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Return of Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation ROWLING FOUNDATION		A Employer identification number 73-6351612
Number and street (or P.O. box number if mail is not delivered to street address) 4001 MAPLE AVE	Room/suite 600	B Telephone number 2142838500
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75219		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,252,875.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		107.	107.		STATEMENT 1
4 Dividends and interest from securities		471,375.	471,375.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		44,985.			
b Gross sales price for all assets on line 6a	49,640.				
7 Capital gain net income (from Part IV, line 2)			44,985.		
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		516,467.	516,467.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		0.	0.		0.
25 Contributions, gifts, grants paid		4,914,898.			4,914,898.
26 Total expenses and disbursements. Add lines 24 and 25		4,914,898.	0.		4,914,898.
27 Subtract line 26 from line 12		-4,398,431.			
a Excess of revenue over expenses and disbursements			516,467.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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			
	2 Savings and temporary cash investments	194,692.	65,545.	65,545.
	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	10,429,368.	6,291,814.	6,187,330.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	10,624,060.	6,357,359.	6,252,875.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,624,060.	6,357,359.	
	30 Total net assets or fund balances	10,624,060.	6,357,359.	
	31 Total liabilities and net assets/fund balances	10,624,060.	6,357,359.	

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	10,624,060.
2	Enter amount from Part I, line 27a	2	-4,398,431.
3	Other increases not included in line 2 (itemize) ▶	3	131,730.
4	Add lines 1, 2, and 3	4	6,357,359.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,357,359.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 1,111 SHARES OF PGE		D	01/01/11	11/14/13
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 49,640.		4,655.	44,985.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			44,985.
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	44,985.
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	5,705,464.	15,382,706.	.370901
2011	5,401,025.	442,227.	12.213241
2010	2,824,004.	1,717,846.	1.643922
2009	1,729,243.	2,194,431.	.788014
2008	4,911,194.	6,337,613.	.774928

2 Total of line 1, column (d)	2	15.791006
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	3.158201
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	11,034,289.
5 Multiply line 4 by line 3	5	34,848,503.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,165.
7 Add lines 5 and 6	7	34,853,668.
8 Enter qualifying distributions from Part XII, line 4	8	4,914,898.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	10,329.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	10,329.
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	10,329.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,287.	
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	10,287.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	2.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	44.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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?	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) <input type="checkbox"/> TX		
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

N/A

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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? Website address ► WWW.ROWLINGFOUNDATION.ORG	13	X	
14	The books are in care of ► DAVE ADAMS Located at ► 4001 MAPLE AVE, STE 600, DALLAS, TX	Telephone no ► 214-283-8500 ZIP+4 ► 75219		
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	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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)?

☐ 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

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?

If "Yes" to 6b, file Form 8870

6b X

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
SEE STATEMENT 4		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

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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	11,052,180.
b	Average of monthly cash balances	1b	150,144.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,202,324.
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	11,202,324.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	168,035.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,034,289.
6	Minimum investment return. Enter 5% of line 5	6	551,714.

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	551,714.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	10,329.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,329.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	541,385.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	541,385.
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	541,385.

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	4,914,898.
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	4,914,898.
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	4,914,898.

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				541,385.
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	4,598,791.			
b From 2009	1,620,988.			
c From 2010	2,738,928.			
d From 2011	5,378,940.			
e From 2012	4,948,835.			
f Total of lines 3a through e	19,286,482.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 4,914,898.				
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				541,385.
e Remaining amount distributed out of corpus	4,373,513.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	23,659,995.			
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	4,598,791.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	19,061,204.			
10 Analysis of line 9				
a Excess from 2009	1,620,988.			
b Excess from 2010	2,738,928.			
c Excess from 2011	5,378,940.			
d Excess from 2012	4,948,835.			
e Excess from 2013	4,373,513.			

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]

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				
SEE ATTACHED SCHEDULE 4001 MAPLE AVE., SUITE 600 DALLAS, TX 75219	N/A	PUBLIC CHARITY	SEE ATTACHED SCHEDULE	4,914,898.
Total			3a	4,914,898.
b Approved for future payment				
NONE				
Total			3b	0.

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

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

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	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
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.

Signature of officer or trustee

Date _____

TRUSTEE

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

P01065027

Firm's name ▶ DAVID G. ADAMS, CPA

Firm's EIN ▶

Firm's address ▶ 4001 MAPLE AVE,, SUITE 600
DALLAS, TX 75219

Phone no (214) 286-8500

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
BANK OF AMERICA	30.	30.	
FIDELITY	40.	40.	
JP MORGAN	37.	37.	
TOTAL TO PART I, LINE 3	107.	107.	

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
PG&E	471,375.	0.	471,375.	471,375.	
TO PART I, LINE 4	471,375.	0.	471,375.	471,375.	

FORM 990-PF CORPORATE STOCK STATEMENT 3

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
152,497 SHARES OF PGE	6,291,814.	6,187,330.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,291,814.	6,187,330.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 4

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT B. ROWLING 4001 MAPLE AVE., SUITE 600 DALLAS, TX 75219	TRUSTEE 2.00	0.	0.	0.
TERRY H. ROWLING 4001 MAPLE AVE., SUITE 600 DALLAS, TX 75219	TRUSTEE 2.00	0.	0.	0.
ROBERT B. ROWLING, JR. 4001 MAPLE AVE., SUITE 600 DALLAS, TX 75219	TRUSTEE 1.00	0.	0.	0.
TRAVIS BLAKE ROWLING 4001 MAPLE AVE., SUITE 600 DALLAS, TX 75219	TRUSTEE 1.00	0.	0.	0.
JAMES D. CALDWELL 4001 MAPLE AVE., SUITE 600 DALLAS, TX 75219	TRUSTEE 4.00	0.	0.	0.
WILLIAM C. DUNLAP 3801 REGENCY CREST DRIVE, SUITE 100 GARLAND, TX 75041	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 5

NAME OF MANAGER

ROBERT B. ROWLING

TERRY H. ROWLING

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

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 Name of exempt organization or other filer, see instructions. ROWLING FOUNDATION	Employer identification number (EIN) or 73-6351612
Number, street, and room or suite no. If a P.O. box, see instructions. 4001 MAPLE AVE, NO. 600	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. DALLAS, TX 75219	

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

04

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.

DAVE ADAMS

• The books are in the care of ☒ 4001 MAPLE AVE, STE 600 - DALLAS, TX 75219

Telephone No. ☒ 214-283-8500

Fax No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

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

ALL INFORMATION NECESSARY TO COMPLETE 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	\$	10,287.
8b 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	\$	10,287.
8c 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 ☒ CERTIFIED PUBLIC ACCOUNTANT Date ☒

Form 8868 (Rev. 1-2014)

Rowling Foundation EIN# 73-6351612							Purpose of Grant or Contribution	Amount
Street Address			City	State	Zip	Manager	Recipient	
ACT								
P O Box 225225			Dallas	TX	75222	N/A	509 (a) (1) (public charity)	Advocates for community transformation Inner city justice ministry
Total ACT								44,617.64 44,617.64
Agape Clinic								
4105 Junius Street			Dallas	TX	75246	N/A	509 (a) (1) (public charity)	Improve the health of medically underserved people by providing quality community health care services for little or no fee
Total AgapeClinic								2,500.00 2,500.00
American Enterprise Institute for Public Policy Research								
1150 Seventeenth St. NW			Washington	DC	20036	N/A	509 (a) (1) (public charity)	Preserve and strengthen foundations of freedom
Total AEI								5,000.00 5,000.00
Boys and Girls Clubs of America								
1275 Peachtree NE			Atlanta	GA	30309	N/A	509 (a) (1) (public charity)	Enable all young people to reach their full potential
Total Boy's and Girls Club								25,000.00 25,000.00
Builders of Hope								
P O Box 2242703			Dallas	TX	75222	N/A	509 (a) (1) (public charity)	Deliver quality affordable housing to stimulate the revitalization of West Dallis and develop a healthy and safe community
Total Builders of Hope								5,000.00 0.00 0.00 0.00 5,000.00
Carry the Load								
101 C North Greenville Ave #55			Allen	TX	75002	N/A	509 (a) (1) (public charity)	Raise awareness of police, fire, military
Total Carry the Load								49,575.15 0.00 -
Chemical Awareness Resources & Education								
6000 Preston Road			Dallas	TX	75205	N/A	509 (a) (1) (public charity)	Support programs that provide screening and referrals for substance abuse
Total C A R E								5,000.00 5,000.00
Child Legacy International								
P O Box 805			Boerne	TX	78006	N/A	509 (a) (1) (public charity)	Provide clean water to impoverished areas of Zimbabwe and Malawi
Total Child Legacy International								- 5,000.00 5,000.00
Chnstian Union								
240 Nassau Street			Princeton	NJ	08542	N/A	509 (a) (1) (public charity)	Support advancement of Kingdom of Jesus Chrst in the Ivy League
Total Christian Union								123,937.88 123,937.88
Coalition for Outcomes Based Benefits								
926 Cambridge Dr SE			Grand Rapids	MI	49506	NA	509 (a) (1) (public charity)	Help for chemically dependent
Total Coalition for Outcomes Based Benefits								5,000.00 10,000.00 15,000.00
Council for Life								
4516 Lovers Lane, Ste 103			Dallas	TX	75225	N/A	509 (a) (1) (public charity)	Support empowerment for women to make life-affirming choices
Total Council for Life								15,000.00 20,000.00

Rowling Foundation EIN# 73-6351612	Street Address		City		State	Zip	Relation to Foundation Manager	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Total Council for Life										35,000.00
Crystal Charity Ball										
Total Crystal Chanty Ball	30 Highland Park Village	Dallas	TX	75205-2791	N/A		509 (a) (1) (public charity)	Support Children's Charities in Dallas	5,000.00	
Cure International										
Total Cure International	701 Bosler Avenue	Lemoyn	PA	17043	N/A		509 (a) (1) (public charity)	Promotes physical and spiritual healing of disabled children in developing countries	21,724.40	
Dallas Christian Leadership Prayer Breakfast										
Total Christian Leadership Prayer Breakfast	5415 Maple Avenue, Suite 230	Dallas	TX	75235	N/A		509 (a) (1) (public charity)	Supports prayer for leaders	77,425.91	
Dallas Foundation										
Total Dallas Foundation	Reagan Place at Old Parkland 3963 Maple Ave Suite 390	Dallas	TX	75219			509 (a) (1) (public charity)	Back to school supplies for children	99,150.30	
Dallas Pregnancy Resource Center										
Total Dallas Pregnancy Resource Center	12959 Jupiter Rd, Suite 260	Dallas	TX	75238	N/A		509 (a) (1) (public charity)	Provide support to women facing unplanned pregnancies	350.00	
Dallas Theological Seminary										
Dallas Seminary Foundation	3909 Swiss Avenue	Dallas	TX	75204	N/A		509 (a) (1) (public charity)	Equip godly servant-leaders for proclamation of His Word	14,872.55	
Total Dallas Theological Seminary										
Dallas Theater Center	2400 Flora Street	Dallas	TX	75201	N/A		509 (a) (1) (public charity)	Support of artistic and educational programming	0.00	
Total Dallas Theater Center										
Dennison Forum on Truth and Culture										
Total Dennison Forum on Truth and Culture	17304 Preston Rd , Suite 1060	Dallas	TX	75252			509 (a) (1) (public charity)	Support moral and spiritual renewal in nation and world	118,980.36	
e3 Partners Ministry										
Total e3 Partners Ministry	600 Development Dr # 120	Plano	TX	75074	N/A		509 (a) (1) (public charity)	To equip, evangelize and establish churches around the world	10,000.00	
East West Ministries										
Total East West Ministries	2001 W Plano Parkway	Plano	TX	75075	N/A		509 (a) (1) (public charity)	Support to mobilize Body of Chnst to evangelize lost and equip local believers	39,660.12	

Rowling Foundation EIN# 73-6351612						Foundation Status of Recipient	Purpose of Grant or Contribution	Amount	
Street Address			City	State	Zip	Manager			
8343 Douglas Ave			Dallas	TX	75225	N/A	509 (a) (1) (public charity)	Supports organizations that support children with terminal and chronic illnesses and physical disabilities	3,000.00 5,000.00 8,000.00
6300 John Ryan Draive			Fort Worth	TX	76132	N/A	509 (a) (1) (public charity)	Placing children in adoptive homes	20,000.00 20,000.00
2075 W Commerce St			Dallas	TX	75208	N/A	509 (a) (1) (public charity)	THIS ORGANIZATION IS A MOVEMENT OF GOD uniting Christians across cities to restore urban communities through education, health, economic development, and	98,000.00 101,649.21 199,649.21
227 Granite Run Dr., Suite 102 ATTN: Peter Greer			Lancaster	PA	17601	N/A	509 (a) (1) (public charity)	Support microfinance and basic business training	109,065.33 109,065.33
P O Box 58147			Washington	DC	20037	N/A	509 (a) (1) (public charity)	Secure justice for victims to slavery, sexual exploitation and other forms of violent oppression	165,572.94 165,572.94
9400 N Central Expressway			Dallas	TX	75231		509 (a) (1) (public charity)	Support research to cure diabetes and its complications	10,000.00 5,000.00 15,000.00
9101 N Central Expressway, Ste 600			Dallas	TX	75231		509 (a) (1) (public charity)	Support medical ministry to poor	81,819.15 81,819.15
2001 Plano Parkway, Ste 1600			Plano	TX	75075	N/A	509 (a) (1) (public charity)	Support of protection of student's first amendment rights to religious freedom	49,575.15 49,575.15
2121 Rosecrans Ave., #3375			El Sgundo	CA	90245	N/A	509 (a) (1) (public charity)	Support and challenge people to impact lives of others	50,000.00 50,000.00
P O Box 1396			Ashburn	VA	20147	N/A	509 (a) (1) (public charity)	Support religious liberties	10,000.00 10,000.00
3801 Holystone Mr. Trey Hill Executive Director			Dallas	TX	75212		509 (a) (1) (public charity)	Support transformation of poverty by the gospel	49,575.15 49,575.15

	Street Address		City	State	Zip	Manager	Recipient	Purpose of Grant or Contribution	Amount
Rowling Foundation EIN# 73-6351612	P O Box 191	Mountain Home	TX	78058	N/A	509 (a) (1) (public charity)	Support of volunteer fire fighters		2 500 00
Mountain Home Volunteer Fire Dept									2,500 00
Total MHVFD									
New Friends/ New Life	P O Box 1942378	Dallas	TX	75219	N/A	509 (a) (1) (public charity)	Support change for women who have worked in the sexual oriented business to provide new life themselves and their children		10 000 00
Total New Friends/ New Life									10,000 00
Park Cities Presbyterian Church	4124 Oak Lawn Avenue	Dallas	TX	75219	N/A	509 (a) (1) (public charity)	Support church's general fund		234,978 15
Total Park Cities Presbyterian Church									234,978 15
									0 00
Prnson Fellowship Ministry	44180 Riverside Pkwy	Landsdowne	VA	20176	N/A	509 (a) (1) (public charity)	Support churches in its ministres to prisoners, ex-prisoners and their families		148,725 45
Total Prison Fellowship Ministry									148,725 45
Project Turn Around	1808 W Camp Wisdom Road	Dallas	TX	75232		509 (a) (1) (public charity)	Support change of young people to impact communities for Christ		49,575 15
Total Project Turn Around									49,575 15
Redeemer Seminary	6060 N Central Expressway	Dallas	TX	75206	N/A	509 (a) (1) (public charity)	Prepare students for Christian ministry		10,000 00
Total Redeemer Seminary									10,000 00
Redeemer City to City	1359 Broadway, Suite 1102	New York	NY	75039	N/A	509 (a) (1) (public charity)	Planting churches in target cities to build self-sustaining planting movements to spread the gospel		29,745 09
Total Redeemer City to City									29,745 09
Rise School	5923 Royal Lane	Dallas	TX	75230	N/A	509 (a) (1) (public charity)	Friends of Children with Downs Syndrome		25,000 00
Total Rise School									25,000 00
Ronald McDonald House of Dallas, Inc	4707 Bengal Street	Dallas	TX	75235		509 (a) (1) (public charity)	Support hospitality home of seriously ill children		1,000 00
Total Ronald McDonald House									1,000 00
Salesmanship Club of Dallas	106 E 10th Street, Sie 200	Dallas	TX	75203		509 (a) (1) (public charity)	Byron Nelson award		7 525 00
Total Salesmanship Club of Dallas									7,525 00
Salvation Army *									
Total Salvation Army *	PO Box 36026	Dallas	TX	75235	N/A	509 (a) (1) (public charity)	Support programs to meet human needs of the community		100,188 27
									50,000 00
									150,188 27
Serve West Dallas	2215 Canada Drive	Dallas	TX	75212	N/A	509 (a) (1) (public charity)	Support holistic ministres to West Dallas		118,980 36
Total Serve West Dallas									118,980 36
									0 00
									118,980 36

Rowling Foundation EIN# 73-6351612												
Street Address				City	State	Zip	Manager	Recipient	Purpose of Grant or Contribution	Amount		
709 Waco Street				Corpus Christi	TX	78401		509 (a) (1) (public charity)	Shelters homeless men of Corpus Christi	10,000.00		
Total Search for Truth Mission										10,000.00		
PO Box 750460				Dallas	TX	75375-0460	N/A	509 (a) (1) (public charity)	Support higher education, Tate series lectures	75,000.00		
Total Southern Methodist University										75,000.00		
										150,000.00		
5323 Harry Hines Blvd.				Dallas	TX	75390	N/A	509 (a) (1) (public charity)	Support medial center projects	991,503.00		
Total Southwestern Medical Foundation										991,503.00		
PO Box 300769 0				Fern Park	FL	32730	N/A	509 (a) (1) (public charity)	Bring seminary level education via media to pastors and teachers around the world	99,150.30		
Total Third Millennium										99,150.30		
21 Dempsey Lane				Greenwich	CT	06830		509 (a) (1) (public charity)	Support empowerment of poor and end war	15,000.00		
Total Telemachus Foundation										5,000.00		
										20,000.00		
4550 Post Oak Pl., Ste. 342				Houston	TX	77027	N/A	509 (a) (1) (public charity)	Support business scholarships to outstanding graduate business students	10,000.00		
Total Texas Business Hall of Fame										10,000.00		
										10,000.00		
606 East Royal Lane				Irving	TX	75039		509 (a) (1) (public charity)	Provide a rigorous college preparatory education to students in areas considered "educationally underserved"	272,663.33		
Total Uplift Education										272,663.33		
Box 19125												
701 S. Nedderman Dr				Arlington	TX	76019	N/A	509 (a) (1) (public charity)	Supported endowed scholarship	10,000.00		
Total University of Texas Arlington										10,000.00		
P O Box 224845				Dallas	TX	75222		509 (a) (1) (public charity)	Support services to inner-city families	84,277.76		
Total Voice of Hope										84,277.76		
										84,277.76		
11300 N. Central Expressway Suite 600				Dallas	TX	75243	N/A	509 (a) (1) (public charity)	Support Christian youth ministry	148,725.45		
Total Young Life-N I TX										148,725.45		
420 N. Cascade Ave				Colorado Springs	CO	80903	N/A	509 (a) (1) (public charity)	Support Christian youth ministry	584,986.77		
Total Young Life International-Africa										584,986.77		
										584,986.77		

Rowling Foundation EIN# 73-6351612		Street Address		City	State	Zip	Relation to Foundation Manager	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Young Life		PO Box 520	Colorado Springs	CO	80901	N/A		509 (a) (1) (public charity)	Support Christian youth ministry	39,660.12
Total Young Life										
Young Life		PO Box 520	Colorado Springs	CO	80901	N/A		509 (a) (1) (public charity)	Support Christian youth ministry	5,000.00
Total Young Life										
TOTAL										4,914,898