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CISH328747

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

Do not enter Social Security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

DEC 1, 2013

and ending

NOV 30, 2014

Name of foundation

**THE AUGUSTA BROWN HOLLAND
PHILANTHROPIC FOUNDATION, INC.**

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

333 EAST MAIN STREET

Room/suite

401

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

LOUISVILLE, KY 40202

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

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

\$ 14,199,034.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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

A Employer identification number

27-4432220

B Telephone number

502-805-7203C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐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)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a **90,716.**

7 Capital gain net income (from Part IV, line 2)

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

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative

expenses Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements

Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

89,870.**89,870.****159,855.****159,855.****249,725.****249,725.****0.****0.****3,500.****1,750.****16,111.****3,222.****6,102.****102.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.****17,443.****43,450.****22,517.****644,000.****644,000.****687,450.****22,517.****-437,725.****227,208.****17,737.**

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	149,102.	14,434.	14,434.
	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 ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7		11,397,212.	14,184,600.	14,184,600.
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		11,546,314.	14,199,034.	14,199,034.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,546,314.	14,199,034.	
30 Total net assets or fund balances	11,546,314.	14,199,034.		
31 Total liabilities and net assets/fund balances	11,546,314.	14,199,034.		

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	11,546,314.
2 Enter amount from Part I, line 27a	2	-437,725.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	3,090,445.
4 Add lines 1, 2, and 3	4	14,199,034.
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	14,199,034.

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Part IV Capital Gains and Losses for Tax on Investment Income**SEE ATTACHED STATEMENT**

(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				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	90,716.	846.	89,870.	
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				
b				
c				
d				
e			89,870.	
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	89,870.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	588,061.	11,539,970.	.050959
2011	546,466.	10,722,904.	.050963
2010	0.	1,706,780.	.000000
2009			
2008			
2 Total of line 1, column (d)			2 .101922
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 .033974
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 14,212,312.
5 Multiply line 4 by line 3			5 482,849.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,272.
7 Add lines 5 and 6			7 485,121.
8 Enter qualifying distributions from Part XII, line 4			8 658,908.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,272.
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	2,272.
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	2,272.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,803.
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	6,803.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,531.
11	Enter the amount of line 10 to be credited to 2014 estimated tax <input checked="" type="checkbox"/> 4,531. Refunded <input checked="" type="checkbox"/>	11	0.

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) <input checked="" type="checkbox"/> KY		
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(i)(3) or 4942(i)(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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**THE AUGUSTA BROWN HOLLAND
PHILANTHROPIC FOUNDATION, INC.**

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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 N/A	13	X
14	The books are in care of AMY GARTNER Located at 333 EAST MAIN STREET, SUITE 401, LOUISVILLE, KY Telephone no. 502-805-7203 ZIP+4 40202	15	N/A
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes No X

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

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

1a	During the year did the foundation (either directly or indirectly):		Yes	No		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/>	Yes	<input type="checkbox"/>	No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>				1b	X
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?	<input type="checkbox"/>				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	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<input type="checkbox"/>				2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.						
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	<input type="checkbox"/>				3b	N/A
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

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

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

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
AUGUSTA BROWN HOLLAND	DIRECTOR/PRESIDENT			
C/O ZELKOVA STRATEGIC PARTNERS, LLC 3	0.50	0.	0.	0.
LOUISVILLE, KY 40202				
JOHN GILL HOLLAND, JR	DIRECTOR/SECRETARY/TREASURER			
C/O ZELKOVA STRATEGIC PARTNERS, LLC 3	0.50	0.	0.	0.
LOUISVILLE, KY 40202				
OWSLEY BROWN III	DIRECTOR			
C/O ZELKOVA STRATEGIC PARTNERS, LLC 3	0.50	0.	0.	0.
LOUISVILLE, KY 40202				
BROOKE BROWN BARZUN	DIRECTOR			
C/O ZELKOVA STRATEGIC PARTNERS, LLC 3	0.50	0.	0.	0.
LOUISVILLE, KY 40202				

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		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	0.
b	Average of monthly cash balances	1b	244,143.
c	Fair market value of all other assets	1c	14,184,600.
d	Total (add lines 1a, b, and c)	1d	14,428,743.
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	14,428,743.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	216,431.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,212,312.
6	Minimum investment return. Enter 5% of line 5	6	710,616.

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	710,616.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,272.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,272.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	708,344.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	708,344.
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	708,344.

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	658,908.
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	658,908.
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	2,272.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	656,636.

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.

Form 990-PF (2013)

**THE AUGUSTA BROWN HOLLAND
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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				708,344.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
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	95,971.			
f Total of lines 3a through e	95,971.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	658,908.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				658,908.
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))	49,436.			49,436.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	46,535.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	46,535.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	46,535.			
e Excess from 2013				

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N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(i)(5)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- 3 Subtract line 2d from line 2c.
Complete 3a, b, or c for the
alternative test relied upon:

- (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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines:**

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

**THE AUGUSTA BROWN HOLLAND
PHILANTHROPIC FOUNDATION, INC.**

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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				
ACTORS THEATRE OF LOUISVILLE, INC. 316 WEST MAIN STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
AUSTIN FILM SOCIETY 1901 EAST 51ST STREET AUSTIN, TX 78723	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	7,000.
BERNHEIM ARBORETUM AND RESEARCH FOREST HIGHWAY 245 CLERMONT, KY 40110	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
BLESSINGS IN A BACKPACK 4121 SHELBYVILLE ROAD LOUISVILLE, KY 40207	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	3,000.
DOWNTOWN DEVELOPMENT CORPORATION 556 SOUTH 4TH STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
Total	SEE CONTINUATION SHEET(S)			644,000.
b Approved for future payment				
NONE				
Total				0.

**THE AUGUSTA BROWN HOLLAND
PHILANTHROPIC FOUNDATION, INC.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DOWNTOWN DEVELOPMENT CORPORATION 556 SOUTH 4TH STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	20,000.
HABITAT FOR HUMANITY 1600 BANK STREET LOUISVILLE, KY 40203	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	41,500.
INTELLIGENT CHANGE INITIATIVES, INC. 200 WEST VINE STREET, SUITE 420 LEXINGTON, KY 40507	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
INTELLIGENT CHANGE INITIATIVES, INC. 200 WEST VINE STREET, SUITE 420 LEXINGTON, KY 40507	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	20,000.
INTERNATIONAL BLUEGRASS MUSIC MUSEUM INC. 207 EAST 2ND STREET OWENSBORO, KY 42303	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
KENTUCKY COALITION TO ABOLISH THE DEATH PENALTY P.O. BOX 3092 LOUISVILLE, KY 40201	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
KENTUCKY MUSEUM OF ARTS & CRAFTS 715 WEST MAIN STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	83,333.
LOUISVILLE COLLEGIATE SCHOOL P.O. BOX 4369 LOUISVILLE, KY 40204	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	166,667.
LOUISVILLE OLMSTEAD PARKS CONSERVANCY INC 1299 TREVILIAN WAY LOUISVILLE, KY 40213	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
LOUISVILLE ORCHESTRA 323 WEST BROADWAY, SUITE 700 LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	50,000.
Total from continuation sheets				617,000.

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**THE AUGUSTA BROWN HOLLAND
PHILANTHROPIC FOUNDATION, INC.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LOUISVILLE PUBLIC MEDIA 619 SOUTH 4TH STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	100,000.
LOUISVILLE SUSTAINABILITY COUNCIL 611 WEST MAIN STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
MUHAMMAD ALI CENTER 144 NORTH 6TH STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
NATIONAL JUG BAND JUBILEE 218 SOUTH KEATS AVENUE LOUISVILLE, KY 40206	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
NAWBO LOUISVILLE FOUNDATION 614 WEST MAIN STREET, SUITE 6000 LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	1,500.
NETWORK CENTER FOR COMMUNITY CHANGE 334 EAST BROADWAY, SUITE 325 LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	1,000.
OVO, INC. 155 WATER STREET BROOKLYN, NY 11201	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
PLANNED PARENTHOOD OF IND. & KY P.O.BOX 397 INDIANAPOLIS, IN 46206	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	8,000.
PRICHARD COMM. FOR ACADEMIC EXCELLENCE 271 WEST SHORT STREET, SUITE 202 LEXINGTON, KY 40507	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
RIVER FIELDS, INC. 455 SOUTH 4TH STREET, SUITE 990 LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
Total from continuation sheets				

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PHILANTHROPIC FOUNDATION, INC.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEED CAPITAL KENTUCKY, INC. 200 YORK STREET LOUISVILLE, KY 40203	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	33,000.
THE ANDY MAUPIN PORTLAND YOUTH DEVELOPMENT CENTER 6827 PENWAY ROAD LOUISVILLE, KY 40258	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
THE COMMUNITY FOUNDATION OF LOUISVILLE 325 WEST MAIN STREET LOUISVILLE, KY 40202	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	3,000.
THE WINNIPEG FOUNDATION USA 1350 ONE LOMBARD PLACE WINNIPEG, MANITOBA, CANADA R3B 0X3	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
U OF L FOUNDATION INC. 2323 SOUTH BROOK STREET, SUITE 104 LOUISVILLE, KY 40292	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
UNC ACKLAND ART MUSEUM CAMPUS BOX NO. 3400 CHAPEL HILL, NC 27599	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
UNC MOREHEAD-CAIN FOUNDATION P.O. BOX 690 CHAPEL HILL, NC 27514	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
UNC SCHOOL OF LAW CAMPUS BOX NO. 3382 CHAPEL HILL, NC 27599	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
UNC-CHAPEL HILL P.O. BOX 309 CHAPEL HILL, NC 27514	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
WEST END PREPARATORY SCHOOL 3628 VIRGINIA AVENUE LOUISVILLE, KY 40211	NONE	PC PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
Total from continuation sheets				

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Enter gross amounts unless otherwise indicated.

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

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

[illegible]

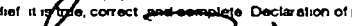

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|---|-------|-----|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| 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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee 		Date 8/17/14	Title PRESIDENT		
Paid Preparer Use Only	Print/Type preparer's name WILLIAM EVERSOLE		Preparer's signature 	Date 6/15/15	Check <input type="checkbox"/> if self-employed	PTIN P00197408
	Firm's name ▶ SUMMIT STRATEGIC ADVISORS, LLC				Firm's EIN ▶ 46-4686980	
	Firm's address ▶ 333 EAST MAIN STREET, SUITE 401 LOUISVILLE, KY 40202				Phone no. 502-805-7202	

Form 990-PF (2013)

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THE AUGUSTA BROWN HOLLAND
PHILANTHROPIC FOUNDATION, INC.

CONTINUATION FOR 990-PF, PART IV
27-4432220 PAGE 1 OF 1

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	DRIFTWOOD HOLDING THREE, LLC K-1	P		
b	DRIFTWOOD HOLDING THREE, LLC K-1	P		
c	DRIFTWOOD HOLDING THREE, LLC K-1 - SECTION 1256 L	P		
d	DRIFTWOOD HOLDING THREE, LLC K-1 - SECTION 1256 L	P		
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 7,347.			7,347.
b 83,369.			83,369.
c		508.	-508.
d		338.	-338.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,347.
b			83,369.
c			-508.
d			-338.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	89,870.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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THE AUGUSTA BROWN HOLLAND PHILANTHROPIC

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FORM 990-PF

OTHER INCOME

STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DRIFTWOOD HOLDING THREE, LLC K-1	159,855.	159,855.	
TOTAL TO FORM 990-PF, PART I, LINE 11	159,855.	159,855.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

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

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	16,111.	3,222.		12,889.
TO FORM 990-PF, PG 1, LN 16C	16,111.	3,222.		12,889.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990-PF ESTIMATED TAXES	6,000.	0.		0.
FOREIGN TAXES	102.	102.		0.
TO FORM 990-PF, PG 1, LN 18	6,102.	102.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS-DRIFTWOOD HOLDING THREE, LLC K-1	17,443.	17,443.		0.
LICENSES AND PERMITS	25.	0.		0.
MARKETING	269.	0.		269.
TOTAL TO FORM 990-PF, PG 1, LN 23	17,737.	17,443.		269.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 6

DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAIN / LOSS DRIFTWOOD HOLDINGS THREE, LLC	3,090,445.
TOTAL TO FORM 990-PF, PART III, LINE 3	3,090,445.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DRIFWOOD HOLDING THREE, LLC	FMV	14,184,600.	14,184,600.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,184,600.	14,184,600.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3 month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	THE AUGUSTA BROWN HOLLAND PHILANTHROPIC FOUNDATION, INC.	Employer identification number (EIN) or 27-4432220
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 333 EAST MAIN STREET, NO. 401	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions LOUISVILLE, KY 40202	

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

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

AMY GARTNER

- The books are in the care of ► **333 EAST MAIN STREET, SUITE 401 - LOUISVILLE, KY 40202**
Telephone No ► **502-805-7203** Fax No. ► **502-805-7221**

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **JULY 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **DEC 1, 2013**, and ending **NOV 30, 2014**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	2,322.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	6,803.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions