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Return of Private Foundation

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning FEB 1, 2013, and ending JAN 31, 2014

Name of foundation

THE TITMUS FOUNDATION

A Employer identification number

54-6051332

Number and street (or P O box number if mail is not delivered to street address)

POST OFFICE BOX 10

Room/suite

B Telephone number

(804) 265-5834

City or town, state or province, country, and ZIP or foreign postal code

SUTHERLAND, VA 23885

C If exemption application is pending, check here ☐

G Check all that apply:

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 25,354,348.

(Part I, column (d) must be on cash basis)

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

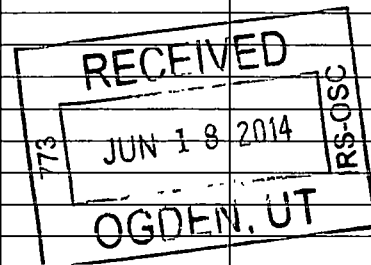
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received					
	2	Check ☒ if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments	121,053.	121,053.		STATEMENT 1	
	4	Dividends and interest from securities	618,685.	618,685.			
	5a	Gross rents	4,100.	4,100.		STATEMENT 2	
	b	Net rental income or (loss)	4,100.				
	6a	Net gain or (loss) from sale of assets not on line 10	361,109.				
	b	Gross sales price for all assets on line 6a	975,242.				
	7	Capital gain net income (from Part IV, line 2)		361,109.			
	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances					
b	Less Cost of goods sold						
c	Gross profit or (loss)						
11	Other income						
12	Total. Add lines 1 through 11	1,104,947.	1,104,947.	0.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	137,550.	57,360.	0.	80,190.	
	14	Other employee salaries and wages	45,225.	22,612.	0.	22,613.	
	15	Pension plans, employee benefits					
	16a	Legal fees					
	b	Accounting fees	STMT 3	6,250.	2,500.	0.	3,750.
	c	Other professional fees	STMT 4	226.	90.	0.	136.
	17	Interest					
	18	Taxes	STMT 5	51,414.	11,330.	0.	9,797.
	19	Depreciation and depletion		2,662.	2,662.	0.	
	20	Occupancy		16,007.	6,403.	0.	9,604.
	21	Travel, conferences, and meetings		854.	0.	0.	854.
	22	Printing and publications					
	23	Other expenses	STMT 6	42,602.	19,804.	0.	22,697.
	24	Total operating and administrative expenses. Add lines 13 through 23		302,790.	122,761.	0.	149,641.
	25	Contributions, gifts, grants paid		902,700.			902,700.
26	Total expenses and disbursements. Add lines 24 and 25		1,205,490.	122,761.	0.	1,052,341.	
27	Subtract line 26 from line 12:						
a	Excess of revenue over expenses and disbursements		<100,543.>				
b	Net investment income (if negative, enter -0-)			982,186.			
c	Adjusted net income (if negative, enter -0-)				0.		



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	710,654.	54,305.	54,305.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 3,148,399.			
	Less: allowance for doubtful accounts ▶ 0.	3,122,855.	3,148,399.	3,148,399.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	6,905,328.	7,429,618.	21,053,398.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ 257,172.			
Less: accumulated depreciation ▶	257,271.	257,172.	1,067,700.	
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 94,481.				
Less: accumulated depreciation STMT 8 ▶ 63,935.	29,744.	30,546.	30,546.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	11,025,852.	10,920,040.	25,354,348.	
Liabilities	17 Accounts payable and accrued expenses	6,135.	866.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	6,135.	866.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,019,717.	10,919,174.	
	30 Total net assets or fund balances	11,019,717.	10,919,174.	
31 Total liabilities and net assets/fund balances	11,025,852.	10,920,040.		

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	11,019,717.
2 Enter amount from Part I, line 27a	2	<100,543.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,919,174.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,919,174.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SHEET	P	VARIOUS	VARIOUS
b SEE ATTACHED SHEET	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 843,142.		518,062.	325,080.
b 119,618.		96,071.	23,547.
c 12,482.			12,482.
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			325,080.
b			23,547.
c			12,482.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	361,109.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,145,119.	22,560,408.	.050758
2011	980,043.	21,890,786.	.044770
2010	949,681.	20,402,552.	.046547
2009	1,162,769.	18,723,295.	.062103
2008	1,352,376.	23,528,316.	.057479

2 Total of line 1, column (d)	2	.261657
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.052331
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	24,465,791.
5 Multiply line 4 by line 3	5	1,280,319.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,822.
7 Add lines 5 and 6	7	1,290,141.
8 Enter qualifying distributions from Part XII, line 4	8	1,052,341.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	19,644.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	19,644.
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	19,644.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	21,600.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	21,600.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,956.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	11	1,956.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>EDWARD B. TITMUS</u> Telephone no. ► <u>(804) 265-5834</u> Located at ► <u>POST OFFICE BOX 10, SUTHERLAND, VA</u> ZIP+4 ► <u>23885</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► _____, _____, _____ ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		137,550.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	20,391,056.
b	Average of monthly cash balances	1b	312,422.
c	Fair market value of all other assets	1c	4,134,889.
d	Total (add lines 1a, b, and c)	1d	24,838,367.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	24,838,367.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	372,576.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,465,791.
6	Minimum investment return. Enter 5% of line 5	6	1,223,290.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,223,290.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	19,644.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,644.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,203,646.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,203,646.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,203,646.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,052,341.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,052,341.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,052,341.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,203,646.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,041,752.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,052,341.				
a Applied to 2012, but not more than line 2a			1,041,752.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				10,589.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				1,193,057.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE	SEE ATTACHED SCHEDULE	SEE ATTACHED SCHEDULE	SEE ATTACHED SCHEDULE	902,700.
Total			3a	902,700.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII

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

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	 Signature of officer or trustee	4-13-2014 Date	 Title

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

Paid Preparer Use Only	Print/Type preparer's name WILLIAM A. YOUNG, JR., CPA	Preparer's signature <i>William A. Young</i>	Date 6/13/14	Check ☐ if self-employed	PTIN P00074605
	Firm's name ▶ MITCHELL, WIGGINS & COMPANY LLP			Firm's EIN ▶ 54-0565834	
	Firm's address ▶ 100 FLANK ROAD PETERSBURG, VA 23805-9152			Phone no. 804-733-5566	

Form **990-PF** (2013)

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS	121,053.	121,053.	121,053.
TOTAL TO PART I, LINE 3	121,053.	121,053.	121,053.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND - PRINCE GEORGE, VIRGINIA	1	4,100.
TOTAL TO FORM 990-PF, PART I, LINE 5A		4,100.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,250.	2,500.	0.	3,750.
TO FORM 990-PF, PG 1, LN 16B	6,250.	2,500.	0.	3,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER FEES	226.	90.	0.	136.
TO FORM 990-PF, PG 1, LN 16C	226.	90.	0.	136.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	13,741.	6,118.	0.	7,623.
REAL ESTATE TAXES	3,624.	1,450.	0.	2,174.
OTHER TAXES	3,762.	3,762.	0.	0.
FEDERAL INCOME TAXES	30,287.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	51,414.	11,330.	0.	9,797.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HEALTH INSURANCE	41,403.	18,706.	0.	22,697.
NON DEDUCTIBLE EXPENSES	101.	0.	0.	0.
OTHER EXPENSES	1,098.	1,098.	0.	0.
TO FORM 990-PF, PG 1, LN 23	42,602.	19,804.	0.	22,697.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	7,429,618.	21,053,398.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,429,618.	21,053,398.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	8
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
TYPEWRITER IBM	1,076.	1,076.	0.
FILE CABINET	138.	138.	0.
DRAPERIES	856.	856.	0.
CABINETS FOR OFFICE	1,466.	1,466.	0.
CARPET & BLINDS	1,895.	1,895.	0.
LATERAL FILE 4 DR	939.	939.	0.
COAT RACK	195.	195.	0.
SIDE CHAIRS 6	3,390.	3,390.	0.
ELECTRIC RANGE	652.	652.	0.
REFRIGERATOR	1,282.	1,282.	0.
AMERICAN CHEST	8,047.	8,047.	0.
WALNUT DESK	4,598.	4,598.	0.
CHIPPENDALE CHAIR	690.	690.	0.
WALNUT CANDLE STAND	460.	460.	0.
OFFICE FURNITURE	1,563.	1,563.	0.
OFFICE CABINETS	3,625.	3,538.	87.
DELL DIMENSION 8300 COMPUTER	1,950.	1,950.	0.
FARM HOUSE RENOVATION	11,172.	5,832.	5,340.
LANDSCAPING	11,696.	11,113.	583.
WHIPPERNOCK NEW ROOF	10,368.	3,580.	6,788.
AIR CONDITIONING UNIT CK30	1,350.	444.	906.
OFFICE FURNITURE	2,624.	2,624.	0.
GENERATOR	6,734.	5,216.	1,518.
HEAT PUMP WHIPPERNOCK FARM	4,575.	361.	4,214.
COMPUTER	1,473.	1,008.	465.
BASEMENT RENOVATIONS	7,468.	526.	6,942.
VACCUM CLEANER	735.	429.	306.
IMPROVEMENTS - WIPPERNOCK FARM (FLOORING)	3,464.	67.	3,397.
TOTAL TO FM 990-PF, PART II, LN 14	94,481.	63,935.	30,546.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD B. TITMUS SUTHERLAND, VA 23885	PRESIDENT 30.00	62,850.	0.	0.
WILLIAM D. ALLEN, III DINWIDDIE, VA 23841	VICE PRESIDENT/COUNSEL 1.00	450.	0.	0.
JOHN J. MULDOWNY RICHMOND, VA 23221	TREASURER 1.00	450.	0.	0.
EDWARD H. TITMUS, III SUTHERLAND, VA 23885	EXECUTIVE VICE-PRESIDENT 30.00	36,450.	0.	0.
KIMBERLY C. PRZYBYL RALEIGH, NC 27612	SECRETARY 30.00	36,450.	0.	0.
WILLIAM A. YOUNG, JR. PETERSBURG, VA 23805	VICE PRESIDENT 1.00	450.	0.	0.
ANDREW J. WHITE PETERSBURG, VA 23805	VICE PRESIDENT 1.00	450.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		137,550.	0.	0.

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	OFFICE EQUIPMENT											
1	TYPEWRITER IBM	013181	SL	5.00	16	1,076.			1,076.	1,076.		0.
2	FILE CABINET	072987	SL	10.00	16	138.			138.	138.		0.
3	DRAPERIES	072793	SL	10.00	16	856.			856.	856.		0.
4	CABINETS FOR OFFICE	081093	SL	10.00	16	1,466.			1,466.	1,466.		0.
5	CARPET & BLINDS	081393	SL	10.00	16	1,895.			1,895.	1,895.		0.
6	LATERAL FILE 4 DR	090293	SL	10.00	16	939.			939.	939.		0.
7	COAT RACK	090293	SL	10.00	16	195.			195.	195.		0.
8	SIDE CHAIRS 6	090293	SL	10.00	16	3,390.			3,390.	3,390.		0.
9	ELECTRIC RANGE	022294	SL	10.00	16	652.			652.	652.		0.
10	REFRIGERATOR	022294	SL	10.00	16	1,282.			1,282.	1,282.		0.
11	AMERICAN CHEST	120296	SL	10.00	16	8,047.			8,047.	8,047.		0.
12	WALNUT DESK	120296	SL	10.00	16	4,598.			4,598.	4,598.		0.
13	CHIPPENDALE CHAIR	120296	SL	10.00	16	690.			690.	690.		0.
14	WALNUT CANDLE STAND	120296	SL	10.00	16	460.			460.	460.		0.
15	OFFICE FURNITURE	031897	SL	10.00	16	1,563.			1,563.	1,563.		0.
16	OFFICE CABINETS DELL DIMENSION 8300	042701	SL	10.00	16	3,625.			3,625.	3,625.		0.
17	COMPUTER	093003	SL	10.00	16	1,950.			1,950.	1,950.		0.

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
22	OFFICE FURNITURE	040105SL		7.00	16	2,624.			2,624.	2,624.		0.
25	COMPUTER	081810SL		5.00	16	1,473.			1,473.	713.		295.
29	VACCUM CLEANER	022211SL		5.00	16	735.			735.	282.		147.
	* 990-PF PG 1 TOTAL					37,654.		0.	37,654.	36,354.	0.	442.
	- OFFICE EQUIPMENT LEASHOLD IMPROVEMENTS FARM HOUSE											
18	RENOVATION	090293SL		39.00	16	11,172.			11,172.	5,546.		286.
19	LANDSCAPING	013195SL		20.00	16	11,696.			11,696.	10,528.		585.
20	WHIPPERNOCK NEW ROOF	080800SL		39.00	16	10,368.			10,368.	3,314.		266.
21	AIR CONDITIONING UNIT CK30	050901SL		39.00	16	1,350.			1,350.	409.		35.
23	GENERATOR	042606SL		10.00	16	6,734.			6,734.	4,543.		673.
24	HEAT PUMP	123110SL		39.00	16	4,575.			4,575.	244.		117.
28	WHIPPERNOCK FARM BASEMENT	042111SL		39.00	16	7,468.			7,468.	335.		191.
30	RENOVATIONS - IMPROVEMENTS -					3,464.			3,464.			67.
	WHIPPERNOCK FARM (FL)	050613SL		39.00	16							
	* 990-PF PG 1 TOTAL					56,827.		0.	56,827.	24,919.	0.	2,220.
	- LEASHOLD IMPROVE											
	* GRAND TOTAL					94,481.		0.	94,481.	61,273.	0.	2,662.
	990-PF PG 1 DEPR											

The Titmus Foundation, Inc.
Book Value of Investments - Corporate Stock
Part II, Line 10b, Column b
01/31/2014

Page 1 of 1

Abbott Labs	133,264.34
Abbvie Inc	144,513.79
AT & T - Bellsouth	137,883.86
Bank of McKenney Va Cap Stk	36,616.51
BB&T	153,500.00
BP PLC	208,967.34
Bristol Myers Squibb	130,005.62
Campbell Soup Company	226,610.68
Chevron Corp	525,593.51
Colgate-Palmolive Co	40,252.19
ConocoPhillips	246,241.80
DNP Select Income Fund Inc.	141,069.61
Dominion Resources Inc.	196,562.00
Dominion Resources Inc Junior	125,000.00
Dow Chemical Company	210,060.50
Du Pont E I. De Nemour & Compan	252,244.77
Duke Energy Corporation	241,515.53
Exxon Mobil Corporation	546,693.06
Ford Motor Company	129,155.00
Freeport McMoran Copper & Gold	314,736.77
General Electric	86,143.66
Halliburton Company	65,834.27
Hershey Food Corp	92,671.08
Honeywell, Intl	120,792.49
Kellogg Company	143,691.92
Linn Energy LLC Unit	144,095.00
Merck & Company	148,510.36
Microsoft Corp	96,695.00
Nisource, Inc.	68,405.00
Nustar Energy LP - Valero LP	36,618.04
Pepsico, Inc.	43,902.00
Pfizer, Inc	604,247.97
Phillips 66	73,179.39
Pitney Bowes Inc	77,710.12
Plains All American Pipeline LP	49,782.40
Potash Corp of Saskatchewan Inc	208,721.40
Procter & Gamble Company	164,771.38
Schlumberger Limited	42,022.36
Spectra Energy	114,650.14
Tortoise Energy Infrastructure	36,827.43
Tortoise MLP Fund Inc	79,001.45
United Dominion Realty Trust	297,596.22
Verizon Communications	223,329.10
Walgreen Company	127,423.41
Washington R Est In Tru Sh Ben	142,509.64

Total

7,429,618.11

The Titmus Foundation Inc.
Fair Market Value of Investments - Corporate Stock
Part II, Line 10b, Column c
01/31/2014

Page 1 of 4

Equities

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Trade Price	Current Market Value
ABBOTT LABORATORIES	ABT	7,500		1	36.660	274,950.00
ABBVIE INC	ABBV	7,500		1	49.230	368,225.00
AT&T INC	T	14,000		1	33.320	466,480.00
BANK MCKENNEY VA	BOMK	6,500		1	8.600	55,900.00
BB&T CORP	BBT	10,000		1	37.410	374,100.00
BP PLC	BP	5,000		1	46.890	234,450.00
SPONSORED ADR						
BRISTOL MYERS SQUIBB COMPANY	BMJ	10,000		1	49.970	499,700.00
CAMPBELL SOUP COMPANY	CPB	5,000		1	41.210	206,050.00
CHEVRON CORP	CVX	8,000		1	111.630	893,040.00
COLGATE-PALMOLIVE COMPANY	CL	8,000		1	61.230	489,840.00
CONOCOPHILLIPS	COP	15,000		1	64.950	974,250.00
DNP SELECT INCOME FUND INC	DNP	13,500		1	8.550	128,925.00
DOMINION RESOURCES INC VA NEW	D	20,000		1	67.910	1,358,200.00
DOMINION RESOURCES INC JUNIOR SUBORDINATED NOTE SER A 8.375% 08/15/64	DRU	5,000		1	25.850	129,250.00
DOW CHEMICAL COMPANY	DOW	7,000		1	45.510	318,570.00

The Titmus Foundation Inc.
Fair Market Value of Investments - Corporate Stock
Part II, Line 10b, Column c
01/31/2014

Page 2 of 4

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Trade Price	Current Market Value
DU PONT ELDE NEMOURS & COMPANY	DD	5,000		1	61.010	305,050.00
DUKE ENERGY CORP NEW	DUK	10,000		1	70.620	706,200.00
EXXON MOBIL CORP	XOM	25,000		1	92.160	2,304,000.00
FORD MOTOR COMPANY NEW	F	10,000		1	14.980	149,800.00
FREEMPORT MCMORAN COPPER & GOLD	FCX	9,000		1	32.410	291,690.00
GENERAL ELECTRIC COMPANY	GE	36,000		1	25.130	904,680.00
HALLIBURTON COMPANY	HAL	5,000		1	49.010	245,050.00
HERSHEY COMPANY	HSY	5,000		1	98.400	497,000.00
HONEYWELL INTL INC	HON	4,000		1	91.230	364,920.00
KELLOGG COMPANY	K	5,000		1	57.980	289,900.00
MERCK & COMPANY INC NEW	MRK	10,000		1	52.970	529,700.00
MICROSOFT CORP	MSFT	3,000		1	37.840	113,520.00
NISOURCE INC	NI	8,000		1	34.370	274,960.00
PEPSICO INC	PEP	25,000		1	80.360	2,009,000.00
PFIZER INC	PFE	20,000		1	30.400	608,000.00
PHILLIPS 66	PSX	7,500		1	73.090	548,175.00
PRITNEY BOWES INC	PBI	3,500		1	25.180	88,130.00
POTASH CORP OF SASKATCHEWAN INC	POT	5,600		1	31.320	175,392.00
PROCTER & GAMBLE COMPANY	PG	3,000		1	76.620	229,860.00

Equities (continued)

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Trade Price	Current Market Value
SCHLUMBERGER LTD	SLB	6,000		1	87.570	525,420.00
SPECTRA ENERGY CORP	SE	5,000		1	35.950	179,750.00
TORTOISE ENERGY INFRASTRUCTURE CORP	TYG	4,000		1	43.050	172,200.00
TORTOISE MLP FUND INC	NTG	4,000		1	27.320	109,280.00
UDR INC	UDR	40,000		1	24.340	973,600.00
VERIZON COMMUNICATIONS INC	VZ	13,000		1	48.020	624,260.00
WALGREEN COMPANY	WAG	4,000		1	57.350	229,400.00
WASHINGTON REAL ESTATE INVESTMENT TRUST SBI	WRE	10,000		1	23.300	233,000.00
WELLS FARGO & COMPANY NEW PFD DIVIDEND EQUALIZATION	WFCNP	24		1	0.550	13.20
Total for Equities						20,454,680.20
Total for Equities with cost data						20,454,667.00

Limited Partnerships

Security Description	Symbol Cusip	Quantity Long	Short	Account Type	Trade Price	Current Market Value
LIIN ENERGY LLC UNIT REPRESENTING LIMITED LIABILITY INTERESTS	LINE	5,000		1	32.790	163,950.00

Page 4 of 4

Limited Partnerships (continued)						
Security Description	Symbol	Quantity		Account	Trade	Current
	Cusip	Long	Short	Type	Price	Market Value
NUSTAR ENERGY LTD	NS	2,500		1	49.500	123,750.00
PARTNERSHIP						
PLAINS ALL AMERICAN	PAA	6,160		1	50.490	311,018.40
PIPELINE LP						
Total for Limited Partnerships						
Total for Limited Partnerships with cost data						
						598,718.40
						598,718.40
Total Equities						20,454,680.20 +
Total Limited Partnerships						598,718.40 +

						21,053,398.60 *

Part IV - Capital Gains and Losses for Tax on Investment Income

Page 1 of 1

Shares	Description	Acquired	Sold	Sales Price	Cost	Gain(Loss)
Long Term						
4,000 000	Briston Myers Squibb Co	02/02/07	05/30/13	189,475 69	52,002 25	137,473 44
4,000 000	Heinz HJ Company	02/02/07	06/10/13	290,000 00	136,732 59	153,267 41
5,000 000	Spectra Energy Corp	02/22/07	07/01/13	172,541 98	104,351 82	68,190 16
5,500 000	Statoil ASA ADR	04/24/07	09/25/13	124,757 82	158,366 23	(33,608 41)
3,000 000	Pitney Bowes Inc		01/23/14	66,366 83	66,608 68	(241 85)
	Total Long Term Sales			843,142 32	518,061 57	325,080 75
Short Term						
2,000 000	Du Pont E E DE Nemour&Co	01/29/13	10/23/13	119,617 91	96,071 88	23,546 03
	Total Short Term Sales			119,617 91	96,071 88	23,546 03
Grand Totals				962,760 23	614,133 45	348,626 78

Capital Gain Distributions from 1099-DIV

	Capital Gain	Non dividend
Scott & Stringfellow	11,699 91	
DNP Select Income Fd Inc		238 40
Tortoise MLP Fund		6,388 55
Wash Real Estate Inv Tru		4,524 80
LINN Energy, LLC	(1,890 00)	-
NuStar Energy LP	2,487 00	-
Plains All American Pipeline	185 00	-
Totals	12,481 91	11,151 75
Total Capital Gains	361,108 69	

The Titmus Foundation, Inc.
Detail of Grants and Contributions Paid During the Year
Part XV, Line 3 a

Page 1 of 7

February 1, 2013 – January 31, 2014
54-6051332

Date	Name & Address	Foundation Status	Purpose	Amt.
01/17/14	APVA 204 W. Franklin St., Richmond, VA 23220-5012	C	General Support	1,500.00
10/23/13	Agriculture In the Classroom 12580 West Creek Parkway, Richmond, VA 23238	E	Asst. in printing VA Agricultural Maps	2,500.00
07/22/13	Amateur Athletic Union of the US 7440 Cross Point Lane, Prince George, VA 23875	E	General Support	10,000.00
03/25/13	Amelia County High School 8500 Otterburn Rd, Amelia Court House, VA 23002	E	After Prom Activities	500.00
12/03/13	American Red Cross-Southside Area Chapt. 110 North Main St, Hopewell, VA 23860	C	Midwest Tornadoes Relief	5,000.00
08/01/13	Apple Ridge Farm Inc. 541 Luck Ave, Roanoke, VA 24016	E	Academic Summer Camp for low-income children	2,000.00
06/18/13	Baptist Theological Seminary at Rich VA 3400 Brook Rd, Richmond, VA 23227	R	Matching Campaign for Seminary relocation	5,000.00
07/10/13	Beech Branch Baptist Church Sardis, GA 30456	R	Memoriam	1,000.00
03/26/13	Berea College CPO 2216, Berea, KY 40404	E	Bal. due on \$100,000. pledge for The Titmus Scholarship Fund	70,000.00
06/14/13	Bethany House of Northern Virginia, Inc. 6121 Lincolnia Rd, Suite 303, Alexandria, VA 22312	C	Direct Program-related expenditures	2,500.00
09/30/13	Billy Graham Evangelistic Association 1 Billy Graham Parkway, Charlotte, NC 28201	R	My Hop America	5,000.00
01/21/14	Blackstone Conference & Retreat Center 707 Fourth St., Blackstone, VA 23824	R	1 for 1 Match	50,000.00
08/13/13	Branches Runn Baptist Church 3830 Woodley Dr, Amelia, VA 23002	R	Memoriam	250.00
03/27/13	Campbell University P.O. Box 116, Buies Creek, NC 27506	E	The Edna Queener Proffit Chair of Chemistry	5,000.00
10/02/13	CapUp 1021 Oliver Hill Way, Richmond, VA 23219	C	Project Discovery	5,000.00

The Titmus Foundation, Inc.
Detail of Grants and Contributions Paid During the Year
Part XV, Line 3 a

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02/05/13	Cares P.O. Box 1167, Petersburg, VA 23804	C	General Support	5,650.00
03/26/13	Center for High Blood Pressure 1200 West Cary St, Richmond, VA 23220	C	Hypertension, High Cholesterol, & Diabetes Treatment	3,000.00
08/13/13	Chaplain Service Prison Ministry of VA, Inc. R 2828 Emerywood Parkway, Richmond, VA 23294		Faith-Based Reentry Programs	5,000.00
08/13/13	Chesapeake Service Systems, Inc. C 1100 Executive Blvd, Chesapeake, VA 23320		To help expand the cafeteria	5,000.00
08/19/13	Chesterfield CASA, Inc. C 9457 Amberdale Dr, Richmond, VA 23236		Court advocacy for children in need	1,000.00
08/20/13	Children's Museum of Richmond E 2626 West Broad St, Richmond, VA 23220-1904		<i>Reading Superstars!</i> educational field trip program	2,500.00
03/26/13	Colonial Williamsburg Foundation C P.O. Box 3610, Williamsburg, VA 23187		Jamestowne archaeological exploration and study	5,000.00
03/25/13	Dinwiddie 4-H Fund E P.O. Box 399, Dinwiddie, VA 23841		Youth Positive Impact Programming	5,000.00
12/10/13	Dinwiddie Christmas Sharing Foundation C P.O. Box 462, Dinwiddie, VA 23841		To help Din. Co. residents who need assistance during this holiday season	2,500.00
08/01/13	Dinwiddie County High School E 11501 Bolseau Rd, Dinwiddie, VA 23841		Assist. In pur. lockers for field house	5,000.00
03/27/13	Dinwiddie Lions Club C P.O. Box 542, Dinwiddie, VA 23841		Indigent Persons assistance	2,000.00
08/19/13	Eastern Mennonite University E 1200 Park Rd, Harrisonburg, VA 22802-2462		Scholarships	5,000.00
08/13/13	Elijah House Academy E 6255 Warwick Rd, Richmond, VA 23224		Scholarships	2,000.00
06/19/13	Elk Hill E P.O. Box 99, Goochland, VA 23063		Literacy for Life	1,500.00
06/19/13	Fan Free Clinic, Inc. C 1010 North Thompson St, Richmond, VA 23230		To help meet challenge issued by The Mary Morton Parsons Foundation	5,000.00
10/23/13	Fellowship of Christian Athletes R 320 Newcastle Dr, Colonial Heights, VA 23834		To encourage athletes coaches to make a difference for Christ	5,000.00

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07/10/13	First McCoy Baptist Church Sardis, GA 30456	R	Memoriam	1,000.00
10/25/13	Ford Volunteer Fire Department P.O. Box 186, Church Road, VA 23833	C	General Support	2,000.00
08/20/13	Gateway Homes, Inc. 11901 Reedy Branch Rd, Chesterfield, VA 23838	C	To hire a nurse practitioner	2,500.00
03/26/13	Girl Scout Commonwealth Council of VA 7300 Hanover Green Dr, Mechanicsville, VA 23111	E	STEM Leadership Program	5,000.00
06/05/13	Hanover Tavern P.O. Box 487, Hanover, VA 23069	C	To help meet The Mary Morton Parsons Foundation challenge grant	3,000.00
03/14/13	Harnett County Historical Society Found. P.O. Box 1329, Lillington, NC 27546	E	The Campbell House	5,000.00
06/14/13	Henrico Education Foundation 3820 Nine Mile Rd, Henrico, VA 23223-0420	E	To sup. the Learning Opportunities Program for 2013-2014 school year	5,000.00
02/04/13	Heritage Middle School 3400 Rogers Rd, Wake Forest, NC 27587	E	Piano to be used at school	5,000.00
08/13/13	Hospice of Wake County 250 Hospice Circle, Raleigh, NC 27607	C	Assistance in helping with increase in # of patients	5,000.00
06/14/13	Hospital Hospitality House 612 East Marshall St, Richmond, VA 23219	C	For non-medical sup. services	5,000.00
06/05/13	IVNA 5008 Monument Ave, Richmond, VA 23230	C	To provide services in City of Petersburg and surrounding counties	5,000.00
05/06/13	Interfaith Assistance Ministry 210 Ehringhaus St, Hendersonville, NC 28793-2562	R	To pur. a new refrigerator and freezer	1,650.00
03/26/13	King College 1350 King College Rd, Bristol, TN 37620-2699	E	Scholarship sup. for student nurses from VA	5,000.00
08/13/13	Lynchburg College 1501 Lakeside Dr, Lynchburg, VA 24501-3199	E	Student Center Expansion & Matching Grant	5,000.00
10/10/13	Macedonia Tabernacle 3516 East River Rd, Ettrick, VA 23803	R	General Support	500.00
11/04/13	Marmora Baptist Church 2901 Exeter Mill Rd, Church Road, VA 23833	R	General Support	5,000.00

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08/20/13	Massanutten Regional Library 174 S. Main St, Harrisonburg, VA 22801	E	Capital expansion	2,500.00
08/01/13	Maymont Foundation 1700 Hampton St, Richmond, VA 23220	C	General Operational Expenses	2,000.00
09/11/13	Methodist University 5400 Ramsey St, Fayetteville, NC 28311-1498	E	1 st pmt. toward \$45,000. pledge	22,500.00
08/13/13	Military Ministry 750 Middle Ground Blvd, Newport News, VA 23606-2587	R	Ministry to combat veterans in need of healing	3,000.00
06/14/13	Miriam's House 409 Magnolia St, Lynchburg, VA 24503-0196	C	To purchase new server	1,569.97
03/25/13	National Child Safety Council P.O. Box 120, Dinwiddie, VA 23841	E	Child Safety & Drug Prevention Education	1,000.00
08/07/13	New Life Baptist Church 3018 County Dr, Petersburg, VA 23803	R	Pastor's continuing education	1,500.00
03/25/13	NC State University Foundation, Inc. 1210 Varsity Dr, Raleigh, NC 27695	E	Kimberly Titmus Przybyl Music Endowment	5,000.00
05/31/13	Ocran United Methodist Church 20221 Cox Rd, Sutherland, VA 23885	R	Youth Fund	2,500.00
12/03/13	Ocran United Methodist Church 20221 Cox Rd, Sutherland, VA 23885	R	Philippine Relief	5,000.00
08/13/13	Our Health, Inc. 329 N. Cameron St, Ste. 200, Winchester, VA 22601	C	Campus Security System	5,000.00
06/18/13	Patrick Henry Family Services 860 Red Hill Rd, Brookneal, VA 24528	C	Hat Creek Camps	5,000.00
08/20/13	Peter Paul Development Center 1708 North 22 nd St, Richmond, VA 23223	E	Summer Youth Program	2,000.00
08/01/13	Petersburg Area Art League 7 East Old St, Petersburg, VA 23803	C	2013 Art Camp Exp.	2,000.00
09/20/13	Petersburg Library Foundation P.O. Box 3435, Petersburg, VA 23805	E	2 nd pmt. toward \$300,000. pledge	50,000.00
08/15/13	Piedmont CASA 818 East High St, Charlottesville, VA 22902	C	Court advocacy ser. for abused & neglected children	1,000.00
05/13/13	Preferred Hospice, Inc. 1963 Second St, Richlands, VA 24641	C	Sup. of indigent/ underinsured patient hospice program	2,500.00

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08/20/13	Presbyterian Homes & Family Services 150 Linden Ave, Lynchburg, VA 24503-2010	R	Richmond Ways to Work Program	5,000.00
07/29/13	Prince George Dept. of Social Services P.O. Box 68, Prince George, VA 23875	E	8/22/13 Back to School Fair at Scotts Park	1,000.00
08/13/13	ProjectHomes 88 Carnation St, Richmond, VA 23225	C	Wheelchair ramps	5,000.00
09/20/13	Randolph-Macon College P.O. Box 5005, Ashland, VA 23005-5505	E	1 st pmt. toward \$100,000. pledge	20,000.00
08/19/13	Rebuilding Together Tri-Cities P.O. Box 1005, Petersburg, VA 23804	C	To pur. building materials nec. to rep. homes & community centers	3,000.00
05/03/13	Richard Bland College Foundation 11301 Johnson Rd, Petersburg, VA 23805	E	Scholarship Fund	5,000.00
10/21/13	Richmond Friends of the Homeless LTD 4600 Jaydee Dr, Moseley, VA 23120	C	Asst. for needy individuals	5,000.00
09/11/13	Roanoke College 221 College Lane, Salem, VA 24153-3794	E	1 st pmt. toward \$100,000. pledge	20,000.00
06/18/13	Rockbridge Area Hospice 315 Myers St, Lexington, VA 24450	C	Technology upgrade	3,000.00
06/04/13	Saint Francis Home 65 W. Clopton St, Richmond, VA 23225	C	Gap Funding Program	5,000.00
06/05/13	Scottish Rite Childhood Language Center 4202 Hermitage Rd, Richmond, VA 23227-3755	C	To provide ser. for children unable to pay	1,000.00
07/10/13	Second McCoy Baptist Church Sardis, GA 30456	R	Memoriam	1,000.00
03/27/13	Serenity P.O. Box 131, Petersburg, VA 23804	C	Basic Needs Fund	5,000.00
08/19/13	Society of St. Andrew 3383 Sweet Hollow Rd, Big Island, VA 24526-8517	C	Gleaning Programs in VA & NC	2,500.00
10/10/13	Southeast 4-H Educational Center 15189 Airfield Rd, Wakefield, VA 23888	E	Matching Gift for Yancey Lodge	50,000.00
06/17/13	Special Olympics Virginia 3212 Skipwith Rd, Suite 100, Richmond, VA 23294	E	Scholarship Program	5,000.00
09/20/13	The College of William & Mary P.O. Box 1693, Williamsburg, VA 23187	E	1 st pmt. toward \$100,000. pledge	20,000.00

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08/13/13	The Fenwick Foundation 23 North Fenwick St, Arlington, VA 22201	C	Lee Health & Rehab Center in Pennington Gap, VA	2,500.00
05/09/13	The James House 1016 Maplewood Ave, Hopewell, VA 23860	C	Domestic Violence Intervention Program	5,000.00
05/20/13	The Links, Inc.-Petersburg, Chapter P.O. Box 1143, Petersburg, VA 23804-1143	E	Assist. In defraying costs of Total U activities	2,500.00
12/12/13	The NC Agricultural Foundation, Inc. Box 7645, Raleigh, NC 27695	E	1 st pmt. toward \$500,000. pledge	50,000.00
06/19/13	The Salvation Army 2 W. Grace St, Richmond, VA 23241	R	Disaster Ser. Program Oklahoma Tornado Relief	15,000.00
08/13/13	The Salvation Army 220 E. Russell St, Fayetteville, NC 28301	R	Replenishing the food pantry	5,000.00
08/13/13	The Shepherd's Center of Richmond 3111 Northside Ave, #400, Richmond, VA 23228	C	Healthcare for the elderly people	5,000.00
03/26/13	UNC Lineberger Comprehensive Cancer Ctr School of Medicine, CB#7295 University of North Carolina at Chapel Hill Chapel Hill, NC 27599-7295	E	Research	20,000.00
11/18/13	United Methodist Committee on Relief 475 Riverside Dr, Room 330, New York, NY 10115	R	Philippine Relief	5,000.00
11/18/13	United Methodist Committee on Relief 475 Riverside Dr, Room 330, New York, NY 10115	R	US Disaster Relief	5,000.00
03/26/13	VCU-Massey Cancer Center P.O. Box 843042, Richmond, VA 23286	E	Research	20,000.00
08/19/13	Virginia Baptist Homes Foundation 1900 Lauderdale Dr, Richmond, VA 23238	R	Benevolent Fund	5,000.00
03/25/13	Virginia Forestry Educational Foundation 3808 Augusta Ave, Richmond, VA 23230	E	Conservation education for children	2,000.00
08/13/13	Virginia Health Care Foundation 707 East Main St, Ste. 1350, Richmond, VA 23219	C	To sup. the conversion of VHCF's Special Software	5,000.00
05/21/13	Virginia Intermont College 1013 Moore St, Bristol, VA 24201-4298	E	Scholarships	5,000.00
08/13/13	Virginia State University Petersburg, VA 23806	E	To provide seed loans to to help students develop Small businesses	5,000.00

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02/28/13	Virginia University of Lynchburg 2058 Garfield Ave, Lynchburg, VA 24501	E	Travel expense for Dir. of Development	5,000.00
11/18/13	Wake Forest United Methodist Church 905 South Main St, Wake Forest, NC 27587	R	Stop Hunger Now	2,500.00
04/17/13	Warm Blankets Children's Foundation 5105 Tollview Dr, Suite 155, Rolling Meadows, IL 60008	C	Assistance with acute Malnutrition	2,500.00
08/01/13	Williams Christmas Kids Foundation 506 Battista Court #201, Chester, VA 23836	R	To help needy families with Christmas	1,000.00
10/21/13	Williamsburg Area Meals on Wheels, Inc. P.O. Box 709, Williamsburg, VA 23187	C	Meals for those unable to pay	1,000.00
05/07/13	YMCA Southside Virginia 120 N. Madison St, Petersburg, VA 23803	C	Matching Funds	164,500.00
03/27/13	YWCA of Richmond 6 North 5 th St, Richmond, VA 23219	C	Domestic Violence Services	5,000.00
05/06/13	Youngsville Woman's Club Inc. P.O. Box 122, Youngsville, NC 27596	C	Museum of History	2,500.00
03/18/13	Zion Baptist Church 225 Byrne St, Petersburg, VA 23805	R	Summer Enrichment Program	5,000.00
01/31/2013	Nustar Energy 2013 Form K-1			80.00
Total as of January 31, 2014				\$902,699.97