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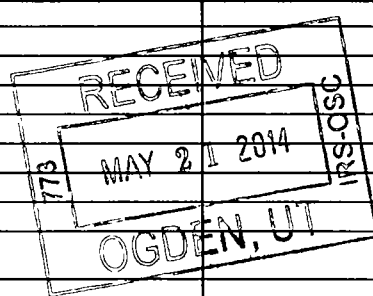
**Return of Private Foundation  
or Section 4947(a)(1) Trust Treated as Private Foundation**

▶ 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](http://www.irs.gov/form990pf).

**2013****For calendar year 2013, or tax year beginning , 2013, and ending**

|                                                                                                                                  |                                                                                                                                                                                                      |                                                                                                                                   |
|----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>Lowe Foundation</b>                                                                                     |                                                                                                                                                                                                      | <b>A</b> Employer identification number<br><b>76-0262645</b>                                                                      |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>4400 Post Oak Parkway</b>                | Room/suite<br><b>2550</b>                                                                                                                                                                            | <b>B</b> Telephone number (see the instructions)<br><b>(713) 622-5420</b>                                                         |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>Houston TX 77027</b>                              |                                                                                                                                                                                                      | <b>C</b> If exemption application is pending, check here. <input type="checkbox"/>                                                |
| <b>G</b> Check all that apply.                                                                                                   |                                                                                                                                                                                                      | <b>D</b> 1 Foreign organizations, check here . . . . . <input type="checkbox"/>                                                   |
| <input type="checkbox"/> Initial return                                                                                          | <input type="checkbox"/> Initial Return of a former public charity                                                                                                                                   | 2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . <input type="checkbox"/>                |
| <input type="checkbox"/> Final return                                                                                            | <input type="checkbox"/> Amended return                                                                                                                                                              | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . <input type="checkbox"/>    |
| <input type="checkbox"/> Address change                                                                                          | <input type="checkbox"/> Name change                                                                                                                                                                 | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . <input type="checkbox"/> |
| <b>H</b> 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 |                                                                                                                                                                                                      |                                                                                                                                   |
| <b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16)<br>\$ <b>55,649,105.</b>             | <b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis) |                                                                                                                                   |

| <b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).) |                                                                                         | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>REVENUE</b>                                                                                                                                                             | 1 Contributions, gifts, grants, etc. received (att sch) . . . . .                       | 1,315,167.                         |                           |                         |                                                             |
|                                                                                                                                                                            | 2 Check <input type="checkbox"/> if the foundation is not required to attach Schedule B |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 3 Interest on savings and temporary cash investments . . . . .                          | 197,523.                           |                           |                         |                                                             |
|                                                                                                                                                                            | 4 Dividends and interest from securities . . . . .                                      | 592,326.                           |                           |                         |                                                             |
|                                                                                                                                                                            | 5a Gross rents . . . . .                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | b Net rental income or (loss) . . . . .                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 6a Net gain/(loss) from sale of assets not on line 10                                   | 267,708.                           | L-6a Stmt                 |                         |                                                             |
|                                                                                                                                                                            | b Gross sales price for all assets on line 6a . . . . .                                 | 2,935,265.                         |                           |                         |                                                             |
|                                                                                                                                                                            | 7 Capital gain net income (from Part IV, line 2) . . . . .                              |                                    | 267,708.                  |                         |                                                             |
|                                                                                                                                                                            | 8 Net short-term capital gain . . . . .                                                 |                                    |                           | 267,708.                |                                                             |
|                                                                                                                                                                            | 9 Income modifications . . . . .                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 10a Gross sales less returns and allowances . . . . .                                   |                                    |                           |                         |                                                             |
| b Less Cost of goods sold . . . . .                                                                                                                                        |                                                                                         |                                    |                           |                         |                                                             |
| c Gross profit/(loss) (att sch) . . . . .                                                                                                                                  |                                                                                         |                                    |                           |                         |                                                             |
| 11 Other income (attach schedule) . . . . .                                                                                                                                |                                                                                         |                                    |                           |                         |                                                             |
| 12 <b>Total.</b> Add lines 1 through 11. . . . .                                                                                                                           | 2,372,724.                                                                              | 267,708.                           | 267,708.                  |                         |                                                             |
| <b>ADMINISTRATIVE AND OPERATING EXPENSES</b>                                                                                                                               | 13 Compensation of officers, directors, trustees, etc . . . . .                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 14 Other employee salaries and wages . . . . .                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 15 Pension plans, employee benefits . . . . .                                           |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 16a Legal fees (attach schedule) . . . . .                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | b Accounting fees (attach sch) . . . . .                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | c Other prof fees (attach sch) . . . . .                                                | 199,967.                           |                           |                         |                                                             |
|                                                                                                                                                                            | 17 Interest . . . . .                                                                   | 4.                                 |                           |                         |                                                             |
|                                                                                                                                                                            | 18 Taxes (attach schedule) (see instrs) Excise Tax . . . . .                            | 5,354.                             | 0.                        |                         |                                                             |
|                                                                                                                                                                            | 19 Depreciation (attach sch) and depletion . . . . .                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 20 Occupancy . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 21 Travel, conferences, and meetings . . . . .                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                            | 22 Printing and publications . . . . .                                                  |                                    |                           |                         |                                                             |
| 23 Other expenses (attach schedule)                                                                                                                                        | Misc 3,746.                                                                             |                                    |                           |                         |                                                             |
| 24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .                                                                                   | 209,071.                                                                                | 0.                                 |                           |                         |                                                             |
| 25 Contributions, gifts, grants paid . . . . .                                                                                                                             | 2,214,000.                                                                              |                                    |                           | 2,214,000.              |                                                             |
| 26 <b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .                                                                                                  | 2,423,071.                                                                              | 0.                                 |                           | 2,214,000.              |                                                             |
| 27 Subtract line 26 from line 12:                                                                                                                                          |                                                                                         |                                    |                           |                         |                                                             |
| a <b>Excess of revenue over expenses and disbursements</b> . . . . .                                                                                                       | -50,347.                                                                                |                                    |                           |                         |                                                             |
| b <b>Net Investment Income</b> (if negative, enter -0-) . . . . .                                                                                                          |                                                                                         | 267,708.                           |                           |                         |                                                             |
| c <b>Adjusted net income</b> (if negative, enter -0-) . . . . .                                                                                                            |                                                                                         |                                    | 267,708.                  |                         |                                                             |



| <b>Part II Balance Sheets</b>                                              |                                                                                                                                     | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) |  | Beginning of year | End of year    |                       |
|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|--|-------------------|----------------|-----------------------|
|                                                                            |                                                                                                                                     |                                                                                                                      |  | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>A<br/>S<br/>S<br/>E<br/>T<br/>S</b>                                     | 1 Cash — non-interest-bearing . . . . .                                                                                             |                                                                                                                      |  |                   |                |                       |
|                                                                            | 2 Savings and temporary cash investments . . . . .                                                                                  |                                                                                                                      |  | 21,699,482.       | 15,441,332.    | 16,992,239.           |
|                                                                            | 3 Accounts receivable . . . . .                                                                                                     |                                                                                                                      |  |                   |                |                       |
|                                                                            | Less: allowance for doubtful accounts . . . . .                                                                                     |                                                                                                                      |  |                   |                |                       |
|                                                                            | 4 Pledges receivable . . . . .                                                                                                      |                                                                                                                      |  |                   |                |                       |
|                                                                            | Less: allowance for doubtful accounts . . . . .                                                                                     |                                                                                                                      |  |                   |                |                       |
|                                                                            | 5 Grants receivable . . . . .                                                                                                       |                                                                                                                      |  |                   |                |                       |
|                                                                            | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                                                                                                                      |  |                   |                |                       |
|                                                                            | 7 Other notes and loans receivable (attach sch) . . . . .                                                                           |                                                                                                                      |  |                   |                |                       |
|                                                                            | Less: allowance for doubtful accounts . . . . .                                                                                     |                                                                                                                      |  |                   |                |                       |
|                                                                            | 8 Inventories for sale or use . . . . .                                                                                             |                                                                                                                      |  |                   |                |                       |
|                                                                            | 9 Prepaid expenses and deferred charges . . . . .                                                                                   |                                                                                                                      |  | 1,461.            | 8,107.         | 8,107.                |
|                                                                            | 10 a Investments — U.S. and state government obligations (attach schedule) . . . . .                                                |                                                                                                                      |  |                   |                |                       |
|                                                                            | b Investments — corporate stock (attach schedule) . . . . .                                                                         |                                                                                                                      |  | 17,269,059.       | 23,470,217.    | 38,648,759.           |
|                                                                            | c Investments — corporate bonds (attach schedule) . . . . .                                                                         |                                                                                                                      |  |                   |                |                       |
|                                                                            | 11 Investments — land, buildings, and equipment: basis . . . . .                                                                    |                                                                                                                      |  |                   |                |                       |
| <b>L<br/>I<br/>A<br/>B<br/>I<br/>L<br/>I<br/>T<br/>I<br/>E<br/>S</b>       | Less: accumulated depreciation (attach schedule) . . . . .                                                                          |                                                                                                                      |  |                   |                |                       |
|                                                                            | 12 Investments — mortgage loans . . . . .                                                                                           |                                                                                                                      |  |                   |                |                       |
|                                                                            | 13 Investments — other (attach schedule) . . . . .                                                                                  |                                                                                                                      |  |                   |                |                       |
|                                                                            | 14 Land, buildings, and equipment: basis . . . . .                                                                                  |                                                                                                                      |  |                   |                |                       |
|                                                                            | Less: accumulated depreciation (attach schedule) . . . . .                                                                          |                                                                                                                      |  |                   |                |                       |
|                                                                            | 15 Other assets (describe . . . . .)                                                                                                |                                                                                                                      |  |                   |                |                       |
|                                                                            | 16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I). . . . .                           |                                                                                                                      |  | 38,970,002.       | 38,919,656.    | 55,649,105.           |
|                                                                            | 17 Accounts payable and accrued expenses . . . . .                                                                                  |                                                                                                                      |  |                   |                |                       |
|                                                                            | 18 Grants payable . . . . .                                                                                                         |                                                                                                                      |  |                   |                |                       |
|                                                                            | 19 Deferred revenue . . . . .                                                                                                       |                                                                                                                      |  |                   |                |                       |
| <b>N<br/>E<br/>T<br/>A<br/>S<br/>S<br/>E<br/>T<br/>S</b>                   | 20 Loans from officers, directors, trustees, & other disqualified persons . . . . .                                                 |                                                                                                                      |  |                   |                |                       |
|                                                                            | 21 Mortgages and other notes payable (attach schedule) . . . . .                                                                    |                                                                                                                      |  |                   |                |                       |
|                                                                            | 22 Other liabilities (describe . . . . .)                                                                                           |                                                                                                                      |  |                   |                |                       |
|                                                                            | 23 Total liabilities (add lines 17 through 22) . . . . .                                                                            |                                                                                                                      |  |                   |                |                       |
|                                                                            | Foundations that follow SFAS 117, check here . . . . .                                                                              |                                                                                                                      |  |                   |                |                       |
|                                                                            | 24 Unrestricted . . . . .                                                                                                           |                                                                                                                      |  |                   |                |                       |
|                                                                            | 25 Temporarily restricted . . . . .                                                                                                 |                                                                                                                      |  |                   |                |                       |
|                                                                            | 26 Permanently restricted . . . . .                                                                                                 |                                                                                                                      |  |                   |                |                       |
|                                                                            | Foundations that do not follow SFAS 117, check here . . . . .                                                                       | X                                                                                                                    |  |                   |                |                       |
|                                                                            | 27 Capital stock, trust principal, or current funds . . . . .                                                                       |                                                                                                                      |  | 32,811,005.       | 34,126,172.    |                       |
|                                                                            | 28 Paid-in or capital surplus, or land, building, and equipment fund . . . . .                                                      |                                                                                                                      |  |                   |                |                       |
| <b>F<br/>U<br/>N<br/>D<br/>B<br/>A<br/>L<br/>A<br/>N<br/>C<br/>E<br/>S</b> | 29 Retained earnings, accumulated income, endowment, or other funds . . . . .                                                       |                                                                                                                      |  | 6,158,997.        | 4,793,484.     |                       |
|                                                                            | 30 Total net assets or fund balances (see instructions) . . . . .                                                                   |                                                                                                                      |  | 38,970,002.       | 38,919,656.    |                       |
|                                                                            | 31 Total liabilities and net assets/fund balances (see instructions) . . . . .                                                      |                                                                                                                      |  | 38,970,002.       | 38,919,656.    |                       |
|                                                                            |                                                                                                                                     |                                                                                                                      |  |                   |                |                       |

**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 | 38,970,002. |
| 2 Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | -50,347.    |
| 3 Other increases not included in line 2 (itemize) . . . . . <u>Rounding</u>                                                                                           | 3 | 1.          |
| 4 Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 38,919,656. |
| 5 Decreases not included in line 2 (itemize) . . . . .                                                                                                                 | 5 |             |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 . . . . .                                                      | 6 | 38,919,656. |

**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 shares MLC Company) |  | (b) How acquired<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------|-----------------------------------------|-------------------------------------|
| 1 a Schedule 3                                                                                                                           |  | P                                                | Various                                 | Various                             |
| b                                                                                                                                        |  |                                                  |                                         |                                     |
| c                                                                                                                                        |  |                                                  |                                         |                                     |
| d                                                                                                                                        |  |                                                  |                                         |                                     |
| e                                                                                                                                        |  |                                                  |                                         |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 2,935,265.          |                                            | 2,667,557.                                      | 267,708.                                     |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                     | (i) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| (i) Fair Market Value<br>as of 12/31/69                                                     | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |                                                                                                       |
| a 0.                                                                                        | 0.                                   | 0.                                                  | 267,708.                                                                                              |
| b                                                                                           |                                      |                                                     |                                                                                                       |
| c                                                                                           |                                      |                                                     |                                                                                                       |
| d                                                                                           |                                      |                                                     |                                                                                                       |
| e                                                                                           |                                      |                                                     |                                                                                                       |

|                                                                                |                                                                                                                                                                                                          |  |   |          |
|--------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|---|----------|
| 2 Capital gain net income or (net capital loss).                               | <div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7<br/>           If (loss), enter -0- in Part I, line 7         </div>                                |  | 2 | 267,708. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | <div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br/>           in Part I, line 8         </div> |  | 3 | 267,708. |

**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<br>Calendar year (or tax year<br>beginning in)                                        | (b) Adjusted qualifying distributions | (c) Net value of<br>noncharitable-use assets | (d) Distribution ratio<br>(column (b) divided by column (c)) |
| 2012                                                                                                        | 2,182,189.                            | 44,686,748.                                  | 0.048833                                                     |
| 2011                                                                                                        | 2,148,230.                            | 43,802,823.                                  | 0.049043                                                     |
| 2010                                                                                                        | 1,867,500.                            | 43,220,209.                                  | 0.043209                                                     |
| 2009                                                                                                        | 1,842,000.                            | 37,390,869.                                  | 0.049263                                                     |
| 2008                                                                                                        | 1,932,633.                            | 38,977,906.                                  | 0.049583                                                     |

|                                                                                                                                                                                             |   |             |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-------------|
| 2 Total of line 1, column (d) . . . . .                                                                                                                                                     | 2 | 0.239931    |
| 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years . . . . . | 3 | 0.047986    |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .                                                                                                     | 4 | 49,119,572. |
| 5 Multiply line 4 by line 3 . . . . .                                                                                                                                                       | 5 | 2,357,052.  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .                                                                                                                      | 6 | 2,677.      |
| 7 Add lines 5 and 6. . . . .                                                                                                                                                                | 7 | 2,359,729.  |
| 8 Enter qualifying distributions from Part XII, line 4 . . . . .                                                                                                                            | 8 | 2,214,000.  |

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)**

|                                                                                                                                                                                                                                    |     |         |        |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs) |     |         |        |
| 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       | 5,354. |
| c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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       | 5,354. |
| 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       | 5,354. |
| 6 Credits/Payments.                                                                                                                                                                                                                |     |         |        |
| a 2013 estimated tax pmts and 2012 overpayment credited to 2013                                                                                                                                                                    | 6 a | 13,461. |        |
| b Exempt foreign organizations — tax withheld at source                                                                                                                                                                            | 6 b |         |        |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                              | 6 c |         |        |
| d Backup withholding erroneously withheld                                                                                                                                                                                          | 6 d |         |        |
| 7 Total credits and payments. Add lines 6a through 6d                                                                                                                                                                              | 7   | 13,461. |        |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                                | 8   |         |        |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                    | 9   |         |        |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                       | 10  | 8,107.  |        |
| 11 Enter the amount of line 10 to be Credited to 2014 estimated tax 8,107. Refunded                                                                                                                                                | 11  |         |        |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                      | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?                                                                                                                                                             | 1 a | X  |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?                                                                                                                                                                                         | 1 b | X  |
| 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                                                                                                                                         |     |    |
| c Did the foundation file Form 1120-POL for this year?                                                                                                                                                                                                                                                                               | 1 c | X  |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation (2) On foundation managers                                                                                                                                                                              |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers                                                                                                                                                                                               |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>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  |
| 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                      | 4 a | X  |
| b If 'Yes,' has it filed a tax return on Form 990-T for this year?                                                                                                                                                                                                                                                                   | 4 b |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>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:<br>• By language in the governing instrument, or<br>• 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, column (c), and Part XIV                                                                                                                                                                                               | 7   | X  |
| 8 a Enter the states to which the foundation reports or with which it is registered (see instructions)<br>TX - Texas                                                                                                                                                                                                                 |     |    |
| 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                                                                                                                        | 8 b | 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)**

|                                                                                                                                           |                                                                                                                                                                                                     |    |   |   |
|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---|---|
| 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 . . . . . <u>www.thelowefoundation.org</u>                                                                                |                                                                                                                                                                                                     |    |   |   |
| 14                                                                                                                                        | The books are in care of <u>Lowe Foundation</u> Telephone no. <u>(713) 622-5420</u>                                                                                                                 |    |   |   |
| Located at <u>4400 Post Oak Parkway #2550 Houston, TX</u> ZIP + 4 <u>77027</u>                                                            |                                                                                                                                                                                                     |    |   |   |
| 15                                                                                                                                        | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . <input type="checkbox"/>                                                              |    |   |   |
| and enter the amount of tax-exempt interest received or accrued during the year . . . . . <u>15</u>                                       |                                                                                                                                                                                                     |    |   |   |
| 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 <u></u> |                                                                                                                                                                                                     |    |   |   |

**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 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| <b>1 a</b> 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>b</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)? . . . . .                                                                                                                                                                                                                                                                            | 1 b |    |
| Organizations relying on a current notice regarding disaster assistance check here . . . . . <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                              |     |    |
| <b>c</b> 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? . . . . .                                                                                                                                                                                                                                                                                                         | 1 c | X  |
| <b>2</b> 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))                                                                                                                                                                                                                                                                                                                             |     |    |
| <b>a</b> 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                           |     |    |
| If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .                                                                                                                                                                                                                                                                                                                                                                                                                                           |     |    |
| <b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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) . . . . .                                                                                                                                                                                 | 2 b |    |
| <b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .                                                                                                                                                                                                                                                                                                                                           |     |    |
| <b>3 a</b> 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>b</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.) . . . . . | 3 b |    |
| <b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .                                                                                                                                                                                                                                                                                                                                                                               | 4 a | X  |
| <b>b</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? . . . . .                                                                                                                                                                                                                                                               | 4 b | X  |

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

5 a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6 a 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?

6 b

If 'Yes' to 6b, file Form 8870.

7 a 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?

7 b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| Schedule 4           |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

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

Total number of other employees paid over \$50,000

None

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

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

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

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

|        | Expenses |
|--------|----------|
| 1 None |          |
|        | 0.       |
| 2      |          |
|        |          |
| 3      |          |
|        |          |
| 4      |          |
|        |          |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|-------------------------------------------------------------------------------------------------------------------|--------|
| 1 None                                                                                                            |        |
|                                                                                                                   | 0.     |
| 2                                                                                                                 |        |
|                                                                                                                   |        |
| All other program-related investments. See instructions                                                           |        |
| 3 None                                                                                                            |        |
|                                                                                                                   | 0.     |
| Total. Add lines 1 through 3                                                                                      | None   |

BAA

Form 990-PF (2013)

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

|          |                                                                                                                        |            |             |
|----------|------------------------------------------------------------------------------------------------------------------------|------------|-------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes             |            |             |
| <b>a</b> | Average monthly fair market value of securities . . . . .                                                              | <b>1 a</b> | 44,866,587. |
| <b>b</b> | Average of monthly cash balances . . . . .                                                                             | <b>1 b</b> | 5,000,999.  |
| <b>c</b> | Fair market value of all other assets (see instructions) . . . . .                                                     | <b>1 c</b> |             |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .                                                                        | <b>1 d</b> | 49,867,586. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c<br>(attach detailed explanation) . . . . . | <b>1 e</b> |             |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .                                                         | <b>2</b>   |             |
| <b>3</b> | Subtract line 2 from line 1d . . . . .                                                                                 | <b>3</b>   | 49,867,586. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1-1/2% of line 3<br>(for greater amount, see instructions) . . . . . | <b>4</b>   | 748,014.    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .  | <b>5</b>   | 49,119,572. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .                                                         | <b>6</b>   | 2,455,979.  |

**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.)

|            |                                                                                                                    |            |            |
|------------|--------------------------------------------------------------------------------------------------------------------|------------|------------|
| <b>1</b>   | Minimum investment return from Part X, line 6 . . . . .                                                            | <b>1</b>   | 2,455,979. |
| <b>2 a</b> | Tax on investment income for 2013 from Part VI, line 5 . . . . .                                                   | <b>2 a</b> | 5,354.     |
| <b>2 b</b> | Income tax for 2013 (This does not include the tax from Part VI) . . . . .                                         | <b>2 b</b> |            |
| <b>2 c</b> | Add lines 2a and 2b . . . . .                                                                                      | <b>2 c</b> | 5,354.     |
| <b>3</b>   | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                    | <b>3</b>   | 2,450,625. |
| <b>4</b>   | Recoveries of amounts treated as qualifying distributions . . . . .                                                | <b>4</b>   |            |
| <b>5</b>   | Add lines 3 and 4 . . . . .                                                                                        | <b>5</b>   | 2,450,625. |
| <b>6</b>   | Deduction from distributable amount (see instructions) . . . . .                                                   | <b>6</b>   |            |
| <b>7</b>   | <b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b>   | 2,450,625. |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                                   |            |            |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                                         |            |            |
| <b>a</b> | Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26 . . . . .                                                                           | <b>1 a</b> | 2,214,000. |
| <b>b</b> | Program-related investments — total from Part IX-B . . . . .                                                                                                      | <b>1 b</b> | 0.         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .                                               | <b>2</b>   |            |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                               |            |            |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .                                                                                                          | <b>3 a</b> |            |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .                                                                                                   | <b>3 b</b> |            |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .                                       | <b>4</b>   | 2,214,000. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.<br>Enter 1% of Part I, line 27b (see instructions) . . . . . | <b>5</b>   | 0.         |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .                                                                                   | <b>6</b>   | 2,214,000. |

**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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 2,450,625.  |
| <b>2</b> Undistributed income, if any, as of the end of 2013                                                                                                                                |               |                            |             |             |
| <b>a</b> Enter amount for 2012 only . . . . .                                                                                                                                               |               |                            | 2,208,708.  |             |
| <b>b</b> Total for prior years 20 __, 20 __, 20 __                                                                                                                                          |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2013                                                                                                                                    |               |                            |             |             |
| <b>a</b> From 2008 . . . . . 0.                                                                                                                                                             |               |                            |             |             |
| <b>b</b> From 2009 . . . . . 0.                                                                                                                                                             |               |                            |             |             |
| <b>c</b> From 2010 . . . . . 0.                                                                                                                                                             |               |                            |             |             |
| <b>d</b> From 2011 . . . . . 0.                                                                                                                                                             |               |                            |             |             |
| <b>e</b> From 2012 . . . . . 0.                                                                                                                                                             |               |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .                                                                                                                                              | 0.            |                            |             |             |
| <b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 2,214,000.                                                                                                           |               |                            |             |             |
| <b>a</b> Applied to 2012, but not more than line 2a . . . . .                                                                                                                               |               |                            | 2,208,708.  |             |
| <b>b</b> Applied to undistributed income of prior years (Election required — see instructions) . . . . .                                                                                    |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required — see instructions) . . . . .                                                                                            |               |                            |             |             |
| <b>d</b> Applied to 2013 distributable amount . . . . .                                                                                                                                     |               |                            |             |             |
| <b>e</b> Remaining amount distributed out of corpus . . . . .                                                                                                                               | 5,292.        |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2013 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                     | 5,292.        |                            |             | 5,292.      |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .                                                                                                                          | 0.            |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .                                                                                                         |               | 0.                         |             |             |
| <b>c</b> 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 . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount — see instructions . . . . .                                                                                                          |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions . . . . .                                                                            |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .                                                               |               |                            |             | 2,445,333.  |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              | 0.            |                            |             |             |
| <b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | 0.            |                            |             |             |
| <b>10</b> Analysis of line 9:                                                                                                                                                               |               |                            |             |             |
| <b>a</b> Excess from 2009 . . . . . 0.                                                                                                                                                      |               |                            |             |             |
| <b>b</b> Excess from 2010 . . . . . 0.                                                                                                                                                      |               |                            |             |             |
| <b>c</b> Excess from 2011 . . . . . 0.                                                                                                                                                      |               |                            |             |             |
| <b>d</b> Excess from 2012 . . . . . 0.                                                                                                                                                      |               |                            |             |             |
| <b>e</b> Excess from 2013 . . . . . 0.                                                                                                                                                      |               |                            |             |             |

|                 |                                                                                    |
|-----------------|------------------------------------------------------------------------------------|
| <b>Part XIV</b> | <b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9) |
|-----------------|------------------------------------------------------------------------------------|

N/A

- |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |          |               |          |          |                   |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------------|----------|----------|-------------------|--|
| <b>1</b> 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>b</b> Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                  |          |               |          |          | <b>4942(j)(5)</b> |  |
| <b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .<br><br><b>b</b> 85% of line 2a . . . . .<br><br><b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .<br><br><b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .<br><br><b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . . | Tax year | Prior 3 years |          |          | (e) Total         |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | (a) 2013 | (b) 2012      | (c) 2011 | (d) 2010 |                   |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |          |               |          |          |                   |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |          |               |          |          |                   |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |          |               |          |          |                   |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |          |               |          |          |                   |  |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon:                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |          |               |          |          |                   |  |
| <b>a</b> 'Assets' alternative test — enter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |          |               |          |          |                   |  |
| (1) Value of all assets . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |          |               |          |          |                   |  |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |          |               |          |          |                   |  |
| <b>b</b> 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .                                                                                                                                                                                                                                                                                                                                                                                                         |          |               |          |          |                   |  |
| <b>c</b> '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) )

Mary Ralph Lowe

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

None

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

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

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

**See Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs**

- 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<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to any<br>foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount     |
|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|------------|
| <i>a Paid during the year</i>                    |                                                                                                                    |                                      |                                     |            |
| Schedule 5                                       | None                                                                                                               | Public                               |                                     | 2,214,000. |
| <b>Total</b> . . . . .                           |                                                                                                                    |                                      | <b>3a</b>                           | 2,214,000. |
| <i>b Approved for future payment</i>             |                                                                                                                    |                                      |                                     |            |
| Schedule 5                                       | None                                                                                                               | Public                               |                                     | 2,380,000. |
| <b>Total</b> . . . . .                           |                                                                                                                    |                                      | <b>3b</b>                           | 2,380,000. |

## 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)<br>Related or exempt<br>function income<br>(See instructions.) |
|-----------------------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|--------------------------------------------------------------------|
|                                                                       | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount |                                                                    |
| <b>1</b> Program service revenue                                      |                           |               |                                      |               |                                                                    |
| <b>a</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>b</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>c</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>d</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>e</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>f</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>g</b> Fees and contracts from government agencies . .              |                           |               |                                      |               |                                                                    |
| <b>2</b> Membership dues and assessments . . . . .                    |                           |               |                                      |               |                                                                    |
| <b>3</b> Interest on savings and temporary cash investments . . . .   |                           |               | 14                                   | 197,523.      |                                                                    |
| <b>4</b> Dividends and interest from securities . . . . .             |                           |               | 14                                   | 592,326.      |                                                                    |
| <b>5</b> Net rental income or (loss) from real estate                 |                           |               |                                      |               |                                                                    |
| <b>a</b> Debt-financed property . . . . .                             |                           |               |                                      |               |                                                                    |
| <b>b</b> Not debt-financed property . . . . .                         |                           |               |                                      |               |                                                                    |
| <b>6</b> Net rental income or (loss) from personal property . . . .   |                           |               |                                      |               |                                                                    |
| <b>7</b> Other investment income . . . . .                            |                           |               |                                      |               |                                                                    |
| <b>8</b> Gain or (loss) from sales of assets other than inventory . . |                           |               | 18                                   | 267,708.      |                                                                    |
| <b>9</b> Net income or (loss) from special events . . . . .           |                           |               |                                      |               |                                                                    |
| <b>10</b> Gross profit or (loss) from sales of inventory . . .        |                           |               |                                      |               |                                                                    |
| <b>11</b> Other revenue.                                              |                           |               |                                      |               |                                                                    |
| <b>a</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>b</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>c</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>d</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>e</b> _____                                                        |                           |               |                                      |               |                                                                    |
| <b>12</b> Subtotal. Add columns (b), (d), and (e) . . . . .           |                           |               |                                      | 1,057,557.    |                                                                    |
| <b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .     |                           |               |                                      |               | 1,057,557.                                                         |

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF

▶ Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

Lowe Foundation

Employer identification number

76-0262645

**Organization type** (check one):**Filers of:**

Form 990 or 990-EZ

**Section:**

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc. purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc. purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year . . . . . ▶ \$

**Caution:** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

Lowe Foundation

76-0262645

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                                      | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                                                                                                         |
|---------------|----------------------------------------------------------------------------------------|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1             | Erma Lowe Charitable Unitrust<br>4400 Post Oak Parkway, Suite 2550<br>Houston TX 77027 | \$ 309,536                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| 2             | Mary Ralph Lowe<br>4400 Post Oak Parkway, Suite 2550<br>Houston TX 77027               | \$ 1,000,000                  | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
|               |                                                                                        |                               | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
|               |                                                                                        |                               | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
|               |                                                                                        |                               | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
|               |                                                                                        |                               | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
|               |                                                                                        |                               | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |

Form 990-PF, Page 10, Part XV, Line 2

**Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs**

Name . Clayton Maebius

Address 2630 Exposition Blvd, Suite G-14

City, St, Zip, Phone. Austin TX 78703 (512) 322-0041

E-mail

The form in which applications should be submitted and information and materials they should include:  
Description of organization and needs, 501c3 certification, audit report

Any submission deadlines:

Application deadline January 1

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

Texas org's benefiting the critical needs of at risk women &amp; children

Name .

Address

City, St, Zip, Phone .

E-mail

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

Any submission deadlines:

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

in the Dallas/Ft Worth area and Austin/San Antonio area.

LOWE FOUNDATION  
76-0262645  
FORM 990 PF  
12/31/2013  
SCHEDULE 1

SCHEDULE OF CONTRIBUTIONS RECEIVED

|                                                                                            |      | <u>DATE<br/>RECEIVED</u> | <u>AMOUNT</u>    |
|--------------------------------------------------------------------------------------------|------|--------------------------|------------------|
| Contributions of \$1000 or less                                                            | Cash | Various                  | 4,132            |
| SUBSTANTIAL CONTRIBUTORS:                                                                  |      |                          |                  |
| Erma Lowe Charitable Unitrust<br>4400 Post Oak Parkway, Suite 2550<br>Houston, Texas 77027 | Cash | 12/31/2013               | 309,536          |
| Mary Ralph Lowe<br>4400 Post Oak Parkway, Suite 2550<br>Houston, Texas 77027               | Cash | 12/11/2013               | 1,000,000        |
| August and Janyth Herrington<br>2654 Old Spicewood Road<br>Round Mountain, TX 78663        |      | 12/31/2013               | 1,500            |
| TOTAL - TO FORM 990 PF, PART I, LINE 1                                                     |      |                          | <u>1,315,167</u> |

LOWE FOUNDATION  
76-0262645  
12/31/2013  
SCHEDULE OF STOCKS  
SCHEDULE 2

| NAME                  | SHARES | COST BASIS |
|-----------------------|--------|------------|
| AbbVie Inc            | 11,000 | 354,676    |
| Abbott Laboratories   | 8,700  | 249,039    |
| Adobe Systems Inc     | 9,900  | 310,435    |
| Akamai Technologies   | 7,750  | 362,166    |
| Amazon.Com Inc        | 1,200  | 293,341    |
| Amgen Inc             | 4,000  | 292,084    |
| Apple Inc             | 1,000  | 270,851    |
| BOK Financial CP      | 6,000  | 341,164    |
| Ball Corporation      | 11,000 | 384,463    |
| Berkshire Hathaway B  | 3,500  | 308,509    |
| Cabot Oil & Gas Corp  | 18,000 | 32,153     |
| Celgene Corporation   | 4,650  | 281,765    |
| Coca Cola Co          | 13,600 | 398,398    |
| Colgate Palmolive     | 4,000  | 68,661     |
| Comerica Incorporated | 17,700 | 636,331    |
| ConocoPhillips        | 9,000  | 494,605    |
| Covidien PLC          | 6,000  | 289,676    |
| Cullen Frost Bankers  | 7,800  | 428,313    |
| Danaher Corporation   | 8,000  | 337,893    |
| Dentsply Intl Inc     | 11,650 | 409,296    |
| E I du Pont           | 9,000  | 389,907    |
| EMC Corp Mass         | 14,000 | 203,755    |
| EOG Resources Inc     | 4,500  | 499,316    |
| Emerson Electric Co   | 6,500  | 300,007    |
| Exxon Mobil Corp      | 6,000  | 352,455    |
| FMC Corp New          | 11,000 | 394,477    |
| Franklin Elect Co     | 16,840 | 378,931    |
| Glacier Bancorp Inc   | 31,700 | 476,783    |
| Google Inc            | 550    | 339,669    |
| Hancock Holding Co    | 14,400 | 465,747    |
| Home Depot Inc        | 5,000  | 341,321    |
| Honeywell Intl Inc    | 7,000  | 343,929    |
| IBM                   | 2,980  | 336,689    |
| Jarden Corp           | 10,650 | 224,314    |
| Johnson & Johnson     | 6,900  | 435,472    |

LOWE FOUNDATION  
76-0262645  
12/31/2013  
SCHEDULE OF STOCKS  
SCHEDULE 2

| NAME                                    | SHARES | COST BASIS        |
|-----------------------------------------|--------|-------------------|
| Kimberly Clark Corp                     | 6,000  | 318,974           |
| Kirby Corp                              | 10,000 | 279,921           |
| Liberty Media Corp                      | 3,700  | 420,355           |
| Martin Marietta Matrls                  | 5,000  | 454,632           |
| Merck & Co Inc                          | 7,100  | 312,106           |
| Microsoft Corp                          | 7,800  | 249,295           |
| Monsanto Company                        | 4,500  | 348,497           |
| National Instruments                    | 9,500  | 243,333           |
| Nuance Communications                   | 12,750 | 254,783           |
| Pall Corporation                        | 10,000 | 586,818           |
| Pepsico Inc                             | 6,500  | 313,022           |
| Perkinelmer Inc                         | 16,300 | 412,768           |
| Petsmart Inc                            | 6,000  | 150,201           |
| Pfizer Inc                              | 21,800 | 440,631           |
| Procter & Gamble                        | 7,200  | 420,072           |
| Prudential Financial                    | 6,500  | 466,748           |
| Range Resources Corp                    | 5,000  | 196,679           |
| Reliance Steel & Alum                   | 4,800  | 60,264            |
| Rockwell Collins Inc                    | 7,000  | 413,047           |
| Roper Industries Inc                    | 4,500  | 324,294           |
| Thermo Fisher Scientific                | 6,000  | 220,412           |
| Tiffany & Co                            | 4,000  | 133,297           |
| Time Warner Cable                       | 3,380  | 384,315           |
| Time Warner Inc                         | 7,000  | 238,830           |
| Tortoise Energy                         | 40,000 | 550,820           |
| Tractor Supply Co                       | 9,000  | 73,735            |
| Trimble Navigation Ltd                  | 19,000 | 385,427           |
| US Bancorp                              | 17,900 | 513,780           |
| Union Pacific Corp                      | 3,500  | 314,046           |
| VF Corporation                          | 12,000 | 363,562           |
| Valmot Industries Inc                   | 2,470  | 344,326           |
| Walgreen Co                             | 10,500 | 341,493           |
| Waste Connections                       | 12,000 | 372,271           |
| Wells Fargo & Co                        | 12,400 | 540,871           |
| TOTAL TO FORM 990-PF, PART II, LINE 10b |        | <u>23,470,217</u> |

LOWE FOUNDATION  
76-1262645  
12/31/2013  
SCHEDULE OF REALIZED GAINS AND LOSSES  
SCHEDULE 3

| Purchase<br>Date         | Sale<br>Date | Quantity | Security                                             | Cost<br>Basis | Proceeds  | Gain or Loss |           |
|--------------------------|--------------|----------|------------------------------------------------------|---------------|-----------|--------------|-----------|
|                          |              |          |                                                      |               |           | Short Term   | Long Term |
| 1/30/2009                | 1/2/2013     | 2,400    | Newmont Mining Corp                                  | 96,354        | 113,216   |              | 16,862    |
| 11/23/2009               | 1/2/2013     | 600      | Newmont Mining Corp                                  | 32,642        | 28,304    |              | (4,338)   |
| 12/14/2004               | 1/24/2013    | 2,500    | Petsmart Inc                                         | 88,260        | 159,394   |              | 71,134    |
| 4/14/2005                | 1/24/2013    | 500      | Petsmart Inc                                         | 13,728        | 31,879    |              | 18,151    |
| 4/26/2010                | 4/26/2013    | 450,000  | Telefonica Emisiones Sau Sr<br>Uns 2.582 Due 4-26-13 | 450,000       | 450,000   |              | 0         |
| 2/16/2010                | 7/3/2013     | 272      | Mallinckrodt PLC                                     | 9,518         | 11,601    |              | 2,083     |
| 12/15/2010               | 7/3/2013     | 53       | Mallinckrodt PLC                                     | 1,690         | 2,267     |              | 577       |
| 2/1/2011                 | 7/3/2013     | 194      | Mallinckrodt PLC                                     | 6,697         | 8,267     |              | 1,570     |
| 11/7/2011                | 7/3/2013     | 44       | Mallinckrodt PLC                                     | 1,412         | 1,867     |              | 455       |
| 6/13/2013                | 7/3/2013     | 187      | Mallinckrodt PLC                                     | 8,435         | 8,001     | (435)        |           |
| 7/27/2012                | 7/5/2013     | 7,860    | AT&T Inc New                                         | 291,644       | 280,117   | (11,527)     |           |
| 1/3/2012                 | 7/5/2013     | 2,560    | Allergan Inc                                         | 226,664       | 217,237   |              | (9,427)   |
| 10/3/2012                | 7/5/2013     | 5,400    | Eli Lilly & Co                                       | 259,917       | 271,384   | 11,468       |           |
| 7/20/2010                | 7/15/2013    | 400,000  | Agilent Technologies Inc Sr<br>Uns 2 5% Due 7-15-13  | 401,657       | 400,000   |              | (1,657)   |
| 5/15/2000                | 8/9/2013     | 3,000    | Cabot Oil & Gas Corp                                 | 10,718        | 227,889   |              | 217,172   |
| 12/13/2012               | 10/1/2013    | 200,000  | Ford Motor Cred Sr Uns<br>Global 7% Due 10-1-13      | 209,354       | 200,000   | (9,354)      |           |
| 10/26/2010               | 10/1/2013    | 270,000  | Airgas Inc Sr Uns Global 2.85%<br>Due 10-1-13        | 276,259       | 270,000   | (6,259)      |           |
| 7/16/2013                | 12/18/2013   | 4,300    | Lululemon Athletica Inc                              | 282,610       | 253,842   | (28,768)     |           |
| TOTAL GAINS / LOSSES     |              |          |                                                      | 2,667,557     | 2,935,265 | (44,875)     | 312,583   |
| TOTAL REALIZED GAIN/LOSS |              |          |                                                      |               |           |              | 267,708   |

LOWE FOUNDATION  
76-0262645  
FORM 990 PF  
12/31/2013  
SCHEDULE 4

PART VIII, LINE 1 INFORMATION ABOUT OFFICERS & TRUSTEES

| NAMES AND ADDRESSES OF<br>TRUSTEES AND OFFICERS                           | TITLE AND<br>HRS WORKED            | CONTRIBUTIONS<br>TO BENEFIT PLANS | EXPENSE A/C<br>ALLOWANCES | COMPENSATION<br>PAID |
|---------------------------------------------------------------------------|------------------------------------|-----------------------------------|---------------------------|----------------------|
| MARY RALPH LOWE<br>4400 POST OAK PARKWAY, STE 2550<br>HOUSTON, TX 77027   | PRESIDENT/<br>TRUSTEE<br>PART-TIME | 0                                 | 0                         | 0                    |
| DIANA STRAUSS<br>4400 POST OAK PARKWAY, STE 2550<br>HOUSTON, TX 77027     | VICE-PRES/<br>TRUSTEE<br>PART-TIME | 0                                 | 0                         | 0                    |
| GEOFFREY PERRIN<br>4400 POST OAK PARKWAY, STE 2550<br>HOUSTON, TX 77027   | TREASURER<br>PART-TIME             | 0                                 | 0                         | 0                    |
| PATRICIA MORRISON<br>4400 POST OAK PARKWAY, STE 2550<br>HOUSTON, TX 77027 | TRUSTEE<br>PART-TIME               | 0                                 | 0                         | 0                    |
| CLAYTON YOST<br>4400 POST OAK PARKWAY, STE 2550<br>HOUSTON, TX 77027      | SECRETARY<br>TRUSTEE<br>PART-TIME  | 0                                 | 0                         | 0                    |
| SAMANTHA PACE<br>4400 POST OAK PARKWAY, STE 2550<br>HOUSTON, TX 77027     | TRUSTEE<br>PART-TIME               | 0                                 | 0                         | 0                    |

LOWE FOUNDATION  
ID No. 76-0262645  
12/31/2013

SCHEDULE OF APPROPRIATIONS AND PAYMENTS

SCHEDULE 5

**Schedule of Appropriations and Payments**  
12/31/2013 **Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                          | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|---------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>All Church Home for Children</b><br>1424 Summit Avenue<br>Fort Worth, TX 76102<br><i>Wichita Street Campus Project</i><br>\$45,000.00<br>2012  |            | \$30,000.00               | \$0.00                  | \$0.00          | \$15,000.00         | \$15,000.00            |
| <b>All Saints' Episcopal Church</b><br>5001 Crestline Road<br>Fort Worth, Texas 76107<br><i>Support the Youth Ministry</i><br>\$60,000.00<br>2012 |            | \$30,000.00               | \$0.00                  | \$0.00          | \$30,000.00         | \$0.00                 |
| <b>Amon Carter Museum</b><br>3501 Camp Bowie Blvd.<br>Fort Worth, TX 76107<br><i>Excellence in Education Campaign</i><br>\$60,000.00<br>2012      |            | \$40,000.00               | \$0.00                  | \$0.00          | \$20,000.00         | \$20,000.00            |
| <b>Any Baby Can</b><br>1121 East 7th Street<br>Austin, TX 78702<br><i>Healthy &amp; Fair Start Program</i><br>\$10,000.00<br>2012                 |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| <b>Attitudes &amp; Attire</b><br>2050 N. Stemmons Freeway, Suite 181<br>Dallas, TX 75207<br><i>General Operating Funds</i><br>\$15,000.00<br>2013 |            | \$0.00                    | \$15,000.00             | \$0.00          | \$15,000.00         | \$0.00                 |

LOWE FOUNDATION  
ID No. 76-0262645  
12/31/2013

SCHEDULE OF APPROPRIATIONS AND PAYMENTS

SCHEDULE 5

**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                                  | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Austin Children's Museum</b><br>201 Colorado Street<br>Austin, TX 78701<br><i>Capital Campaign</i><br>\$500,000.00<br>2012                             |            | \$400,000.00              | \$0.00                  | \$0.00          | \$100,000.00        | \$300,000.00           |
| <b>Austin Children's Shelter</b><br>4800 Manor Road<br>Austin, TX 78723<br><i>General Operations</i><br>\$90,000.00<br>2012                               |            | \$60,000.00               | \$0.00                  | \$0.00          | \$30,000.00         | \$30,000.00            |
| <b>Austin YMBL Sunshine Camps</b><br>P.O. Box 684980<br>Austin, Texas 78768<br><i>Capital Campaign</i><br>\$50,000.00<br>2011                             |            | \$50,000.00               | \$0.00                  | \$0.00          | \$0.00              | \$50,000.00            |
| <b>AVANCE - Austin</b><br>4818 E. Ben White Blvd., Suite 205<br>Austin, TX 78741<br><i>Del Valle Parent-Child Education Project</i><br>\$5,000.00<br>2013 |            | \$0.00                    | \$5,000.00              | \$0.00          | \$5,000.00          | \$0.00                 |
| <b>Baylor All Saints Medical Center</b><br>1400 Eighth Avenue<br>Fort Worth, TX 76104<br><i>Project NICU</i><br>\$8,000.00<br>2013                        |            | \$0.00                    | \$8,000.00              | \$0.00          | \$8,000.00          | \$0.00                 |

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**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                                                                     | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Big Brothers Big Sisters of Central Texas</b><br>1400 Tillery Street<br>Austin, TX 78721<br><i>Capital Campaign</i><br>\$40,000.00<br>2013                                                |            | \$0.00                    | \$40,000.00             | \$0.00          | \$20,000.00         | \$20,000.00            |
| <b>BookSpring</b><br>PO Box 143147<br>Austin, TX 78714<br><i>Multi-year grant for General operations</i><br>\$15,000.00<br>2012                                                              |            | \$10,000.00               | \$0.00                  | \$0.00          | \$5,000.00          | \$5,000.00             |
| <b>Bo's Place</b><br>10050 Buffalo Speedway<br>Houston, TX 77054<br><i>General Operating Expenses</i><br>\$15,000.00<br>2011                                                                 |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| <b>Boys &amp; Girls Clubs of Greater Fort Worth</b><br>3218 E. Belknap Street<br>Fort Worth, TX 76111<br><i>Character Development Program</i><br>\$30,000.00<br>2011                         |            | \$10,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$0.00                 |
| <b>Boys &amp; Girls Clubs of the Austin Area</b><br>5407 North Interstate 35, Suite 400<br>Austin, TX 78723<br><i>Character &amp; Leadership Development Programs</i><br>\$20,000.00<br>2013 |            | \$0.00                    | \$20,000.00             | \$0.00          | \$10,000.00         | \$10,000.00            |

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| Recipient and/or Purpose                                                                 | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Boys &amp; Girls Clubs of The Texas Hill Country</b>                                  |            |                           |                         |                 |                     |                        |
| 501 West Main Street, Suite 101<br>Fredericksburg, TX 78624<br><i>General Operations</i> |            | \$0.00                    | \$60,000.00             | \$0 00          | \$20,000.00         | \$40,000 00            |
| \$60,000.00<br>2013                                                                      |            |                           |                         |                 |                     |                        |
| <b>Cancer Care Services</b>                                                              |            |                           |                         |                 |                     |                        |
| 623 South Henderson<br>Fort Worth, TX 76104<br><i>General Operating</i>                  |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| \$15,000.00<br>2011                                                                      |            |                           |                         |                 |                     |                        |
| <b>Capital Idea</b>                                                                      |            |                           |                         |                 |                     |                        |
| P.O. Box 1784<br>Austin, TX 78767<br><i>General Operations</i>                           |            | \$0.00                    | \$20,000 00             | \$0 00          | \$10,000.00         | \$10,000.00            |
| \$20,000.00<br>2013                                                                      |            |                           |                         |                 |                     |                        |
| <b>Casa Marianella</b>                                                                   |            |                           |                         |                 |                     |                        |
| 821 Gunter Street<br>Austin, Texas 78702<br><i>General operations</i>                    |            | \$0.00                    | \$20,000.00             | \$0.00          | \$10,000.00         | \$10,000.00            |
| \$20,000.00<br>2013                                                                      |            |                           |                         |                 |                     |                        |
| <b>CASA of Tarrant County</b>                                                            |            |                           |                         |                 |                     |                        |
| 101 Summit Avenue<br>Fort Worth, TX 76102<br><i>General Operations</i>                   |            | \$0.00                    | \$20,000.00             | \$0.00          | \$10,000.00         | \$10,000.00            |
| \$20,000.00<br>2013                                                                      |            |                           |                         |                 |                     |                        |

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| Recipient and/or Purpose                                                                                                                                        | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| CASA of Travis County, Inc.<br>7701 N. Lamar<br>Suite 301<br>Austin, TX 78752<br><i>Child Advocacy Specialist</i><br>\$48,000.00<br>2012                        |            | \$24,000.00               | \$0.00                  | \$0.00          | \$24,000.00         | \$0.00                 |
| Catholic Charities Diocese of Fort Worth,<br>Inc.<br>P.O. Box 15610<br>Fort Worth, TX 76119<br><i>General Operating Support</i><br>\$50,000.00<br>2012          |            | \$25,000.00               | \$0.00                  | \$0.00          | \$25,000.00         | \$0.00                 |
| Center for Child Protection<br>8509 F.M. 969 Bldg. 2<br>Austin, TX 78724<br><i>Upstream Legacy Project</i><br>\$60,000.00<br>2012                               |            | \$40,000.00               | \$0.00                  | \$0.00          | \$20,000.00         | \$20,000.00            |
| Children's Medical Center Foundation of<br>Central Texas<br>4900 Mueller Boulevard<br>Austin, TX 78723<br><i>New Bed Tower Campaign</i><br>\$350,000.00<br>2012 |            | \$200,000.00              | \$0.00                  | \$0.00          | \$120,000.00        | \$80,000.00            |
| City Kids Adventures<br>P.O. Box 830655<br>San Antonio, TX 78283<br><i>General operations</i><br>\$15,000.00<br>2011                                            |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |

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| Recipient and/or Purpose                                                                                                                                                         | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Communities In Schools of Greater Tarrant County</b><br>6707 Brentwood Stair Road, Suite 510<br>Fort Worth, TX 76112<br><i>General operating funds</i><br>\$20,000.00<br>2013 |            | \$0.00                    | \$20,000.00             | \$0.00          | \$10,000.00         | \$10,000.00            |
| <b>Community Enrichment Center</b><br>6250 N. E. Loop 820<br>Fort Worth, Texas 76180<br><i>Open Arms Program</i><br>\$10,000.00<br>2013                                          |            | \$0.00                    | \$10,000.00             | \$0.00          | \$5,000.00          | \$5,000.00             |
| <b>Compassion Ministries of Waco</b><br>1421 Austin<br>Waco, TX 76701<br><i>Hope House</i><br>\$45,000.00<br>2012                                                                |            | \$15,000.00               | \$0.00                  | \$0.00          | \$15,000.00         | \$0.00                 |
| <b>Con Mi Madre</b><br>School of Social Work at U.T.<br>1 University Station D3500<br>Austin, TX 78712<br><i>General Operations</i><br>\$10,000.00<br>2012                       |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| <b>Cook Children's Medical Center</b><br>801 7th Avenue<br>Fort Worth, TX 76104<br><i>Capital Campaign</i><br>\$500,000.00<br>2009                                               |            | \$30,000.00               | \$0.00                  | \$0.00          | \$30,000.00         | \$0.00                 |

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| Recipient and/or Purpose                                                                                                            | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|-------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Dallas Arboretum<br>8617 Garland Road<br>Dallas, TX 75218<br><i>Rory Meyers Children's Adventure Garden</i><br>\$120,000.00<br>2012 |            | \$40,000.00               | \$0.00                  | \$0.00          | \$40,000.00         | \$0.00                 |
| Dress for Success Austin<br>701 Tillery, #11, Suite A-5<br>Austin, TX 78702<br><i>General Operations</i><br>\$30,000.00<br>2012     |            | \$20,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$10,000.00            |
| El Buen Samaritano<br>7000 Woodhue Drive<br>Austin, Texas 78745<br><i>Child Learning Center</i><br>\$15,000.00<br>2013              |            | \$0.00                    | \$15,000.00             | \$0.00          | \$15,000.00         | \$0.00                 |
| Explore Austin<br>2121 E. Cesar Chavez St.<br>Austin, TX 78751<br><i>General Operations</i><br>\$20,000.00<br>2013                  |            | \$0.00                    | \$20,000.00             | \$0.00          | \$10,000.00         | \$10,000.00            |
| Family Place, The<br>P.O. Box 7999<br>Dallas, TX 75209<br><i>General Operations</i><br>\$20,000.00<br>2012                          |            | \$10,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$0.00                 |

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| Recipient and/or Purpose                                                                                                                               | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Family Violence Prevention Services, Inc.</b><br>7911 Broadway<br>San Antonio, TX 78209<br><i>Capital Campaign</i><br>\$250,000.00<br>2013          |            | \$250,000.00              | \$0.00                  | \$0.00          | \$50,000.00         | \$200,000.00           |
| <b>The First Tee of Fort Worth</b><br>P.O. Box 4767<br>Fort Worth, TX 76164<br><i>Ben Hogan Learning Center</i><br>\$15,000.00<br>2012                 |            | \$10,000.00               | \$0.00                  | \$0.00          | \$5,000.00          | \$5,000.00             |
| <b>Fort Worth Symphony Orchestra</b><br>330 East Fourth Street, Suite 200<br>Fort Worth, TX 76102<br><i>Adventures in Music</i><br>\$25,000.00<br>2010 |            | \$10,000.00               | \$0.00                  | \$0.00          | \$5,000.00          | \$5,000.00             |
| <b>Fort Worth Zoo</b><br>1989 Colonial Parkway<br>Fort Worth, TX 76110<br><i>Wild Connection Program</i><br>\$200,000.00<br>2012                       |            | \$160,000.00              | \$0.00                  | \$0.00          | \$40,000.00         | \$120,000.00           |
| <b>Foster Angels of Central Texas</b><br>P.O. Box 152575<br>Austin, TX 78715<br><i>General Operations</i><br>\$10,000.00<br>2012                       |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |

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|---------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>GENaustin</b>                            |            |                           |                         |                 |                     |                        |
| P.O. Box 3122                               |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| Austin, TX 78764                            |            |                           |                         |                 |                     |                        |
| <i>General Operations</i>                   |            |                           |                         |                 |                     |                        |
| \$15,000.00                                 |            |                           |                         |                 |                     |                        |
| 2011                                        |            |                           |                         |                 |                     |                        |
| <b>Genesis Women's Shelter</b>              |            |                           |                         |                 |                     |                        |
| 4411 Lemmon Avenue                          |            | \$0.00                    | \$25,000.00             | \$0.00          | \$25,000.00         | \$0.00                 |
| Suite 201                                   |            |                           |                         |                 |                     |                        |
| Dallas, TX 75219                            |            |                           |                         |                 |                     |                        |
| <i>General Operating Fund</i>               |            |                           |                         |                 |                     |                        |
| \$25,000.00                                 |            |                           |                         |                 |                     |                        |
| 2013                                        |            |                           |                         |                 |                     |                        |
| <b>Girls Incorporated of Tarrant County</b> |            |                           |                         |                 |                     |                        |
| 2100 N. Main Street, Suite 214              |            | \$0.00                    | \$10,000.00             | \$0.00          | \$5,000.00          | \$5,000.00             |
| Fort Worth, TX 76164                        |            |                           |                         |                 |                     |                        |
| <i>General Operations</i>                   |            |                           |                         |                 |                     |                        |
| \$10,000.00                                 |            |                           |                         |                 |                     |                        |
| 2013                                        |            |                           |                         |                 |                     |                        |
| <b>Helping Hand Home for Children</b>       |            |                           |                         |                 |                     |                        |
| 3804 Avenue B                               |            | \$0.00                    | \$10,000.00             | \$0.00          | \$10,000.00         | \$0.00                 |
| Austin, TX 78751                            |            |                           |                         |                 |                     |                        |
| <i>Residential Treatment Program</i>        |            |                           |                         |                 |                     |                        |
| \$10,000.00                                 |            |                           |                         |                 |                     |                        |
| 2013                                        |            |                           |                         |                 |                     |                        |
| <b>Hope Alliance</b>                        |            |                           |                         |                 |                     |                        |
| 1011 Gattis School Rd., #106                |            | \$0.00                    | \$30,000.00             | \$0.00          | \$15,000.00         | \$15,000.00            |
| Round Rock, Texas 78664                     |            |                           |                         |                 |                     |                        |
| <i>General Operations</i>                   |            |                           |                         |                 |                     |                        |
| \$30,000.00                                 |            |                           |                         |                 |                     |                        |
| 2013                                        |            |                           |                         |                 |                     |                        |

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|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Houston Area Women's Center</b><br>1010 Waugh Drive<br>Houston, TX 77019<br><i>Adult Services Program</i><br>\$30,000.00<br>2011                             |            | \$10,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$0.00                 |
| <b>Jack S. Blanton Museum of Art</b><br>1 University Station D1303<br>Austin, TX 78712<br><i>Art Central and School Tours</i><br>\$20,000.00<br>2012            |            | \$10,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$0.00                 |
| <b>Jeremiah Program</b><br>P.O. Box 50590<br>Austin, TX 78763<br><i>Capital Campaign</i><br>\$50,000.00<br>2013                                                 |            | \$0.00                    | \$50,000.00             | \$0.00          | \$0.00              | \$50,000.00            |
| <b>Kimbell Art Museum</b><br>3333 Camp Bowie Blvd.<br>Fort Worth, TX 76107<br><i>Piano Pavillion Expansion</i><br>\$50,000.00<br>2013                           |            | \$0.00                    | \$50,000.00             | \$0.00          | \$25,000.00         | \$25,000.00            |
| <b>KIPP Austin College Prep</b><br>8509 F.M. 969, Building 513<br>Austin, TX 78724<br><i>Expansion Plan to open new charter schools</i><br>\$250,000.00<br>2010 |            | \$50,000.00               | \$0.00                  | \$0.00          | \$50,000.00         | \$0.00                 |

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|-------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>KIPP Dallas-Fort Worth</b><br>3200 S. Lancaster Road, Suite 230-A<br>Dallas, TX 75216<br><i>Capacity Building Campaign</i><br>\$100,000.00<br>2013 |            | \$0.00                    | \$100,000.00            | \$0.00          | \$25,000.00         | \$75,000.00            |
| <b>Lena Pope Home</b><br>3131 Sanguinet Street<br>Fort Worth, TX 76107<br><i>Capital Campaign</i><br>\$100,000.00<br>2013                             |            | \$0.00                    | \$100,000.00            | \$0.00          | \$25,000.00         | \$75,000.00            |
| <b>Love Never Fails International</b><br>5617 Diamond Oaks Drive South<br>Fort Worth, TX 76117<br><i>Mentoring Program</i><br>\$12,000.00<br>2012     |            | \$6,000.00                | \$0.00                  | \$0.00          | \$6,000.00          | \$0.00                 |
| <b>Manos de Cristo</b><br>4911 Harmon Avenue<br>Austin, TX 78751<br><i>Dental Clinic</i><br>\$15,000.00<br>2011                                       |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| <b>Meals on Wheels</b><br>3227 East 5th Street<br>Austin, TX 78702<br><i>Meals for Kids</i><br>\$5,000.00<br>2013                                     |            | \$0.00                    | \$5,000.00              | \$0.00          | \$5,000.00          | \$0.00                 |

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|-------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Midland Rape Crisis Center</b>                     |            |                           |                         |                 |                     |                        |
| PO Box 10081                                          |            | \$0.00                    | \$1,000.00              | \$0.00          | \$1,000.00          | \$0.00                 |
| Midland, TX 79702                                     |            |                           |                         |                 |                     |                        |
| <i>General Operations</i>                             |            |                           |                         |                 |                     |                        |
| \$1,000.00                                            |            |                           |                         |                 |                     |                        |
| 2013                                                  |            |                           |                         |                 |                     |                        |
| <b>National Council on Family Violence</b>            |            |                           |                         |                 |                     |                        |
| PO Box 161810                                         |            | \$0.00                    | \$10,000.00             | \$0.00          | \$5,000.00          | \$5,000.00             |
| Austin, TX 78716                                      |            |                           |                         |                 |                     |                        |
| <i>General Operations</i>                             |            |                           |                         |                 |                     |                        |
| \$10,000.00                                           |            |                           |                         |                 |                     |                        |
| 2013                                                  |            |                           |                         |                 |                     |                        |
| <b>National Cowgirl Museum and Hall of Fame</b>       |            |                           |                         |                 |                     |                        |
| 1720 Gendy Street                                     |            | \$0.00                    | \$50,000.00             | \$0.00          | \$25,000.00         | \$25,000.00            |
| Fort Worth, TX 76107                                  |            |                           |                         |                 |                     |                        |
| <i>Endowment and "Renewal" of the Museum Campaign</i> |            |                           |                         |                 |                     |                        |
| \$50,000.00                                           |            |                           |                         |                 |                     |                        |
| 2013                                                  |            |                           |                         |                 |                     |                        |
| <b>North Texas Food Bank</b>                          |            |                           |                         |                 |                     |                        |
| 4500 S. Cockrell Hill Road                            |            | \$0.00                    | \$25,000.00             | \$0.00          | \$15,000.00         | \$10,000.00            |
| Dallas, TX 75236-2028                                 |            |                           |                         |                 |                     |                        |
| <i>Food 4 Kids "backpack" Program</i>                 |            |                           |                         |                 |                     |                        |
| \$25,000.00                                           |            |                           |                         |                 |                     |                        |
| 2013                                                  |            |                           |                         |                 |                     |                        |
| <b>Open Door Preschools</b>                           |            |                           |                         |                 |                     |                        |
| 3804 Cherrywood Road                                  |            | \$10,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$0.00                 |
| Austin, TX 78722                                      |            |                           |                         |                 |                     |                        |
| <i>Project Helping Hand</i>                           |            |                           |                         |                 |                     |                        |
| \$20,000.00                                           |            |                           |                         |                 |                     |                        |
| 2012                                                  |            |                           |                         |                 |                     |                        |

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|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Partners Together for Health</b><br>1223 S. Main Street<br>Fort Worth, TX 76104<br><i>JPS School-Based Mental Health Program</i><br>\$30,000.00<br>2011                          |            | \$10,000.00               | \$0.00                  | \$0.00          | \$10,000.00         | \$0.00                 |
| <b>Performing Arts Fort Worth</b><br>Maddox-Muse Administration Hall, 330<br>East 4th Street<br>Fort Worth, TX 76102<br><i>Children's Education Program</i><br>\$200,000.00<br>2009 |            | \$40,000.00               | \$0.00                  | \$0.00          | \$40,000.00         | \$0.00                 |
| <b>Planned Parenthood of North Texas, Inc.</b><br>7424 Greenville Avenue, Suite 206<br>Dallas, TX 75231<br><i>Capital Campaign</i><br>\$100,000.00<br>2010                          |            | \$25,000.00               | \$0.00                  | \$0.00          | \$25,000.00         | \$0.00                 |
| <b>Presbyterian Night Shelter</b><br>P.O. Box 2645<br>Fort Worth, TX 76113<br><i>General operations</i><br>\$15,000.00<br>2013                                                      |            | \$0.00                    | \$15,000.00             | \$0.00          | \$5,000.00          | \$10,000.00            |
| <b>Safe Haven of Tarrant County</b><br>8701 W. Bedford Eulless Road, Suite 600<br>Hurst, TX 76053<br><i>SafeShelter</i><br>\$60,000.00<br>2013                                      |            | \$0.00                    | \$60,000.00             | \$0.00          | \$20,000.00         | \$40,000.00            |

LOWE FOUNDATION  
ID No. 76-0262645  
12/31/2013

SCHEDULE OF APPROPRIATIONS AND PAYMENTS

SCHEDULE 5

**Fiscal Year 2013**

| Recipient and/or Purpose               | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|----------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Safe Place</b>                      |            |                           |                         |                 |                     |                        |
| PO Box 19454                           |            |                           |                         |                 |                     |                        |
| Austin, TX 78760                       |            |                           |                         |                 |                     |                        |
| <i>Counselling Services</i>            |            |                           |                         |                 |                     |                        |
| \$30,000.00                            |            |                           |                         |                 |                     |                        |
| 2013                                   |            |                           |                         |                 | \$15,000.00         | \$15,000.00            |
| <b>Safe Place of the Permian Basin</b> |            |                           |                         |                 |                     |                        |
| PO Box 11331                           |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| Midland, TX 79702                      |            |                           |                         |                 |                     |                        |
| <i>Equal Justice Project</i>           |            |                           |                         |                 |                     |                        |
| \$10,000.00                            |            |                           |                         |                 |                     |                        |
| 2012                                   |            |                           |                         |                 |                     |                        |
| <b>Saint Louise House</b>              |            |                           |                         |                 |                     |                        |
| 2026 Guadalupe Street                  |            | \$0.00                    | \$20,000.00             | \$0.00          | \$10,000.00         | \$10,000.00            |
| Austin, TX 78705                       |            |                           |                         |                 |                     |                        |
| <i>General operations</i>              |            |                           |                         |                 |                     |                        |
| \$20,000.00                            |            |                           |                         |                 |                     |                        |
| 2013                                   |            |                           |                         |                 |                     |                        |
| <b>Saving Hope</b>                     |            |                           |                         |                 |                     |                        |
| 950 Commerce Street                    |            | \$0.00                    | \$25,000.00             | \$0.00          | \$25,000.00         | \$0.00                 |
| Fort Worth, TX 76102                   |            |                           |                         |                 |                     |                        |
| <i>Mobile spay and neuter clinic</i>   |            |                           |                         |                 |                     |                        |
| \$25,000.00                            |            |                           |                         |                 |                     |                        |
| 2013                                   |            |                           |                         |                 |                     |                        |
| <b>The Settlement Home</b>             |            |                           |                         |                 |                     |                        |
| 1600 Payton Gin Road                   |            | \$0.00                    | \$23,000.00             | \$0.00          | \$23,000.00         | \$0.00                 |
| Austin, TX 78758                       |            |                           |                         |                 |                     |                        |
| <i>New Phone System</i>                |            |                           |                         |                 |                     |                        |
| \$23,000.00                            |            |                           |                         |                 |                     |                        |
| 2013                                   |            |                           |                         |                 |                     |                        |

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SCHEDULE 5

**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                                                           | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>Southwestern Medical Center</b><br>5323 Harry Hines Blvd.<br>Dallas, TX 75390<br><i>Alzheimer's Research with Dr. Powell</i><br>\$1,000,000.00<br>2012                          |            | \$750,000.00              | \$0.00                  | \$0.00          | \$250,000.00        | \$500,000.00           |
| <b>St. James' Episcopal School</b><br>1941 Webberville Rd.<br>Austin, TX 78721<br><i>General Operations</i><br>\$25,000.00<br>2013                                                 |            | \$0.00                    | \$25,000.00             | \$0.00          | \$15,000.00         | \$10,000.00            |
| <b>St. Luke's Episcopal Church</b><br>263 RR 962 East<br>Cypress Mill, TX 78663<br><i>Emergency Water Supply System</i><br>\$16,000.00<br>2013                                     |            | \$0.00                    | \$16,000.00             | \$0.00          | \$16,000.00         | \$0.00                 |
| <b>Strong Start/ Relief Nursery of Central Texas</b><br>2001 Justin Lane<br>Austin, TX 78757<br><i>General Operations</i><br>\$10,000.00<br>2012                                   |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |
| <b>Sustainable Food Center</b><br>1106 Clayton Lane, Suite 480-W<br>Austin, TX 78723<br><i>Capital Campaign - Sustainable Food Center Training Facility</i><br>\$50,000.00<br>2012 |            | \$25,000.00               | \$0.00                  | \$0.00          | \$25,000.00         | \$0.00                 |

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SCHEDULE 5

**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                           | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|----------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Tarrant Area Food Bank<br>2600 Cullen Street<br>Fort Worth, TX 76107<br><i>General Operations</i><br>\$150,000.00<br>2012                          |            | \$90,000.00               | \$0.00                  | \$0.00          | \$30,000.00         | \$60,000.00            |
| Tarrant Area Food Bank<br>2600 Cullen Street<br>Fort Worth, TX 76107<br><i>Backpacks for Kids</i><br>\$40,000.00<br>2013                           |            | \$0.00                    | \$40,000.00             | \$0.00          | \$40,000.00         | \$0.00                 |
| Teach for America - Dallas/Fort Worth<br>600 N. Pearl Street, Suite S2300<br>Dallas, TX 75201<br><i>General Operations</i><br>\$300,000.00<br>2011 |            | \$100,000.00              | \$0.00                  | \$0.00          | \$100,000.00        | \$0.00                 |
| Texas Ballet Theater<br>6845 Green Oaks Road<br>Fort Worth, TX 76116<br><i>General Operations</i><br>\$60,000.00<br>2013                           |            | \$0.00                    | \$60,000.00             | \$0.00          | \$30,000.00         | \$30,000.00            |
| Texas Christian University - Center for<br>Texas Studies<br>TCU Box 297201<br>Fort Worth, TX 76129<br><i>Endowment</i><br>\$160,000.00<br>2013     |            | \$0.00                    | \$160,000.00            | \$0.00          | \$40,000.00         | \$120,000.00           |

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SCHEDULE 5

**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                                                                       | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Texas Christian University - Office of<br>Chancellor<br>P.O. Box 297080<br>Fort Worth, TX 76129<br><i>Nursing Scholarship Fund and Dance<br/>Building Renovation</i><br>\$1,000,000.00<br>2010 |            | \$150,000.00              | \$0.00                  | \$0.00          | \$150,000.00        | \$0.00                 |
| Texas State Historical Association<br>1155 Union Circle #311580<br>Denton, TX 76203<br><i>General Operations</i><br>\$1,000.00<br>2013                                                         |            | \$0.00                    | \$1,000.00              | \$0.00          | \$1,000.00          | \$0.00                 |
| Theater Action Project/Creative Action<br>701 Tillery Street, Box 9<br>Austin, TX 78702<br><i>Campaign for new building</i><br>\$60,000.00<br>2012                                             |            | \$60,000.00               | \$0.00                  | \$0.00          | \$30,000.00         | \$30,000.00            |
| Trinity Center<br>304 E. 7th Street<br>Austin, TX 78701<br><i>General Operations</i><br>\$30,000.00<br>2013                                                                                    |            | \$0.00                    | \$30,000.00             | \$0.00          | \$10,000.00         | \$20,000.00            |
| Trinity Episcopal School<br>3901 Bee Cave Road<br>Austin, TX 78746<br><i>Capital Campaign</i><br>\$300,000.00<br>2011                                                                          |            | \$75,000.00               | \$0.00                  | \$0.00          | \$75,000.00         | \$0.00                 |

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SCHEDULE 5

**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                                      | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| Union Gospel Mission of Tarrant County<br>1321 E. Lancaster<br>Fort Worth, TX 76102<br><i>Capital Campaign</i><br>\$60,000.00<br>2013                         |            | \$0.00                    | \$60,000.00             | \$0.00          | \$20,000.00         | \$40,000.00            |
| United Community Centers<br>1200 East Maddox Avenue<br>Fort Worth, TX 76104<br><i>Endowment</i><br>\$60,000.00<br>2013                                        |            | \$0.00                    | \$60,000.00             | \$0.00          | \$20,000.00         | \$40,000.00            |
| United Way for Greater Austin<br>2000 E. MLK Jr. Blvd.<br>Austin, TX 78702<br><i>Success by 6</i><br>\$50,000.00<br>2013                                      |            | \$0.00                    | \$50,000.00             | \$0.00          | \$25,000.00         | \$25,000.00            |
| University of Texas M.D. Anderson Cancer<br>Center<br>P.O. Box 301439<br>Houston, TX 77230<br><i>Clinical Cancer Genetics Program</i><br>\$250,000.00<br>2012 |            | \$200,000.00              | \$0.00                  | \$0.00          | \$50,000.00         | \$150,000.00           |
| Van Cliburn Foundation<br>2525 Ridgmar Blvd., Ste. 307<br>Fort Worth, TX 76116<br><i>Musical Awakenings</i><br>\$15,000.00<br>2011                            |            | \$5,000.00                | \$0.00                  | \$0.00          | \$5,000.00          | \$0.00                 |

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**Fiscal Year 2013**

| Recipient and/or Purpose                                                                                                                                                    | Tax Status | Beginning Balance<br>2013 | Newly Allocated<br>2013 | Amended<br>2013 | Amount Paid<br>2013 | Ending Balance<br>2013 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-----------------|---------------------|------------------------|
| <b>A Wish With Wings, Inc.</b><br>3817 Alamo Avenue<br>Fort Worth, TX 76107<br><i>10 Magical Wishes</i><br>\$15,000.00<br>2013                                              |            | \$0.00                    | \$15,000.00             | \$0.00          | \$15,000.00         | \$0.00                 |
| <b>The Women's Center of Tarrant County, Inc.</b><br>1723 Hemphill<br>Fort Worth, TX 76110<br><i>Free Counseling for Victimized Children Program</i><br>\$40,000.00<br>2013 |            | \$0.00                    | \$40,000.00             | -\$20,000.00    | \$20,000.00         | \$0.00                 |
| <b>YWCA of Fort Worth</b><br>512 West 4th Street<br>Fort Worth, TX 76102<br><i>Child Development Programs</i><br>\$15,000.00<br>2013                                        |            | \$0.00                    | \$15,000.00             | \$0.00          | \$5,000.00          | \$10,000.00            |
| <b>Grand Totals (93 items)</b>                                                                                                                                              |            | \$3,130,000.00            | \$1,484,000.00          | -\$20,000.00    | \$2,214,000.00      | \$2,380,000.00         |

To Form 990PF To Form 990PF  
Part XV, Line 3A Part XV, Line 3B