NATIONAL MUSUM OF AFRICAN ART	6,000.
SOLUTIONS FOR BETTER LIVING PO BOX 84531 PEARLAND, TX 77484	NONE	TAX EXEMPT PUBLIC CHARITY	UNRESTRICTED	500.
Total from continuation sheets				26,750.

323631
05-01-13

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INTEREST	192.	192.	
US GOVERNMENT INTEREST	1,050.	1,050.	
TOTAL TO PART I, LINE 3	1,242.	1,242.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST AND DIV - CITI TRUST	1,734.	0.	1,734.	1,734.	
TOTAL DIVIDENDS - ATCO	35,771.	0.	35,771.	35,771.	
TO PART I, LINE 4	37,505.	0.	37,505.	37,505.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPERATION FEE	1,000.	1,000.		0.
TO FORM 990-PF, PG 1, LN 16B	1,000.	1,000.		0.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	24,554.	24,554.		0.
CUSTODIAN FEES	6,264.	6,264.		0.
TO FORM 990-PF, PG 1, LN 16C	30,818.	30,818.		0.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX PAYMENTS	606.	0.		0.
ESTIMATED EXCISE TAX PAYMENT	900.	0.		0.
FOREIGN TAXES	48.	48.		0.
TO FORM 990-PF, PG 1, LN 18	1,554.	48.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONDO ASSOCIATION FEES	1,713.	857.		856.
TO FORM 990-PF, PG 1, LN 23	1,713.	857.		856.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	COST	1,793,020.	1,928,291.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,793,020.	1,928,291.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 8

TAX DUE FROM FORM 990-PF, PART VI	11,129.
LATE PAYMENT INTEREST	170.
LATE PAYMENT PENALTY	334.
TOTAL AMOUNT DUE	11,633.

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 9

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	11,129.	11,129.	6	334.
DATE FILED	11/15/14		11,129.		
TOTAL LATE PAYMENT PENALTY					334.

FORM 990-PF LATE PAYMENT INTEREST STATEMENT 10

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/14	11,129.	11,129.	.0300	184	170.
DATE FILED	11/15/14		11,299.			
TOTAL LATE PAYMENT INTEREST						170.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SIMMONS FAMILY FOUNDATION
75 14TH STREET UNIT 3240
ATLANTA, GA 30309

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS MUST BE FROM EXEMPT ORGANIZATIONS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THERE ARE NO GEOGRAPHIC RESTRICTIONS. EDUCATIONAL & HEALTH ORGANIZATIONS THAT BENEFIT CHILDREN FROM DISADVANTAGED NEIGHBORHOODS ARE GIVEN PREFERENCE. LOCAL & NATIONAL CHARITIES ARE CONSIDERED. THE FOUNDATION DOES NOT HAVE SPECIFIC PROGRAMS FOR SCHOLARSHIPS.

Investment Detail

QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
4,091.3310 ARTISAN INTERNATIONAL VALUE FUND INVESTOR CLASS CUSIP 04314H881 TKR ARTKX	$150,438.24 36.7700	7.77	$139,084.09 33.99	$11,354.15	$0.00	$3,776.29	2.51
1,680.0360 ASTON FAIRPOINTE MID CAP CUSIP 00078H158 TKR ABMIX	75,047.21 44.6700	3.88	62,479.54 37.19	12,567.67	0.00	102.48	0.14
4,427.4060 CALAMOS MARKET NEUTRAL INCOME FUND I CUSIP 128119880 TKR CMNIX	56,803.62 12.8300	2.93	56,268.56 12.71	535.06	0.00	903.19	1.59
5,032.6330 DELAWARE U.S. GROWTH FUND CUSIP 245917802 TKR DEUIX	125,513.87 24.9400	6.48	99,960.28 19.86	25,553.59	0.00	95.62	0.08
5,574.7810 INVESCO SELECT COMPANIES FUND CLASS Y CUSIP 00141V754 TKR ATIYX	131,341.84 23.5600	6.78	116,599.53 20.92	14,742.31	0.00	0.00	0.00
5,256.5570 INVESCO VAN KAMPEN COMSTOCK FUND CUSIP 00143M661 TKR ACSDX	124,948.36 23.7700	6.45	100,962.86 19.21	23,985.50	0.00	1,766.20	1.41
8,175.8290 MADISON MID CAP FUND CUSIP 557492725 TKR GTSGX	77,506.86 9.4800	4.00	72,821.07 8.91	4,685.79	0.00	0.00	0.00
3,937.4670 NEUBERGER BERMAN EQUITY INCOME FUND CUSIP 641224498 TKR NBHIX	47,485.85 12.0600	2.45	47,838.44 12.15	(352.59)	0.00	1,224.55	2.58
1,902.8490 OAKMARK FUND CLASS I CUSIP 413838103 TKR OAKMX	121,078.28 63.6300	6.25	99,261.16 52.16	21,817.12	0.00	610.81	0.50

continued

Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
4,361.3970 OAKMARK INTERNATIONAL FUND CLASS I CUSIP 413838202 TKR OAKIX	$114,791.97 26.3200	5.93	$100,516.94 23.05	$14,275.03	$0.00	$1,901.56	1.66
3,853.7920 PIMCO ALL ASSET FUND CUSIP 72201M867 TKR PALPX	46,630.88 12.1000	2.41	48,812.48 12.67	(2,181.60)	0.00	2,073.34	4.45
2,698.5250 THORNBURG INTERNATIONAL GROWTH FUND CUSIP 885215244 TKR TINGX	59,772.33 22.1500	3.09	49,465.24 18.33	10,307.09	0.00	0.00	0.00
6,892.0440 TOUCHSTONE SANDS CAPITAL SELECT GROWTH FUND CUSIP 89155H827 TKR CFSIX	123,160.83 17.8700	6.36	92,841.08 13.47	30,319.75	0.00	0.00	0.00
19,429.4480 VIRTUS EMERGING MARKETS OPPORTUNITY FUND CLASS INSTITUTIONAL CUSIP 92828T889 TKR HIEMX	185,551.23 9.5500	9.58	196,555.75 10.12	(11,004.52)	0.00	2,040.09	1.10
2,107.6250 VIRTUS FOREIGN OPPORTUNITY FUND CUSIP 92828R834 TKR JVXIX	57,622.47 27.3400	2.98	57,117.37 27.10	505.10	0.00	518.47	0.90
TOTAL Equity	1,497,693.84	77.37	1,340,584.39	157,109.45	0.00	15,012.60	1.00
Fixed Income							
5,422.8120 GOLDMAN SACHS STRATEGIC INCOME FUND CUSIP 38145C646 TKR GSZIX	57,807.18 10.6600	2.99	56,712.22 10.46	1,094.96	45.83	1,681.07	2.91

continued

Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
8,007.9530 INVESCO BALANCED-RISK ALLOCATION FUND CLASS Y CUSIP 00141V697 TKR ABRYX	$95,214.56 11.8900	4.92	$100,753.86 12.58	($5,539.30)	$0.00	$0.00	0 00
9,298.1600 NATIXIS LOOMIS SAYLES INVESTMENT GRADE BOND FUND CLASS Y CUSIP 543487136 TKR LSIIX	110,648.10 11.9000	5.72	117,537.59 12.64	(6,889.49)	0.00	5,272.05	4.76
2,575.9020 NEUBERGER BERMAN STRATEGIC INCOME FUND CUSIP 64128K751 TKR NSTLX	28,644.03 11.1200	1.48	29,325.08 11.38	(681.05)	64.66	1,125 66	3 93
10,721.8800 PIMCO INVESTMENT GRADE CORPORATE BOND FUND CUSIP 72201M685 TKR PBDPX	109,792.05 10.2400	5.67	118,567.45 11.06	(8,775 40)	0.00	4,052.87	3.69
TOTAL Fixed Income	402,105.92	20.77	422,896.20	(20,790.28)	110.49	12,131.65	3.02
Cash & Currency							
(26,796.3500) CASH	(26,796.35) 1.0000	(1.38)	(26,796.35) 1.00	0.00	0.00	0.00	0.00
5,966.7900 GOLDMAN SACHS FINANCIAL SQUARE FUNDS-PRIME OBLIGATIONS FUND CUSIP 38141W349 TKR FBSXX	5,966.79 1.0000	0.31	5,966.79 1.00	0.00	0.39	0.00	0.00
28,391.2600 MORGAN STANLEY BANK N.A. CUSIP 991762305 TKR MSBNK	28,391.26 1.0000	1.47	28,391.26 1.00	0.00	0.00	0.00	0.00
TOTAL Cash & Currency	7,561.70	0.39	7,561.70	0.00	0.39	0.00	0.00

continued

Investment Detail

QUANTITY / DESCRIPTION	MARKET VALUE (M/V) / MARKET UNIT PRICE	%M/V	FEDERAL TAX COST / AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) / YTM (%)
PRINCIPAL PORTFOLIO(S)							
Other Assets							
3,201.2100 DELAWARE DIVERSIFIED INCOME FD CL I #195 CUSIP 246248587 TKR DPFFX	$28,490.77 8.9000	1.47	$29,539.59 9.23	($1,048.82)	$0.00	$1,155.63	4.06
TOTAL Other Assets	28,490.77	1.47	29,539.59	(1,048.82)	0.00	1,155.63	4.06
TOTAL PRINCIPAL PORTFOLIO(S)	1,935,852.23	100.00	1,800,581.88	135,270.35	110.88	28,299.88	1.46
ACCRUED INCOME	110.88						
MARKET VALUE WITH ACCRUED INCOME	1,935,963.11						
INCOME PORTFOLIO(S)							
Cash & Currency							
35,202.9800 CASH	35,202.98 1.0000	100.00	35,202.98 1.00	0.00	0.00	0.00	0.00
TOTAL Cash & Currency	35,202.98	100.00	35,202.98	0.00	0.00	0.00	0.00
TOTAL INCOME PORTFOLIO(S)	35,202.98	100.00	35,202.98	0.00	0.00	0.00	0.00
GRAND TOTAL(S)	1,971,055.21		1,835,784.86	135,270.35	110.88	28,299.88	1.44
ACCRUED INCOME	110.88						
MARKET VALUE WITH ACCRUED INCOME	1,971,166.09						

REAL ESTATE PURCHASED OCTOBER 4, 2013 75 FOURTEENTH STREET UNIT 3240 ATLANTA GA 30309	$269,926	$269,926
TOTAL	$2,241,903	$ 2,105,711
	PAGE 2 PART II LINE 16 column C	PAGE 2 PART II LINE 16 column B

- 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).

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. THE SIMMONS FAMILY FOUNDATION	Employer identification number (EIN) or 65-6421943
	Number, street, and room or suite no. If a P.O. box, see instructions. 75 14TH STREET UNIT 3240	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30309	

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 ▶ SIMMONS FAMILY FOUNDATION 75 14TH STREET UNIT 3240 - ATLANTA, GA 30309

Telephone No. ▶ 302 636 8573 Fax No. ▶ 302 636 8585

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

5 For calendar year 2013 , or other tax year beginning ________ , and ending ________.

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

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	$ 7,800.
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	$ 7,800.
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	$ 0.

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 ▶ CO-TRUSTEE Date ▶