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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 11-01-2013 , and ending 10-31-2014

Name of foundation LUCK COMPANIES FOUNDATION		A Employer identification number 54-6064982	
% WANDA S ORTWINE TREASURER		B Telephone number (see instructions) (804) 784-6300	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 29682 Suite		C If exemption application is pending, check here ☐	
City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23242		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 16,658,068		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13	1,208		
	4 Dividends and interest from securities.	222,795	274,968		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	903,556			
	b Gross sales price for all assets on line 6a 1,779,979				
	7 Capital gain net income (from Part IV, line 2) . . .		1,119,770		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	500,311	-2,529		
	12 Total. Add lines 1 through 11	1,626,675	1,393,417		
	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 schedule)	9,825	5,895	0	3,930
	c Other professional fees (attach schedule)	121,640	121,640		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	50,000			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,525	39,274		
	24 Total operating and administrative expenses. Add lines 13 through 23	189,990	166,809	0	3,930
	25 Contributions, gifts, grants paid	823,465			823,465
	26 Total expenses and disbursements. Add lines 24 and 25	1,013,455	166,809	0	827,395
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	613,220			
	b Net investment income (if negative, enter -0-)		1,226,608		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	149,241	61,880	61,880
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	5,948,648	6,149,423	10,220,382
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,876,000	6,375,806	6,375,806
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,973,889	12,587,109	16,658,068
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		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	11,973,889	12,587,109	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	11,973,889	12,587,109	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	11,973,889	12,587,109	

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	11,973,889
2	Enter amount from Part I, line 27a	2	613,220
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	12,587,109
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	12,587,109

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)
1 a	WELLS FARGO			
b	CAPITAL GAIN DIVIDENDS	P		
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,779,979		876,423	903,556
b			71
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			903,556
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,119,770
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	624,848	14,447,743	0 043249
2011	472,117	12,301,509	0 038379
2010	465,199	11,187,524	0 041582
2009	269,675	9,301,487	0 028993
2008	625,550	9,070,953	0 068962

2 Total of line 1, column (d).	2	0 221165
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 044233
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	16,140,449
5 Multiply line 4 by line 3.	5	713,940
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	12,266
7 Add lines 5 and 6.	7	726,206
8 Enter qualifying distributions from Part XII, line 4.	8	827,395

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 page 18 of the 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	12,266
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3 Add lines 1 and 2.	3	12,266
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	12,266
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	42,290
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.	7	52,290
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	40,024
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 40,024 Refunded	11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
<i>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.</i>			
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i> 	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> 	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
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? <i>If "No," attach explanation .</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►WWW LUCKCOMPANIES COM				
14	The books are in care of ►WANDA S ORTWINE TREASURER Telephone no ►(804) 784-6398 Located at ►LUCK COMPANIES FOUNDATION RICHMOND VA ZIP +4 ►23242			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ►	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ►				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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?	☐ 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		No
	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?	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 (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
C S LUCK III PO BOX 29682 RICHMOND,VA 23242	CHAIRMAN OF THE BOARD,DIRECTOR 0	0		
DOUGLAS D R PALMORE PO BOX 29682 RICHMOND,VA 23242	SECRETARY,DIRECTOR 1 0	0		
WANDA S ORTWINE PO BOX 29682 RICHMOND,VA 23242	TREASURER AND DIRECTOR 0	0		
CHARLES S LUCK IV PO BOX 29682 RICHMOND,VA 23242	VICE PRESIDENT AND DIRECTOR 0	0		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE FOUNDATION MAKES GRANTS TO QUALIFYING PUBLIC CHARITIES DURING THE TAX YEAR, THE FOUNDATION MADE GRANTS TOTALING \$823,465	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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	16,308,557
b	Average of monthly cash balances.	1b	77,686
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,386,243
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	16,386,243
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	245,794
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,140,449
6	Minimum investment return. Enter 5% of line 5.	6	807,022

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	807,022
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	12,266
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,266
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	794,756
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	794,756
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	794,756

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	827,395
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	827,395
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	12,266
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	815,129
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				794,756
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 2011 , 2010 , 2009		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	56,801			
b From 2009.				
c From 2010.				
d From 2011.	0			
e From 2012.	0			
f Total of lines 3a through e.	56,801			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 827,395				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				794,756
e Remaining amount distributed out of corpus	32,639			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	89,440			
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.				
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 instructions.			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	56,801			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	32,639			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.			0	
d Excess from 2012.			0	
e Excess from 2013.	32,639			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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))

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

2

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

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

a

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

LUCK COMPANIES FOUNDATION
PO BOX 29682
RICHMOND,VA 232420682
(804) 784-6300

b

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

BY LETTER

c

Any submission deadlines

QUARTERLY, FEBRUARY 1, APRIL 1, JULY 1, OCTOBER 1

d

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

WE HAVE AREAS OF PREFERENCE, BUT WE DO GIVE OUTSIDE OF THESE AREAS ON OCCASION. OUR FOCUS AREAS ARE YOUTH DEVELOPMENT AND EDUCATION, ENVIRONMENTAL STEWARDSHIP

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

**TY 2013 Investments Corporate
Stock Schedule****Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS IN CORP. STOCKS	6,149,423	10,220,382

TY 2013 Investments - Land Schedule**Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

TY 2013 Investments - Other Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MA EQUITY OPPORTUNITY FUND, LP		6,375,806	6,375,806

TY 2013 Land, Etc. Schedule**Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

TY 2013 Other Expenses Schedule**Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER K-1 DEDUCTIONS		30,749		
ADMINISTRATIVE EXPENSES	7,506	7,506		
BANK CHARGES	75	75		
OTHER INVESTMENT EXPENSES	944	944		

TY 2013 Other Income Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT	508	508	
OTHER INCOME FROM K-1	0	-3,037	
UNREALIZED INCOME MA ENDOWMENT PARTNERS	499,803	0	

TY 2013 Other Professional Fees Schedule**Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSET MANAGEMENT FEES	60,990	60,990		
ADVISOR FEES - MANGHAM	45,050	45,050		
ADMN FEES - INV MGMT	15,600	15,600		

TY 2013 Taxes Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATED TAXES	50,000			

T/N 54-6064982 LUCK COMPANIES FOUNDATION FISCAL 2014 CONTRIBUTIONS				
Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Alzheimer's Association 4600 Cox Road, Suite 130 Glen Allen, VA 23060	54-1263555	\$60 00	Matching Gift- Community	02/10/2014
American Heart Association 3140 Chaparral Dr, Bldg C, Ste 106 Roanoke, VA 24018	13-5613797	\$25 00	Matching Gift- Community	05/06/2014
American Heart Association 4217 Park Place Court Glen Allen, VA 23060	13-5613797	\$75 00	Matching Gift- Community	05/06/2014
American Heart Association 4217 Park Place Court Glen Allen, VA 23060	13-5613797	\$25 00	Matching Gift- Community	05/06/2014
American Heart Association 4217 Park Place Court Glen Allen, VA 23060	13-5613797	\$25 00	Matching Gift- Community	05/07/2014
American Leprosy Mission 1 Alm Way Greenville, SC 29601	13-5562163	\$300 00	Matching Gift- Community	08/04/2014
ASPCA 424 E 92nd Street New York, NY 10128	13-1623829	\$40 00	Matching Gift - Community	08/04/2014
Blessed Sacrament Huguenot 2501 Academy Road Powhatan, VA 23139	54-1901367	\$500 00	Matching Gift- Education	02/10/2014
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	\$25 00	Matching Gift- Community	02/10/2014
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	\$25 00	Matching Gift- Community	05/06/2014
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	\$25 00	Matching Gift- Community	08/04/2014
Blue Sky Fund PO Box 8108 Richmond, VA 23223	14-1985225	\$10,000 00	Community	02/12/2014
B U O Y Foundation 5501 Merchant's View Square Haymarket, VA 20169	45-3954022	\$3,000 00	Community	10/08/2014
Boy Scouts of America 4015 Fitzhugh Ave Richmond, VA 23230	54-0505872	\$40 00	Matching Gift-Community	08/04/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Boys & Girls Club of Richmond 5511 Staples Mill Road Richmond, VA 23228	54-0564901	\$500 00	Community	10/08/2014
Calvary Baptist Church 7900 Ten Ten Road Raleigh, NC 27603	56-1510207	\$500 00	Matching Gift- Community	02/10/2014
Calvary Chapel Fredricksburg 3626 Latimers Knoll Ct Fredricksburg, VA 22408	54-1446475	\$300 00	Matching Gift-Community	06/10/2014
Capital Area Part Uplifting People, Inc 1021 Oliver Hill Way Richmond, VA 23219	54-0788796	\$1,000 00	Community	02/12/2014
Capital Region Land Conservancy P O Box 17306 Richmond, VA 23226	20-2797635	\$250 00	Matching Gift - Community	02/10/2014
Capital Region Land Conservancy P O Box 17306 Richmond, VA 23226	20-2797635	\$5,000 00	Community	04/25/2014
Chesapeake Bay Foundation 6 Herndon Avenue Annapolis, MD 21403	52-6065757	\$12,500 00	Community	08/01/2014
Children's Hospital of King's Daughter's 601 Children's Lane Norfolk, VA 23507	54-0506321	\$100 00	Matching Gift- Community	02/10/2014
Christ Church 5000 Pouncey Tract Road Richmond, VA 23059	54-1660078	\$1,500 00	Matching Gift-Community	10/22/2014
Christ School 500 Christ School Road Arden, NC 28704	56-0615187	\$250 00	Matching Gift- Education	10/01/2014
The Christian Congreg of Jehovahs Witness 15405 Cross Country Road Mineral, VA 23117	54-1276270	\$300 00	Matching Gift - Community	08/04/2014
Christmas Mother- Goochland P O Box 322 Goochland, VA 23063	54-1682737	\$500 00	Community	10/08/2014
Church Hill Activities & Tutoring, Inc 601 N 31st Street Richmond, VA 23223	20-0220263	\$1,500 00	Matching Gift - Community	02/10/2014
Church Hill Activities & Tutoring, Inc 601 N 31st Street Richmond, VA 23223	20-0220263	\$10,000 00	Community	04/25/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Church of the Ephiphany 11000 Smoketree Drive Richmond, VA 23236	54-1118834	\$1,190 00	Matching Gift- Community	02/10/2014
Collegiate School N Mooreland Road Richmond, VA 23229	54-0528203	\$100 00	Matching Gift - Education	02/10/2014
Commonwealth Public Broadcasting 23 Sesame Street Richmond, VA 23235	54-0735782	\$105 00	Matching Gift-Community	10/07/2014
Cultural Landscape Foundation 1711 Connecticut Ave, NW, Suite 200 Washington, DC 20009	52-2092229	\$9,750 00	Community	08/01/2014
Cultureworks 1906 A North Hamilton Street Richmond, VA 23230	54-6059009	\$250 00	Matching Gift- Community	02/10/2014
Cystic Fibrosis Foundation 1500 Forest Avenue #124 Richmond, VA 23229	13-1930701	\$50 00	Matching Gift- Community	02/10/2014
Cystic Fibrosis Foundation 1500 Forest Avenue #124 Richmond, VA 23229	13-1930701	\$100 00	Matching Gift- Community	02/10/2014
Cystic Fibrosis Foundation 1500 Forest Avenue #124 Richmond, VA 23229	13-1930701	\$53 00	Matching Gift- Community	02/10/2014
Earth Sangha 10123 Commonwealth Blvd Fairfax, VA 22032	54-1868546	\$10,000 00	Community	04/25/2014
East Hanover Volunteer Rescue Squad PO Box 454 Mechanicsville, VA 23111	23-7032766	\$25 00	Matching Gift- Community	05/06/2014
Echoing Green 462 7th Ave, Floor 13 New York, NY 10019	13-3424419	\$10,000 00	Community	10/08/2014
Elizabeth River Project 475 Water Street, Suite C103A Portsmouth, VA 23704	54-1663058	\$20,000 00	Community	08/15/2014
Elk Hill Farm P O Box 99 Goochland, VA 23063	23-7071154	\$2,500 00	Community	10/08/2014
Employment Resources Inc 11600 Gayton Road Richmond, VA 23238	54-0914765	\$500 00	Matching Gift - Community	08/05/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Faison School 1701 Byrd Ave Richmond, VA 23230	26-0664479	\$25,000 00	Education	08/19/2014
Faison School 1701 Byrd Ave Richmond, VA 23230	26-0664479	\$25,000 00	Education	10/17/2014
Family Firm Institute 200 Lincoln St #201 Boston, MA 02111	25-1499499	\$500 00	Matching Gift-Community	05/06/2014
FeedMore 1415 Rhoadmiller Street Richmond, VA 23220	54-1150923	\$50 00	Matching Gift- Community	02/10/2014
FeedMore 1415 Rhoadmiller Street Richmond, VA 23220	54-1150923	\$20 00	Matching Gift- Community	08/04/2014
FOCUS PO Box 1027 Canaan, CT 86040	06-0870830	\$10,000 00	Community	04/25/2014
For the Love of Animals in Goochland P O Box 115 Manakin-Sabot, VA 23103	54-1394739	\$100 00	Matching Gift - Community	02/10/2014
Fractured Atlas Productions Inc 248 W 35th Street 10th Floor New York, NY 10001	11-3451703	\$500 00	Matching Gift - Community	08/05/2014
Free Clinic of Powhatan 3908 Old Buckingham Road Powhatan, VA 23139	26-1275136	\$1,000 00	Community	10/08/2014
George Mason University Foundation, Inc 4400 University Drive Fairfax, VA 22030	54-1603842	\$15,000 00	Education	8/5/2014
George Mason University Foundation, Inc 4400 University Drive Fairfax, VA 22030	54-1603842	\$30,000 00	Education	2/12/2014
Goochland Co Fire Dept Co #3 52 Broad Street Road Manakin-Sabot, VA 23103	54-6054246	\$3,000 00	Community	10/08/2014
Goochland County Fire Co #5 P O Box 265 Goochland, VA 23063	54-6054246	\$3,000 00	Community	10/08/2014
Goochland Fire Dept Co #1 P O Box 283 Manakin-Sabot, VA 23103	54-6054246	\$50 00	Matching Gift - Community	02/10/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Goochland Fire Dept Co #1 P O Box 283 Manakin-Sabot, VA 23103	54-6054246	\$3,000 00	Community	10/08/2014
Goochland Fire Dept Co #1 P O Box 283 Manakin-Sabot, VA 23103	54-6054246	\$50 00	Matching Gift - Community	02/10/2014
Goochland County Fire Dept Co #6 P O Box 85 Hadensville, VA 23067	54-6054246	\$50 00	Matching Gift- Community	02/10/2014
Goochland County Fire Dept Co #2 P O Box 118 Hadensville, VA 23067	54-6054246	\$3,000 00	Community	03/20/2014
Goochland County Fire Dept Co #2 P O Box 118 Hadensville, VA 23067	54-6054246	\$3,000 00	Community	10/08/2014
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	\$500 00	Matching Gift- Community	02/10/2014
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	\$100 00	Community	02/10/2014
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	\$2,500 00	Matching Gift - Community	02/10/2014
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	\$5,000 00	Community	10/08/2014
Goochland Rotary Foundation P O Box 281 Manakin-Sabot, VA 23103	20-0357821	\$5,000 00	Community	10/13/2014
Goochland YMCA 1800 Dickinson Road Goochland, VA 23063	54-0505986	\$13,500 00	Community	11/22/2013
Goochland YMCA 1800 Dickinson Road Goochland, VA 23063	54-0505986	\$15,000 00	Community	10/08/2014
Grove Avenue Baptist Church 8701 Ridge Road Richmond, VA 23229	54-0694849	\$2,500 00	Matching Gift- Community	05/07/2014
Gum Spring United Methodist Church 35 Church Lane Gum Spring, VA 23065	54-1005164	\$2,000 00	Matching Gift-Community	10/07/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Hanover High School Robotics Boosters 10307 Chamberlayne Road Mechanicsville, VA 23116	87-0765051	\$100 00	Matching Gift- Education	05/15/2014
James Madison University Foundation 220 University Blvd MSC 3603 Harrisonburg, VA 22807	23-7156305	\$75 00	Matching Gift-Education	08/04/2014
James River Association 9 South 12th Street 4th Floor Richmond, VA 23219	51-0211913	\$35 00	Matching Gift - Community	02/10/2014
James River Association 9 South 12th Street 4th Floor Richmond, VA 23219	51-0211913	\$25,000 00	Community	04/25/2014
James River Green Building Council 27 Westhampton Way Richmond, Va 23173	41-2159993	\$500 00	Matching Gift - Community	10/08/2014
Jedrey Family Foundation, Inc 4804 Woods Edge Road Wilmington, NC 28409	26-2328477	\$500 00	Matching Gift - Community	02/10/2014
Jedrey Family Foundation, Inc 4804 Woods Edge Road Wilmington, NC 28409	26-2328477	\$500 00	Matching Gift - Community	10/22/2014
J Sargent Reynolds Community College 1651 E Parham Road Richmond, VA 23228	54-1130296	\$2,500 00	Community	10/14/2014
Junior Achievement of Central VA 7217 West Broad Street Richmond, VA 23294	54-0803325	\$500 00	Matching Gift - Community	10/22/2014
Junior Achievement of Central VA 7217 West Broad Street Richmond, VA 23294	54-0803325	\$2,500 00	Community	10/08/2014
Junior Achievement USA 7217 West Broad Street Richmond, VA 23294	84-1267604	\$7,500 00	Community	02/12/2014
Kingdom Hall of Jehovah's Witness 62 Lake Forest Ct Mineral, VA 23117	54-1276270	\$300 00	Matching Gift- Community	02/10/2014
Kingdom Hall of Jehovah's Witness 62 Lake Forest Ct Mineral, VA 23117	54-1276270	\$600 00	Matching Gift- Community	02/10/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Lewis Ginter Botanical Gardens 1800 Lakeside Avenue Richmond, VA 23228	54-1273467	\$1,000 00	Community	10/08/2014
LINC P O Box 73281 Richmond, VA 23235	54-1817025	\$20,000 00	Education	08/15/2014
Little Sisters of the Poor 1503 Michaels Road Henrico, VA 23229	54-0608201	\$25 00	Matching Gift- Community	02/10/2014
March of Dimes Foundation 1275 Mamaroneck Ave White Plains, NY 10605	13-1846366	\$100 00	Matching Gift- Community	08/04/2014
Mary Baldwin College P O Box 1500 Staunton, VA 24402	54-0506319	\$25,000 00	Education	03/12/2014
Massey Cancer Center P O Box 980214 Richmond, VA 23298	54-6001758	\$1,000 00	Matching Gift- Community	08/05/2014
Massey Cancer Center P O Box 980214 Richmond, VA 23298	54-6001758	\$2,500 00	Community	10/13/2014
Miller School of Albermarle 1000 Samuel Miller Loop Charlottesville, VA 22903	54-0515717	\$125 00	Matching Gift - Education	05/07/2014
Ministry to Educate & Equip 2520 Professional Road, Suite C Richmond, VA 23235	52-6267065	\$2,200 00	Matching Gift-Community	08/04/2014
National Multiple Sclerosis Society 733 Third Ave 3rd Floor New York, NY 10017	13-5661935	\$150 00	Matching Gift-Community	05/07/2014
National Multiple Sclerosis Society 733 Third Ave 3rd Floor New York, NY 10017	13-5661935	\$100 00	Matching Gift-Community	08/04/2014
National Multiple Sclerosis Society 733 Third Ave 3rd Floor New York, NY 10017	13-5661935	\$35 00	Matching Gift-Community	08/04/2014
Nature Generation 3434 Washington Blvd 2nd Fl AC 2021 A Arlington, VA 22201	20-1670424	\$20,000 00	Community	02/12/2014
Neighborhood Resource Center 1519 Williamsburg Rd Richmond, VA 23231	33-1024355	\$10,000 00	Community	10/08/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
New Deliverance Evangelistic Church 1701 Turner Road Richmond, VA 23225	54-1813746	\$2,500 00	Matching Gift- Community	05/06/2014
Partners International Foundation 214 Terrebonne Road Yorktown, VA 23692	06-1474214	\$10,000 00	Community	08/01/2014
Petty Family Foundation 311 Branson Mill Road Randleman, NC 27317	80-0483917	\$5,000 00	Community	10/08/2014
Piedmont Environmental Council P O Box 460 Warrenton, VA 20188	54-0935569	\$7,500 00	Community	08/01/2014
Powhatan Community Church P O Box 834 Powhatan, VA 23139	46-1762737	\$600 00	Matching Gift - Community	08/05/2014
Powhatan YMCA 2269 Mann Road Powhatan, VA 23139	54-0505986	\$1,500 00	Community	10/08/2014
Purcellville Volunteer Rescue Squad P O Box 38 Purcellville, VA 20134	54-1003946	\$100 00	Matching Gift - Community	02/10/2014
Purcellville Volunteer Rescue Squad P O Box 38 Purcellville, VA 20134	54-1003946	\$100 00	Matching Gift - Community	02/10/2014
Rappahannock Area YMCA 212 Butler Road Falmouth, VA 22405	54-0965826	\$15,000 00	Community	03/12/2014
Rappahannock Area YMCA 5700 Smith Station Rd Falmouth, VA 22405	54-0965826	\$12,500 00	Community	08/01/2014
Redeemer Lutheran Church 5120 Harrison Road Fredericksburg, VA 22407	54-1471803	\$300 00	Matching Gift- Community	02/10/2014
Redeemer Lutheran Church 5120 Harrison Road Fredericksburg, VA 22407	54-1471803	\$300 00	Matching Gift- Community	08/05/2014
Richmond SPCA 2519 Hermatige Road Richmond, VA 23220	54-0506328	\$50 00	Matching Gift- Community	02/10/2014
Richmond Justice Initiative P O Box 756 Midlothian, VA 23113	27-3226432	\$100 00	Matching Gift-Community	10/07/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
Rivanna Conservation Society P O Box 1501 Charlottesville, VA 22902	52-0194008	\$125 00	Matching Gift-Community	10/22/2014
RMHC of Norfolk 404 Colley Ave Norfolk, VA 23507	54-1139497	\$50 00	Matching Gift-Community	02/10/2014
Rotary Club of Powhatan P O Box 327 Powhatan, VA 23139	45-1011714	\$1,000 00	Community	10/08/2014
Southminster Presbyterian Church 7500 Hull Street Road Richmond, VA 23235	54-0904141	\$2,000 00	Matching Gift- Community	05/07/2014
Spotsylvania Greenways Initiative 5700 Smith Station Road Fredricksburg, VA 22407	27-0867470	\$5,000 00	Community	08/01/2014
St Catherine's School Foundation 6001 Grove Avenue Richmond, VA 23226	54-6036896	\$750 00	Matching Gift-Education	02/10/2014
St Christopher's School Foundation 711 St Christopher's Road Richmond, VA 23226	54-1727301	\$25,000 00	Education	08/01/2014
St Christopher's School Foundation 711 St Christopher's Road Richmond, VA 23226	54-1727301	\$300 00	Matching Gift-Education	10/07/2014
St Christopher's School Foundation 711 St Christopher's Road Richmond, VA 23226	54-1727301	\$50,000 00	Education	05/23/2014
St Giles Presbyterian Church 5200 Grove Ave Richmond, VA 23226	54-0505948	\$2,400 00	Matching Gift-Community	10/07/2014
St George's By The River Church 7 Lincoln Ave Rumson, NJ 07760	21-0684449	\$2,500 00	Matching Gift-Community	10/22/2014
St Matthews United Methodist Church 1706 St Matthew's Lane Richmond, VA 23233	54-1244992	\$2,470 00	Matching Gift- Community	10/07/2014
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	\$200 00	Matching Gift- Community	02/10/2014
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	\$200 00	Matching Gift- Education	05/07/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	\$200 00	Matching Gift- Community	08/05/2014
St Peter's United Methodist Church 15599 Mountain Road Montpelier, VA 23192	54-1255611	\$2,500 00	Matching Gift- Community	10/22/2014
Stony Point Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	\$700 00	Matching Gift- Community	02/10/2014
Stony Point Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	\$600 00	Matching Gift- Community	05/07/2014
Stony Point Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	\$600 00	Matching Gift- Community	08/05/2014
Stony Point Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	\$600 00	Matching Gift- Community	10/07/2014
Strategies to Elevate People 1900 Chamberlayne Ave Richmond, VA 23222	54-1449318	\$500 00	Matching Gift- Community	05/06/2014
The Brandermill Church 4500 Millridge Parkway Midlothian, VA 23112	54-0174732	\$500 00	Matching Gift- Community	02/10/2014
The Cleveland Clinic Foundation 9500 Euclid Ave Cleveland, OH 44195	34-0714585	\$1,280 00	Matching Gift- Community	10/01/2014
The Family Foundation PO Box 937 96 Lance Hill Road Verona, VA 24482	52-1202644	\$300 00	Matching Gift- Community	02/10/2014
The Freedom Flag Foundation P O Box 29282 Richmond, VA 23242	02-0633402	\$100 00	Matching Gift-Community	08/04/2014
The House, Inc 14001 Crown Court Woodbridge, VA 22193	20-2947568	\$10,000 00	Community	10/08/2014
The Navigators PO Box 6000 Colorado Springs, CO 80934	84-6007896	\$2,000 00	Matching Gift- Community	05/14/2014
The Salvation Army 1424 NE Express Way Atlanta, GA 30329	53-0196484	\$100 00	Matching Gift-Community	08/04/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
The Steward School 11600 Gayton Road Richmond, VA 23238	54-0914765	\$100 00	Matching Gift - Education	8/5/2014
The University of Texas Foundation PO Box 250 Austin, TX 78767	74-1587488	\$300 00	Matching Gift - Education	5/29/2014
Thomas Jefferson Foundation, Inc P O Box 217 Charlottesville, VA 22902	54-0505959	\$20,000 00	Education	09/15/2014
Trinity United Methodist Church 903 Forest Avenue Richmond, VA 23229	54-0683193	\$1,000 00	Matching Gift- Community	02/10/2014
Trinity United Methodist Church 903 Forest Avenue Richmond, VA 23229	54-0683193	\$1,000 00	Matching Gift- Community	05/07/2014
Trinity United Methodist Church 903 Forest Avenue Richmond, VA 23229	54-0683193	\$200 00	Matching Gift- Community	05/07/2014
UnboundRVA 200 South Third Street Richmond, VA 23219	46-4429894	\$25,000 00	Community	10/14/2014
Unity Christ Church of Bon Air 923 Buford Road Richmond, Va 23235	27-0053040	\$2,020 00	Matching Gift- Community	08/04/2014
University of Richmond 28 Westhampton Way Richmond, VA 23173	54-0505965	\$25 00	Matching Gift-Education	05/06/2014
University of Richmond 28 Westhampton Way Richmond, VA 23175	54-0505965	\$25 00	Matching Gift-Education	05/06/2014
University of Richmond 28 Westhampton Way Richmond, VA 23173	54-0505965	\$500 00	Matching Gift-Education	05/06/2014
University of Virginia P O Box 400807 Charlottesville, VA 22904	54-6001796	\$500 00	Matching Gift-Education	02/10/2014
University of Virginia P O Box 400807 Charlottesville, VA 22904	54-6001796	\$834 00	Matching Gift-Education	10/22/2014
University of Virginia 400 Ray C Hunt Drive, Suite 200 P O Box 400229 Charlottesville, VA 22904	54-6001796	\$5,000 00	Education	02/12/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
UVA - McIntire School of Commerce Found Monroe Hall University of Virginia Charlottesville, VA 22905	51-0159775	\$333 00	Matching Gift-Education	02/10/2014
VA Foundation for Independent Colleges 8010 Ridge Road Richmond, VA 23229	54-0554396	\$15,000 00	Education	03/28/2014
VA Home for Boys and Girls 8716 West Broad Street Henrico, VA 23294	54-0506330	\$10,000 00	Community	10/08/2014
VCU Foundation P O Box 842039 Richmond, VA 23284	54-0757884	\$50,000 00	Community	08/01/2014
VCU Foundation P O Box 842039 Richmond, VA 23284	54-0757884	\$20,000 00	Education	08/15/2014
VCU School of Business Foundation Box 844000 Richmond, VA 23284	20-2661802	\$500 00	Matching Gift - Education	08/04/2014
VCU School of Business Foundation Box 844000 Richmond, VA 23284	20-2661802	\$12,495 00	Education	10/13/2014
Veritas Classical Christian School 6627-B Jahnke Road Richmond, VA 23225	55-0770184	\$2,500 00	Matching Gift- Education	05/06/2014
Veritas Classical Christian School 6627-B Jahnke Road Richmond, VA 23225	55-0770184	\$100 00	Matching Gift- Education	08/04/2014
Virginia Center for Architecture Foundation 2501 Monument Avenue Richmond, VA 23220	54-6054855	\$2,000 00	Community	10/08/2014
Virginia Museum Foundation 200 N Boulevard Richmond, VA 23220	51-0205333	\$2,500 00	Community	10/08/2014
Virginia Tech Foundation, Inc 902 Price Fork Road-0336 Blacksburg, VA 24061	54-0721690	\$125 00	Matching Gift-Education	02/10/2014
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	\$35,715 00	Education	05/23/2014
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	\$1,000 00	Matching Gift-Education	10/22/2014

Recipient Name and Address	TIN	Amount	Reason for Contribution	Date
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	\$5,000 00	Education	10/08/2014
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	\$35,715 00	Education	10/17/2014
Washington and Lee University 204 W Washington Street Lexington, VA 24450	54-0505977	\$2,500 00	Matching Gift - Education	08/05/2014
West End Presbyterian Church 9008 Quiaccasin Road Richmond, VA 23229	54-1678374	\$1,050 00	Matching Gift - Community	02/10/2014
Westminster Presbyterian Church 4103 Monument Avenue Richmond, VA 23230	54-0612463	\$900 00	Matching Gift- Community	08/05/2014
World Harvest Mission P O Box 1244 Albert Lea, MN 56007	23-2223692	\$1,000 00	Matching Gift- Community	02/10/2014
World Vision Micro PO Box 9716 Federal Way, WA 98063	95-1922279	\$50 00	Matching Gift- Community	08/04/2014
YMCA of Greater Richmond 2 West Franklin Street Richmond, VA 23220	54-0505986	\$200 00	Matching Gift-Community	08/04/2014
YMCA of South Hampton Roads 920 Corporate Lane Chesapeake, VA 23320	54-0445205	\$5,000 00	Community	10/08/2014
YWCA of Richmond 6 N 5th Street Richmond, VA 23219	54-0506493	\$1,500 00	Matching Gift- Community	02/10/2014

Contribution Total**\$823,465.00**

Luck Companies Foundation
Statement of Cost and Market Value for Securities
FYE 10/31/2014

TIN: 54-6064982

Security	Cost Basis	Current Value
<i>Wells Fargo #5028002326 (London Company)</i>		
Alebarle Corp Com	154,646 67 C	363,649 02 D
Altria Group Inc	105,158 48 C	313,098 18 D
Apache Corp	235,058 92 C	223,880 00 D
Bank of America Corp	296,514 16 C	315,744 00 D
Bed Bath & Beyond, Inc	289,471 16 C	293,602 40 D
Berkshire Hathaway Inc	225,582 00 C	547,464 96 D
Blackrock Inc	247,767 96 C	431,504 15 D
Bristol Myers Squibb	124,012 73 C	270,467 12 D
Brown Forman	164,477 51 C	317,858 10 D
Carmax Inc	238,857 45 C	477,080 03 D
Chevron Corp	156,780 35 C	287,640 10 D
Cisco Systems Inc	107,085 88 C	169,772 86 D
Coca-Cola Co	157,413 85 C	274,314 00 D
Conocophillips	234,000 29 C	274,891 50 D
Corning, Inc	222,938 91 C	325,143 45 D
E M C Corp Mass	250,154 98 C	325,625 82 D
Eli Lilly & Co	292,331 81 C	392,673 60 D
Energizer Holdings Inc	112,010 51 C	180,050 20 D
General Dynamics Corp	270,133 40 C	567,425 60 D
Intel Corp	188,260 15 C	275,412 98 D
IBM	191,999 36 C	288,522 00 D
Lorillard Inc	204,833 82 C	448,950 00 D
Lowe's	191,662 84 C	436,321 60 D
Microsoft Corp	82,016 83 C	149,394 90 D
Mosaic Co/The	198,880 80 C	179,455 50 D
NewMarket	44,001 76 C	203,317 24 D
Pfizer Inc	278,587 61 C	382,221 90 D
Verizon Communications	175,467 80 C	264,415 50 D
Visa	58,356 53 C	187,591 11 D
Walmart	152,002 35 C	228,428 65 D
Wells Fargo & Co	268,292 83 C	557,869 72 D
Carnival Corp	230,662 93 C	266,596 00 D

TOTAL	<u>6,149,422 63</u>	<u>10,220,382 19</u>
	To K-1	To K-1

Sum (A)=	-	Federal Obligations-Cost
Sum (B)=	-	Federal Obligations-FMV

Sum (C)=	6,149,422.63	Corporate Stock-Cost
Sum (D)=	10,220,382.19	Corporate Stock-FMV