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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation THE RUTH M. KNIGHT FOUNDATION, INC
C/O ERIC NAUMBURG, MD

A Employer identification number: 13-6093663

Number and street (or P O box number if mail is not delivered to street address): 6163 DEVON DRIVE

Room/suite:

B Telephone number (see instructions): ( ) -

City or town, state or province, country, and ZIP or foreign postal code: COLUMBIA, MD 21044

C 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 ▶ ☐

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)* ▶ $ 2,426,289.

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)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	49,399.	49,399.	49,399.	ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	82,426.			
b	Gross sales price for all assets on line 6a 406,948.				
7	Capital gain net income (from Part IV, line 2)		82,426.		
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)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	131,825.	131,825.	49,399.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 2	4,250.	4,250.	4,250.	
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)[3]	3,000.	3,000.	3,000.	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	13,939.	13,939.	13,939.	
24	**Total operating and administrative expenses.** Add lines 13 through 23	21,189.	21,189.	21,189.	
25	Contributions, gifts, grants paid	81,000.			81,000.
26	**Total expenses and disbursements** Add lines 24 and 25	102,189.	21,189.	21,189.	81,000.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	29,636.			
b	**Net investment income** (if negative, enter -0-)		110,636.		
c	**Adjusted net income** (if negative, enter -0-)			28,210.	

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JSA **For Paperwork Reduction Act Notice, see instructions.**

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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	681.	491.	491.
	2	Savings and temporary cash investments	71,316.	61,891.	61,891.
	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			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	1,607,303.	1,646,554.	2,363,907.
	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)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,679,300.	1,708,936.	2,426,289.
Liabilities	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)			
	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** ▶ ☒ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,679,300.	1,708,936.	
	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			
	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 instructions)	1,679,300.	1,708,936.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,679,300.	1,708,936.	

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	1,679,300.
2	Enter amount from Part I, line 27a	2	29,636.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,708,936.
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	1,708,936.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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				

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	82,426.
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	0

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))
2013	75,000.	2,103,945.	0.035647
2012	50,000.	1,916,368.	0.026091
2011	57,500.	1,853,762.	0.031018
2010	95,271.	1,749,028.	0.054471
2009	56,000.	1,620,184.	0.034564

2	Total of line 1, column (d)	2	0.181791
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	0.036358
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,329,452.
5	Multiply line 4 by line 3	5	84,694.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,106.
7	Add lines 5 and 6	7	85,800.
8	Enter qualifying distributions from Part XII, line 4	8	81,000.

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

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

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	2,213.
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	2,213.
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	2,213.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . **6a** 1,791.		
b	Exempt foreign organizations - tax withheld at source **6b**		
c	Tax paid with application for extension of time to file (Form 8868) . . . . **6c** 3,500.		
d	Backup withholding erroneously withheld **6d**		
7	Total credits and payments Add lines 6a through 6d	7	5,291.
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	3,078.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax ▶** 3,078. **Refunded ▶**	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
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? . . . . *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ TAXPAYER Telephone no ▶ 410-992-0461

Located at ▶ 6163 DEVON DRIVE COLUMBIA, MD ZIP+4 ▶ 21044

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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 instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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 4945(d)(4)(A)? (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** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
ATCH 6		0	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
NONE				

Total number of other employees paid over $50,000 . . . . ▶

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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**	2,292,526.
b	Average of monthly cash balances	**1b**	72,400.
c	Fair market value of all other assets (see instructions)	**1c**	
d	**Total** (add lines 1a, b, and c)	**1d**	2,364,926.
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**	
3	Subtract line 2 from line 1d	**3**	2,364,926.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	**4**	35,474.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	**5**	2,329,452.
6	**Minimum investment return.** Enter 5% of line 5	**6**	116,473.

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**	116,473.
2a	Tax on investment income for 2014 from Part VI, line 5	**2a**	2,213.		
b	Income tax for 2014 (This does not include the tax from Part VI)	**2b**			
c	Add lines 2a and 2b			**2c**	2,213.
3	Distributable amount before adjustments Subtract line 2c from line 1			**3**	114,260.
4	Recoveries of amounts treated as qualifying distributions			**4**	
5	Add lines 3 and 4			**5**	114,260.
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**	114,260.

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**	81,000.
b	Program-related investments - total from Part IX-B	**1b**	
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**	81,000.
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**	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	**6**	81,000.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				114,260.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			80,691.	
b Total for prior years 20 12 ,20 11 ,20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 81,000.				
a Applied to 2013, but not more than line 2a			80,691.	
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 2014 distributable amount				309.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				113,951.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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*				
ATCH 7				
Total . . . . . . ▶ **3a**				81,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	49,399.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	82,426.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				131,825.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 131,825.

(See worksheet in line 13 instructions to verify calculations)

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

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) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

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

▶ | 6/24/15 | ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID DORFMAN		6/19/15		P01350299

Firm's name ▶ DORFMAN MIZRACH & THALER, LLP — Firm's EIN ▶ 13-1790992

Firm's address ▶ 555 ROUTE ONE SOUTH
ISELIN, NJ 08830 — Phone no 732-404-1860

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					5,901.	
		SEE SCHEDULE ATTACHED				P	VARIOUS	VARIOUS
399,904.		323,371.					76,533.	
		SEE SCHEDULE ATTACHED				P	VARIOUS	VARIOUS
1,143.		1,151.					-8.	
TOTAL GAIN(LOSS)							82,426.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
THRU CHARLES SCHWAB	49,399.	49,399.	49,399.
TOTAL	49,399.	49,399.	49,399.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	4,250.	4,250.	4,250.	
TOTALS	4,250.	4,250.	4,250.	

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FEDERAL INCOME TAXES	3,000.	3,000.	3,000.
TOTALS	3,000.	3,000.	3,000.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INVESTMENT FEES		13,689.	13,689.	13,689.
FILING FEES		250.	250.	250.
	TOTALS	13,939.	13,939.	13,939.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE	1,646,554.	2,363,907.
TOTALS	1,646,554.	2,363,907.

THE RUTH M. KNIGHT FOUNDATION, INC 13-6093663

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
MICHELE NAUMBURG 441 HARDSCRABBLE ROAD NORTH SALEM, NY 10560	VICE PRESIDENT
ELIZABETH H. NAUMBURG 99 CROSMAN TERRACE ROCHESTER, NY 14620	DIRECTOR
ERIC NAUMBURG 6163 DEVON DRIVE COLUMBIA, MD 21044-3821	PRESIDENT
JUDITH ELLEN NAUMBURG 1330 CERRO GORDON ROAD SANTA FE, NM 87501-6167	TREASURER
CHRISTOPHER LONDON 300 CENTRAL PARK W, APT 18H NEW YORK, NY 10024-1584	DIRECTOR
CARLA NAUMBURG 53 ABERDEEN STREET NEWTON, MA 02461	SECRETARY

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
MICHAEL GRAVITZ 4302 CURTIS ROAD CHEVY CHASE, MD 20815	DIRECTOR
TAHLIA SAYERS 7667 HAWKS NEST TRAIL LITTLETON, CO 80125	DIRECTOR

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MANHATTAN SCHOOL OF MUSIC 120 CLAREMONT AVENUE NEW YORK, NY 10027-4698		GENERAL	13,000.
COPLAND HOUSE, INC. 1538 WASHINGTON STREET CORTLANDT MANOR, NY 10567		GENERAL	13,000.
MONTGOMERY COUNTRYSIDE ALLIANCE P.O. BOX 24 POOLESVILLE, MD 20837		GENERAL	15,000.
SANTA FE PERFORMING ARTS COMPANY & SCHOOL, INC. 250 MILL STREET P.O. BOX 22372 SANTA FE, NM 87502		GENERAL	15,000.
UNITED WORKERS ASSOCIATION PO BOX 41547 BALTIMORE, MD 21203		GENERAL	15,000.
YOUNG MARINERS FOUNDATION 151 HARVARD AVENUE STAMFORD, CT 06902		GENERAL	10,000.
		TOTAL CONTRIBUTIONS PAID	81,000.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T.**
▶ **Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.**
▶ **Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.**

OMB No 1545-0092

2014

Name of estate or trust	Employer identification number
THE RUTH M. KNIGHT FOUNDATION, INC C/O ERIC NAUMBURG, MD	13-6093663

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	1,143.	1,151.		-8.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked				

4	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	**4**	
5	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	**5**	
6	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	**6**	( )
7	**Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . ▶	**7**	-8.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	399,904.	323,371.		76,533.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

	LONG-TERM CAPITAL GAIN DIVIDENDS ATTACHMENT 1		5,901.
11	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	**11**	
12	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	**12**	
13	Capital gain distributions.	**13**	
14	Gain from Form 4797, Part I.	**14**	
15	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	**15**	( )
16	**Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	**16**	82,434.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III **Summary of Parts I and II** **Caution:** *Read the instructions* ***before*** *completing this part.*		**(1)** Beneficiaries' (see instr)	**(2)** Estate's or trust's	**(3)** Total
17 **Net short-term gain or (loss)**	17			-8.
18 **Net long-term gain or (loss):**				
a Total for year	18a			82,434.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c 28% rate gain	18c			
19 **Total net gain or (loss).** Combine lines 17 and 18a ▶	19			82,426.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of a The loss on line 19, column (3) **or b** $3,000	20	( )

Note: *If the loss on line 19, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24 If zero or less, enter -0-			26			
27	Subtract line 26 from line 21 If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,500			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% ▶					30	
31	Enter the **smaller** of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $12,150			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33 If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38 If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ **Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.**

▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return
THE RUTH M. KNIGHT FOUNDATION, INC

Social security number or taxpayer identification number
13-6093663

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I Short-Term.

Short-Term. Transactions involving capital assets you held 1 year or less are short-term For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☒ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
SEE SCHEDULE ATTACHED	VARIOUS	VARIOUS	1,143.	1,151.			-8.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			1,143.	1,151.			-8.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
4X2615 2 000

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side
THE RUTH M. KNIGHT FOUNDATION, INC

Social security number or taxpayer identification number
13-6093663

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term For short-term transactions, see page 1

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☒ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
SEE SCHEDULE ATTACHED	VARIOUS	VARIOUS	399,904.	323,371.			76,533.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			399,904.	323,371.			76,533.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

FEDERAL CAPITAL GAIN DIVIDENDS

		ATTACHMENT 1
15% RATE CAPITAL GAIN DIVIDENDS		
THRU CHARLES SCHWAB	5,901.	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		5,901.
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		5,901.

RUTH M. KNIGHT FOUNDATION, INC.
SCHEDULE OF SALES
FOR THE YEAR ENDED DECEMBER 31, 2014

SCHEDULE D - LONG-TERM

SECURITY	DATE ACQUIRED	DATE SOLD	SHARES	SALES PROCEEDS	COST	GAIN OR (LOSS)
Aetna Inc. New	11/19/12	07/23/14	80	6,759	3,327	3,432
Apple Inc.	01/21/11	09/05/14	54	5,337	2,583	2,754
Apple Inc.	05/24/11	09/05/14	11	1,082	526	556
Apple Inc.	08/22/11	7/2/2014,9/5	35	3,352	1,794	1,558
Apple Inc.	11/07/12	07/02/14	56	5,219	4,483	736
Apple Inc.	11/07/12	07/02/14	14	1,318	1,127	190
CDK Global Inc - Spin-off-9-30-14	01/25/10	9/30/2014,10/21	121.667	3,400	1,909	1,492
CDK Global Inc - Spin-off-9-30-14	01/25/10	10/21/14	20	551	315	237
Avalonbay Cmntys Inc.	07/12/13	10/22/14	43	6,472	6,037	435
Avalonbay Cmntys Inc.	07/12/13	10/22/14	8	1,197	1,129	68
Credit Suisse Commodity Return Strat	05/17/12	06/23/14	1,113.816	8,677	8,688	(11)
Credit Suisse Commodity Return Strat	05/17/12	06/23/14	375.269	2,923	2,927	(4)
Credit Suisse Commodity Return Strat	01/17/13	06/23/14	2,706.027	21,080	22,000	(920)
Credit Suisse Commodity Return Strat	01/17/13	06/23/14	369.004	2,875	3,000	(125)
Crown Holdings Inc.	01/17/12	09/05/14	30	1,499	1,027	472
Crown Holdings Inc.	01/17/12	10/22/14	155	7,314	5,308	2,007
Crown Holdings Inc.	01/17/12	10/22/14	30	1,412	1,035	377
Crown Holdings Inc.	03/01/12	09/05/14	125	6,245	4,637	1,608
Crown Holdings Inc.	03/01/12	10/22/14	25	1,176	935	242
Crown Holdings Inc.	06/06/12	10/22/14	115	5,427	3,865	1,562
Directtv	03/07/13	05/01/14	85	6,954	4,194	2,760
Directtv	03/07/13	05/01/14	15	1,220	744	476
Disney Walt Co	08/08/13	08/26/14	110	9,928	7,250	2,678
Disney Walt Co	08/08/13	08/26/14	20	1,798	1,324	473
Fiserv Inc.	07/14/10	02/28/14	150	8,696	3,532	5,165
Fiserv Inc.	07/14/10	02/28/14	20	1,152	473	679
Freeport Mcmoran Copper	09/29/11	06/20/14	235	8,137	7,418	719
Freeport Mcmoran Copper	09/29/11	06/20/14	35	1,209	1,112	97
Freeport Mcmoran Copper	03/06/12	06/20/14	115	3,982	4,486	(505)
Freeport Mcmoran Copper	03/06/12	06/20/14	30	1,036	1,177	(141)

RUTH M. KNIGHT FOUNDATION, INC.
SCHEDULE OF SALES
FOR THE YEAR ENDED DECEMBER 31, 2014

SCHEDULE D - LONG-TERM

SECURITY	DATE ACQUIRED	DATE SOLD	SHARES	SALES PROCEEDS	COST	GAIN OR (LOSS)
Freeport Mcmoran Copper	02/27/13	06/20/14	155	5,367	4,983	383
Freeport Mcmoran Copper	02/27/13	06/20/14	30	1,036	972	65
GNMA #4972575 DD 12/15/28 6%	VAR		754.39	754	754	0
GNMA #4972575 DD 12/15/28 6%	VAR		377.18	377	377	0
Google Inc. Class A	12/17/10	01/03/14	2.00	2,213	1,179	1,033
Google Inc. Class A	02/01/12	01/03/14	3.00	3,319	1,744	1,575
Ishares Russell Midcap Growth Index Fd.	07/02/09	06/27/14	150	13,364	5,340	8,024
Kellogg Company	09/19/13	10/07/14	190	11,487	11,604	(117)
Kellogg Company	09/19/13	10/07/14	30	1,806	1,840	(34)
Kinder Morgan Inc.	06/07/12	02/26/14	190	6,107	6,106	1
Kinder Morgan Inc.	06/07/12	02/26/14	30	961	972	(10)
Kinder Morgan Inc.	08/14/12	02/26/14	145	4,661	5,052	(392)
Kinder Morgan Inc	08/14/12	02/26/14	25	801	879	(77)
Kinder Morgan Inc.	10/12/12	02/26/14	145	4,661	4,990	(329)
Kinder Morgan Inc.	10/12/12	02/26/14	20	641	696	(55)
Matthews Pacific Tiger Fund	04/16/09	06/23/14	302.517	8,154	3,673	4,481
Matthews Pacific Tiger Fund	04/16/09	06/23/14	63.849	1,707	775	932
Matthews Pacific Tiger Fund	07/02/09	06/23/14	395 898	10,671	6,002	4,669
Matthews Pacific Tiger Fund	12/08/11	06/23/14	77 849	2,098	1,608	491
Matthews Pacific Tiger Fund	12/08/11	06/23/14	10 552	282	218	64
Matthews Pacific Tiger Fund	12/13/12	06/23/14	2.847	77	69	8
Matthews Pacific Tiger Fund	12/13/12	06/23/14	0.414	11	10	1
Mc Donalds Corp.	01/06/11	05/23/14	115	11,736	8,583	3,153
Mc Donalds Corp.	01/06/11	05/23/14	10	1,017	752	266
Mc Donalds Corp.	04/11/11	05/23/14	5	510	382	128
Mc Donalds Corp.	06/04/12	05/23/14	55	5,613	4,755	858
Mc Donalds Corp.	06/04/12	05/23/14	15	1,526	1,303	223
Netapp Inc.	12/20/11	10/07/14	115	4,594	4,157	436
Netapp Inc.	12/20/11	10/07/14	15	596	550	46
Netapp Inc.	04/25/12	10/07/14	120	4,793	4,693	100

RUTH M. KNIGHT FOUNDATION, INC.
SCHEDULE OF SALES
FOR THE YEAR ENDED DECEMBER 31, 2014

SCHEDULE D - LONG-TERM

SECURITY	DATE ACQUIRED	DATE SOLD	SHARES	SALES PROCEEDS	COST	GAIN OR (LOSS)
Netapp Inc.	04/25/12	10/07/14	20	795	790	5
Oracle Corporation	02/24/10	04/01/14	5	206	124	82
Oracle Corporation	08/22/11	04/01/14	145	6,016	3,612	2,404
Oracle Corporation	08/22/11	04/01/14	25	1,031	631	401
PG & E Corp	01/25/10	04/14/14	20	891	888	3
PG & E Corp	01/25/10	04/14/14	2	89	90	(2)
PG & E Corp	02/24/10	04/14/14	130	5,792	5,477	314
PG & E Corp	02/24/10	04/14/14	20	887	850	37
PG & E Corp	06/01/11	04/14/14	150	6,683	6,497	186
PG & E Corp	06/01/11	04/14/14	20	887	874	13
Prudential High Yield Fund CL Z	11/07/12	06/27/14	574 218	3,365	3,260	105
Prudential High Yield Fund CL Z	11/07/12	08/01/14	6,480 456	37,024	36,788	235
Prudential High Yield Fund CL Z	11/30/12	06/27/14	32 125	188	182	6
Prudential High Yield Fund CL Z	12/31/12	06/27/14	38 603	226	221	5
Prudential High Yield Fund CL Z	01/17/13	06/27/14	1,727.116	10,111	10,024	87
Prudential High Yield Fund CL Z	01/31/13	06/27/14	44.378	260	256	4
Prudential High Yield Fund CL Z	01/17/13	07/24/14	518.900	3,000	3,013	(13)
Prudential High Yield Fund CL Z	01/17/13	08/01/14	690.081	3,927	4,007	(80)
Prudential High Yield Fund CL Z	02/28/13	06/27/14	46.389	272	267	5
Prudential High Yield Fund CL Z	03/28/13	06/27/14	50.363	295	291	4
Prudential High Yield Fund CL Z	04/30/13	06/27/14	48 307	283	283	(0)
Republic Services Inc.	11/10/10	03/17/14	140	4,722	4,015	707
Republic Services Inc.	11/10/10	03/17/14	16	538	462	76
Republic Services Inc.	11/01/11	03/17/14	165	5,566	4,590	976
Republic Services Inc.	11/23/11	03/17/14	150	5,060	3,909	1,151
Republic Services Inc.	11/01/11	03/17/14	25	840	703	137
Republic Services Inc.	11/23/11	03/17/14	25	840	659	181
Target Corp	01/11/08	08/06/14	100	5,742	5,036	706
Target Corp	01/11/08	08/06/14	10	572	513	60
Target Corp	01/06/11	08/06/14	85	4,881	4,697	183

RUTH M. KNIGHT FOUNDATION, INC.
SCHEDULE OF SALES
FOR THE YEAR ENDED DECEMBER 31, 2014

SCHEDULE D - LONG-TERM

SECURITY	DATE ACQUIRED	DATE SOLD	SHARES	SALES PROCEEDS	COST	GAIN OR (LOSS)
Target Corp	01/06/11	08/06/14	13	744	725	19
Target Corp	03/11/11	08/06/14	85	4,881	4,423	458
Target Corp	03/11/11	08/06/14	15	858	788	70
Union Pacific Corp	03/22/12	10/31/14	1	116	56	60
Union Pacific Corp	09/19/13	10/31/14	60	6,966	4,831	2,135
Union Pacific Corp	09/19/13	10/31/14	14	1,619	1,135	485
United Technologies Corp	02/01/12	02/06/14	55	5,956	4,420	1,536
United Technologies Corp	02/01/12	02/06/14	15	1,618	1,213	405
Walgreen Company	07/14/10	08/06/14	110	6,658	3,254	3,404
Walgreen Company	07/14/10	08/06/14	9	543	269	274
Walgreen Company	01/20/12	08/06/14	145	8,777	4,858	3,919
Walgreen Company	01/20/12	08/06/14	30	1,810	1,012	798
LONG-TERM TOTALS				399,904	323,371	76,533

RUTH M. KNIGHT FOUNDATION, INC.
SCHEDULE OF SALES
FOR THE YEAR ENDED DECEMBER 31, 2014

SECURITY	DATE ACQUIRED	DATE SOLD	SHARES	SALES PROCEEDS	COST	GAIN OR (LOSS)
SCHEDULE D - LONG-TERM						
SCHEDULE D - SHORT-TERM						
Washington Prime Group - 5-28-14-Spin-off	07/02/13	06/11/14	35	665	664	1
Washington Prime Group - 5-28-14-Spin-off	07/02/13	5/28/2014,6/11	5	97	96	1
Washington Prime Group - 5-28-14-Spin-off	09/19/13	06/11/14	17	323	325	(2)
Washington Prime Group - 5-28-14-Spin-off	09/19/13	5/28/2014,6/11	3	58	66	(8)
SHORT-TERM TOTALS				1,143	1,151	(8)

RUTH M. KNIGHT FOUNDATION, INC.
SECURITIES SCHEDULE
December 31, 2014

						(NEG=RET OF CAP)					I D # 13-6093663			
				INV BEGINNING OF PERIOD		PURCHASES OR ACQUISITIONS		SALES OR OTHER DISPOSITIONS				INVENTORY END OF PERIOD		
DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		# SHARES PAR VALUE	COST BASIS	# SHARES PAR VALUE	GROSS COST	# SHARES PAR VALUE	SALES PRICE	DATE SOLD	GAIN OR LOSS	# SHARES PAR VALUE	COST BASIS	MARKET VALUE
05/21/10		Aetna Inc New		290	8,288 33						0 00	290	8,288 33	25,760 70
05/21/10		Aetna Inc New		40	1,150 99						0 00	40	1,150 99	3,553 20
05/18/12		Aetna Inc New		5	200 48						0 00	5	200 48	444 15
11/19/12		Aetna Inc New		105	4,367 34			80	6,759 16	07/23/14	3,431 66	25	1,039 84	2,220 75
11/19/12		Aetna Inc New		5	216 49						0 00	5	216 49	444 15
02/24/10		Alliance Data Systems		62	3,499 77						0 00	62	3,499 77	17,735 10
02/24/10		Alliance Data Systems		11	625 09						0 00	11	625 09	3,146 55
04/30/14		Amazon Com Inc				43	13,051 87				0 00	43	13,051 87	13,345 05
04/30/14		Amazon Com Inc				6	1,828 89				0 00	6	1,828 89	1,862 10
08/05/14		Amazon Com Inc				22	6,862 94				0 00	22	6,862 94	6,827 70
08/05/14		Amazon Com Inc				4	1,255 13				0 00	4	1,255 13	1,241 40
10/07/14		Amazon Com Inc				21	6,742 23				0 00	21	6,742 23	6,517 35
10/07/14		Amazon Com Inc				3	970 85				0 00	3	970 85	931 05
12/21/09		Andarko Petroleum Corp		100	6,248 83						0 00	100	6,248 83	8,250 00
08/22/11		Andarko Petroleum Corp		65	4,286 98						0 00	65	4,286 98	5,362 50
08/22/11		Andarko Petroleum Corp		15	996 19						0 00	15	996 19	1,237 50
05/18/12		Andarko Petroleum Corp		65	4,163 37						0 00	65	4,163 37	5,362 50
05/18/12		Andarko Petroleum Corp		15	967 66						0 00	15	967 66	1,237 50
10/12/12		Andarko Petroleum Corp		70	4,848 02						0 00	70	4,848 02	5,775 00
10/12/12		Andarko Petroleum Corp		15	1,045 89						0 00	15	1,045 89	1,237 50
03/20/13		Angel Oak Multi Strategy Income Fd		3,241 491	40,048 00						0 00	3,241 491	40,048 00	39,092 38
03/20/13		Angel Oak Multi Strategy Income Fd		567 261	7,020 00						0 00	567 261	7,020 00	6,841 17
12/05/13		Angel Oak Multi Strategy Income Fd		3 555	42 83						0 00	3 555	42 83	42 87
12/05/13		Angel Oak Multi Strategy Income Fd		0 622	7 50						0 00	0 622	7 50	7 50
08/11/10		Apache Corp		85	7,914 47						0 00	85	7,914 47	5,326 95
08/11/10		Apache Corp		7	654 94						0 00	7	654 94	438 69
10/05/11		Apache Corp		45	3,563 69						0 00	45	3,563 69	2,820 15
10/05/11		Apache Corp		15	1,193 86						0 00	15	1,193 86	940 05
02/27/13		Apache Corp		65	4,827 87						0 00	65	4,827 87	4,073 55
12/17/10		Apple Inc		40	12,857 56	240					0 00	280	12,857 56	30,906 40
12/17/10		Apple Inc		5	1,615 03	30					0 00	35	1,615 03	3,863 30
01/21/11		Apple Inc		10	3,348 20	60		54	5,337 08	09/05/14	2,754 19	16	765 30	1,766 08
05/24/11		Apple Inc		20	6,670 44	120					0 00	140	6,670 44	15,453 20
05/24/11		Apple Inc		5	1,674 32	30		11	1,082 03	09/05/14	555 81	24	1,148 11	2,649 12
08/22/11		Apple Inc		5	1,793 64	30		35	3,352 09	7/2/2014,9/5	1,558 45	0	0 00	
11/07/12		Apple Inc		8	4,482 90	48		56	5,218 98	07/02/14	736 08	0	0 00	
11/07/12		Apple Inc		2	1,127 44	12		14	1,317 66	07/02/14	190 22	0	0 00	
01/25/10		Auto Data Processing		365	15,100 25		(1,908 67)				0 00	365	13,191 58	30,430 05
01/25/10		CDK Global Inc - Spin-off-9-30-14	SO			121 667	1,908 67	121 667	3,400 37	9/30/2014,10	1,491 70	0	0 00	
01/25/10		Auto Data Processing		60	2,489 96		(314 73)				0 00	60	2,175 23	5,002 20
01/25/10		CDK Global Inc - Spin-off-9-30-14				20	314 73	20	551 24	10/21/14	236 51	0	0 00	
07/12/13		Avalonbay Cmntys Inc		60	8,424 10			43	6,472 10	10/22/14	434 83	17	2,386 83	2,777 63
07/12/13		Avalonbay Cmntys Inc		10	1,411 48			8	1,196 82	10/22/14	67 64	2	282 30	326 78
01/06/14		Avalonbay Cmntys Inc				57	6,862 99				0 00	57	6,862 99	9,313 23
01/06/14		Avalonbay Cmntys Inc				9	1,091 17				0 00	9	1,091 17	1,470 51
12/21/09		Bank of America Corp		345	5,310 18						0 00	345	5,310 18	6,172 05
12/21/09		Bank of America Corp		60	931 15						0 00	60	931 15	1,073 40
04/06/11		Bank of America Corp		315	4,327 51						0 00	315	4,327 51	5,635 35
04/06/11		Bank of America Corp		40	557 34						0 00	40	557 34	715 60
02/28/14		Bank of America Corp				505	8,321 25				0 00	505	8,321 25	9,034 45
02/28/14		Bank of America Corp				70	1,161 15				0 00	70	1,161 15	1,252 30
07/23/14		Bank of America Corp				435	6,783 38				0 00	435	6,783 38	7,782 15
07/23/14		Bank of America Corp				70	1,099 09				0 00	70	1,099 09	1,252 30
05/14/10		Blackrock Inc		7	1,194 48						0 00	7	1,194 48	2,502 92
05/14/10		Blackrock Inc		2	342 85						0 00	2	342 85	715 12
11/08/10		Blackrock Inc		25	4,243 08						0 00	25	4,243 08	8,939 00
11/08/10		Blackrock Inc		5	855 78						0 00	5	855 78	1,787 80
05/23/12		Blackrock Inc		19	3,072 77						0 00	19	3,072 77	6,793 64
01/17/13		Boeing Co		100	7,520 90						0 00	100	7,520 90	12,998 00
01/17/13		Boeing Co		15	1,135 74						0 00	15	1,135 74	1,949 70
02/15/13		Boeing Co		70	5,255 22						0 00	70	5,255 22	9,098 60

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

December 31, 2014

(NEG=RET OF CAP)

I.D. # 13-6093663

				INV. BEGINNING OF PERIOD		PURCHASES OR ACQUISITIONS		SALES OR OTHER DISPOSITIONS				INVENTORY END OF PERIOD		
DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		# SHARES PAR VALUE	COST BASIS	# SHARES PAR VALUE	GROSS COST	# SHARES PAR VALUE	SALES PRICE	DATE SOLD	GAIN OR LOSS	# SHARES PAR VALUE	COST BASIS	MARKET VALUE
02/15/13		Boeing Co		15	1,133 15						0 00	15	1,133 15	1,949 70
03/01/13		Capital One Financial Group		195	10,018 57						0 00	195	10,018 57	16,097 25
03/01/13		Capital One Financial Group		30	1,548 89						0 00	30	1,548 89	2,476 50
04/05/13		Capital One Financial Group		90	4,921 28						0 00	90	4,921 28.	7,429 50
04/05/13		Capital One Financial Group		10	554 76						0 00	10	554 76	825 50
12/01/06		Caterpillar Inc 5 7% 8/15/16		50,000	52,877 17						0 00	50,000	52,877 17	53,888 15
07/16/12		Check Pt Software Tech F		100	4,607 68						0 00	100	4,607 68	7,857 00
07/16/12		Check Pt Software Tech F		15	698 76						0 00	15	698 76	1,178 55
08/27/12		Check Pt Software Tech F		90	4,404 77						0 00	90	4,404 77	7,071 30
01/05/05		Cisco Systems Inc		435	8,129 41						0 00	435	8,129 41	12,099 53
01/05/05		Cisco Systems Inc		67	1,259 29						0 00	67	1,259 29	1,863 61
04/11/11		Cisco Systems Inc		265	4,662 30						0 00	265	4,662 30	7,370 98
04/11/11		Cisco Systems Inc		35	623 54						0 00	35	623 54	973 53
04/01/14		Cisco Systems Inc				45	1,053 99				0 00	45	1,053 99	1,251 68
04/01/14		Cisco Systems Inc				305	7,092 00				0 00	305	7,092 00	8,483 58
04/06/11		Citigroup Inc		244	11,253 01						0 00	244	11,253 01	13,202 84
04/06/11		Citigroup Inc		22	1,018 59						0 00	22	1,018 59	1,190 42
05/17/11		Citigroup Inc		140	5,816 26						0 00	140	5,816 26	7,575 40
05/17/11		Citigroup Inc		20	838 57						0 00	20	838 57	1,082 20
02/28/14		Citigroup Inc				15	738 26				0 00	15	738 26	811 65
06/06/13		Citrix Systems Inc		135	8,449 50						0 00	135	8,449 50	8,613 00
06/06/13		Citrix Systems Inc		20	1,259 40						0 00	20	1,259 40	1,276 00
10/24/13		Citrix Systems Inc		105	6,177 64						0 00	105	6,177 64	6,699 00
10/24/13		Citrix Systems Inc		20	1,183 94						0 00	20	1,183 94	1,276 00
03/17/14		Colgate-Palmolive Co				245	15,785 87				0 00	245	15,785 87	16,951 55
03/17/14		Colgate-Palmolive Co				35	2,262 80				0 00	35	2,262 80	2,421 65
08/22/11		Comcast Cp New CL A		470	9,449 15						0 00	470	9,449 15	27,264 70
11/12/14		Comcast Cp New CL A				135	7,263 32				0 00	135	7,263 32	7,831 35
01/26/05		Comcast Cp New CL A SPL		65	1,408 62						0 00	65	1,408 62	3,741 73
01/26/05		Comcast Cp New CL A SPL		31	673 75						0 00	31	673 75	1,784 52
10/10/05		Comcast Cp New CL A SPL		150	2,811 80						0 00	150	2,811 80	8,634 75
08/22/11		Comcast Cp New CL A SPL		215	4,308 74						0 00	215	4,308 74	12,376 48
08/22/11		Comcast Cp New CL A SPL		40	808 91						0 00	40	808 91	2,302 60
10/06/14		Comcast Cp New CL A SPL				15	808 00				0 00	15	808 00	863 48
11/11/14		Comcast Cp New CL A SPL				20	1,063 29				0 00	20	1,063 29	1,151 30
08/02/11		Covidien Plc New		125	5,653 57						0 00	125	5,653 57	12,785 00
08/02/11		Covidien Plc New		5	227 86						0 00	5	227 86	511 40
11/02/11		Covidien Plc New		90	3,739 74						0 00	90	3,739 74	9,205 20
11/02/11		Covidien Plc New		10	422 79						0 00	10	422 79	1,022 80
12/09/11		Covidien Plc New		95	3,859 16						0 00	95	3,859 16	9,716 60
12/09/11		Covidien Plc New		25	1,021 59						0 00	25	1,021 59	2,557 00
09/12/14		Covidien Plc New				115	10,448 11				0 00	115	10,448 11	11,762 20
09/12/14		Covidien Plc New				15	1,370 58				0 00	15	1,370 58	1,534 20
05/17/12		Credit Suisse Commodity Return Strat		1,113 816	8,687 76			1,113 816	8,676 63	06/23/14	(11 14)	0 000	0 00	
05/17/12		Credit Suisse Commodity Return Strat		375 269	2,927 10			375 269	2,923 35	06/23/14	(3 75)	0 000	0 00	
01/17/13		Credit Suisse Commodity Return Strat		2,706 027	22,000 00			2,706 027	21,079 95	06/23/14	(920 05)	0 000	0 00	
01/17/13		Credit Suisse Commodity Return Strat		369 004	3,000 00			369 004	2,874 54	06/23/14	(125 46)	0 000	0 00	
01/17/12		Crown Holdings Inc		30	1,027 31			30	1,498 83	09/05/14	471 52	0	0 00	
01/17/12		Crown Holdings Inc	LAY	155	5,307 77			155	7,314 36	10/22/14	2,006 59	0	0 00	
01/17/12		Crown Holdings Inc		30	1,034 81			30	1,411 79	10/22/14	376 98	0	0 00	
03/01/12		Crown Holdings Inc		125	4,637 15			125	6,245 10	09/05/14	1,607 95	0	0 00	
03/01/12		Crown Holdings Inc		25	934 59			25	1,176 50	10/22/14	241 91	0	0 00	
06/06/12		Crown Holdings Inc		115	3,864 65			115	5,426 78	10/22/14	1,562 13	0	0 00	
04/04/00		CVS Health Corp	LAY	200	4,491 45						0 00	200	4,491 45	19,262 00
04/04/00		CVS Health Corp	LAY	27	607 83						0 00	27	607 83	2,600 37
07/20/12		CVS Health Corp		100	4,502 72						0 00	100	4,502 72	9,631 00
07/20/12		CVS Health Corp		20	907 70						0 00	20	907 70	1,926 20
09/21/10		Danaher Corp Del		185	7,601 35						0 00	185	7,601 35	15,856 35
09/21/10		Danaher Corp Del		27	1,117 03						0 00	27	1,117 03	2,314 17
08/22/11		Danaher Corp Del		90	3,726 25						0 00	90	3,726 25	7,713 90
08/22/11		Danaher Corp Del		20	835 02						0 00	20	835 02	1,714 20
06/06/12		Danaher Corp Del		65	3,322 07						0 00	65	3,322 07	5,571 15

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

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						(NEG=RET OF CAP)					I.D. # 13-6093663			
				INV. BEGINNING OF PERIOD		PURCHASES OR ACQUISITIONS		SALES OR OTHER DISPOSITIONS				INVENTORY END OF PERIOD		
DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		# SHARES PAR VALUE	COST BASIS	# SHARES PAR VALUE	GROSS COST	# SHARES PAR VALUE	SALES PRICE	DATE SOLD	GAIN OR LOSS	# SHARES PAR VALUE	COST BASIS	MARKET VALUE
03/07/13		Directtv		210	10,361 09			85	6,954 27	05/01/14	2,760 50	125	6,167 32	10,837 50
03/07/13		Directtv		30	1,487 83			15	1,219 85	05/01/14	475 94	15	743 92	1,300 50
08/08/13		Disney Walt Co		175	11,533 72			110	9,927 78	08/26/14	2,678 01	65	4,283 95	6,122 35
08/08/13		Disney Walt Co		25	1,655 35			20	1,797 73	08/26/14	473 45	5	331 07	470 95
08/28/13		Disney Walt Co		90	5,495 31						0 00	90	5,495 31	8,477 10
08/28/13		Disney Walt Co		20	1,228 14						0 00	20	1,228 14	1,883 80
01/09/13		Dollar General Corp New		225	9,674 16						0 00	225	9,674 16	15,907 50
01/09/13		Dollar General Corp New		35	1,512 43						0 00	35	1,512 43	2,474 50
06/04/13		Dollar General Corp New		105	5,209 95						0 00	105	5,209 95	7,423 50
06/04/13		Dollar General Corp New		15	751 95						0 00	15	751 95	1,060 50
06/07/12		EMC Corp Mass		180	4,417 26						0 00	180	4,417 26	5,353 20
06/07/12		EMC Corp Mass		35	866 12						0 00	35	866 12	1,040 90
10/26/12		EMC Corp Mass		215	5,155 38						0 00	215	5,155 38	6,394 10
10/26/12		EMC Corp Mass		40	966 43						0 00	40	966 43	1,189 60
11/19/12		EMC Corp Mass		185	4,489 22						0 00	185	4,489 22	5,501 90
11/19/12		EMC Corp Mass		10	251 13						0 00	10	251 13	297 40
03/05/13		EMC Corp Mass		205	4,866 34						0 00	205	4,866 34	6,096 70
03/05/13		EMC Corp Mass		45	1,075 21						0 00	45	1,075 21	1,338 30
02/24/10		EQT Corp		50	2,202 93						0 00	50	2,202 93	3,785 00
02/24/10		EQT Corp		5	221 26						0 00	5	221 26	378 50
06/15/10		EQT Corp		90	3,728 12						0 00	90	3,728 12	6,813 00
06/15/10		EQT Corp		15	628 81						0 00	15	628 81	1,135 50
04/16/09		Express Scripts Hldg Co	LAY	125	3,703 79						0 00	125	3,703 79	10,583 75
09/20/11		Express Scripts Hldg Co		90	3,799 58						0 00	90	3,799 58	7,620 30
09/20/11		Express Scripts Hldg Co		15	640 72						0 00	15	640 72	1,270 05
10/06/11		Express Scripts Hldg Co		100	4,001 94						0 00	100	4,001 94	8,467 00
10/06/11		Express Scripts Hldg Co		15	607 90						0 00	15	607 90	1,270 05
04/03/12		Express Scripts Hldg Co	MER	56	3,163 44						0 00	56	3,163 44	4,741 52
04/03/12		Express Scripts Hldg Co	MER	12	677 88						0 00	12	677 88	1,016 04
04/03/12		Express Scripts Hldg Co		85	4,768 79						0 00	85	4,768 79	7,196 95
04/03/12		Express Scripts Hldg Co		20	1,128 91						0 00	20	1,128 91	1,693 40
11/04/13		Express Scripts Hldg Co		80	4,986 55						0 00	80	4,986 55	6,773 60
11/04/13		Express Scripts Hldg Co		20	1,253 35						0 00	20	1,253 35	1,693 40
10/27/09		Fidelity National Info Services		249	5,628 12						0 00	249	5,628 12	15,487 80
10/13/10		Fidelity National Info Services		20	557 65						0 00	20	557 65	1,244 00
10/13/10		Fidelity National Info Services		28	783 56						0 00	28	783 56	1,741 60
07/14/10		Fiserv Inc		480	11,301 21			150	8,696 38	02/28/14	5,164 75	330	7,769 58	23,420 10
07/14/10		Fiserv Inc		70	1,655 74			20	1,151 76	02/28/14	678 69	50	1,182 67	3,548 50
09/29/11		Freeport Mcmoran Copper		235	7,417 87			235	8,136 57	06/20/14	718 70	0	0 00	
09/29/11		Freeport Mcmoran Copper		35	1,112 41			35	1,209 15	06/20/14	96 74	0	0 00	
03/06/12		Freeport Mcmoran Copper		115	4,486 30			115	3,981 73	06/20/14	(504 57)	0	0 00	
03/06/12		Freeport Mcmoran Copper		30	1,176 96			30	1,036 42	06/20/14	(140 54)	0	0 00	
02/27/13		Freeport Mcmoran Copper		155	4,983 26			155	5,366 67	06/20/14	383 41	0	0 00	
02/27/13		Freeport Mcmoran Copper		30	971 72			30	1,036 42	06/20/14	64 70	0	0 00	
04/02/84		General Electric	LAY	1,170	8,135 51						0 00	1,170	8,135 51	29,565 90
01/05/05		General Electric		30	1,088 09						0 00	30	1,088 09	758 10
03/31/05		General Electric		50	1,816 45						0 00	50	1,816 45	1,263 50
04/16/09		General Electric		100	1,197 95						0 00	100	1,197 95	2,527 00
05/08/13		General Electric Cap Cp 2 25% 11/9/15		40,000	41,520 60						0 00	40,000	41,520 60	40,545 68
		GNMA #4972575 DD 12/15/28 6%		3,064	5,312 29			754 39	754 39	VAR	0 00	2,309	4,557 90	2,632 23
		GNMA #4972575 DD 12/15/28 6%		1,532	1,352 53			377 18	377 18	VAR	0 00	1,155	975 35	1,316 11
05/08/13		Goldman Sachs 3 625% 2/7/16		40,000	42,652 20						0 00	40,000	42,652 20	41,051 20
05/08/13		Goldman Sachs 3 625% 2/7/16		25,000	26,667 00						0 00	25,000	26,667 00	25,657 00
12/17/10		Google Inc Class A		2	1,179 10			2 00	2,212 58	01/03/14	1,033 48	0	0 00	
03/15/11		Google Inc Class A		8	4,520 82		(2,256 79)				0 00	8	2,264 03	4,245 28
03/15/11		Google Inc Class C - 4/2/14 Spin-off	SO			8	2,256 79				0 00	8	2,256 79	4,211 20
03/15/11		Google Inc Class A		1	572 93		(286 01)				0 00	1	286 92	530 66
03/15/11		Google Inc Class C - 4/2/14 Spin-off	SO			1	286 01				0 00	1	286 01	526 40
05/24/11		Google Inc Class A		10	5,236 38		(2,614 00)				0 00	10	2,622 38	5,306 60
05/24/11		Google Inc Class C - 4/2/14 Spin-off				10	2,614 00				0 00	10	2,614 00	5,264 00
05/24/11		Google Inc Class A		2	1,054 44		(526 38)				0 00	2	528 06	1,061 32
05/24/11		Google Inc Class C - 4/2/14 Spin-off	SO			2	526 38				0 00	2	526 38	1,052 80

RUTH M. KNIGHT FOUNDATION, INC.

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				INV BEGINNING		PURCHASES OR		SALES OR OTHER				INVENTORY END		
				OF PERIOD		ACQUISITIONS		DISPOSITIONS					OF PERIOD	
DATE		TYPE AND NAME OF		# SHARES	COST	# SHARES	GROSS	# SHARES	SALES	DATE	GAIN	# SHARES	COST	MARKET
ACQUIRED	xfer	SECURITY		PAR VALUE	BASIS	PAR VALUE	COST	PAR VALUE	PRICE	SOLD	OR LOSS	PAR VALUE	BASIS	VALUE
02/01/12		Google Inc Class A		3	1,743 79			3 00	3,318 87	01/03/14	1,575 08	0	0 00	
02/01/12		Google Inc Class A	LAY	5	2,906 31		(1,450 83)				0 00	5	1,455 48	2,653 30
02/01/12		Google Inc Class C - 4/2/14 Spin-off	SO			5	1,450 83				0 00	5	1,450 83	2,632 00
10/02/14		Google Inc Class C				26	13,988 81				0 00	26	13,988 81	13,686 40
10/02/14		Google Inc Class C				4	2,159 70				0 00	4	2,159 70	2,105 60
07/02/09		Harbor International Fund Inst Cl		705 716	30,036 00						0 00	705 716	30,036 00	45,716 28
07/02/09		Harbor International Fund Inst Cl		70 572	3,020 00						0 00	70 572	3,020 00	4,571 65
07/22/11		Harbor International Fund Inst Cl		166 985	10,726 62						0 00	166 985	10,726 62	10,817 29
07/22/11		Harbor International Fund Inst Cl		41 411	2,665 79						0 00	41 411	2,665 79	2,682 60
11/13/13		Home Depot Inc		200	15,444 81						0 00	200	15,444 81	20,994 00
11/13/13		Home Depot Inc		30	2,324 33						0 00	30	2,324 33	3,149 10
11/25/13		Home Depot Inc		70	5,602 09						0 00	70	5,602 09	7,347 90
11/25/13		Home Depot Inc		15	1,207 48						0 00	15	1,207 48	1,574 55
02/06/14		Home Depot Inc				85	6,463 51				0 00	85	6,463 51	8,922 45
02/06/14		Home Depot Inc				10	768 31				0 00	10	768 31	1,049 70
07/02/09		Ishares Russell Midcap Growth Index Fd		800	28,479 35			150	13,364 11	06/27/14	8,024 23	650	23,139 47	60,599 50
07/02/09		Ishares Russell Midcap Growth Index Fd		100	3,567 75						0 00	100	3,567 75	9,323 00
06/23/14		IVA Intl Fd Cl I				2,779 322	50,049 95				0 00	2,779 322	50,049 95	45,664 26
06/23/14		IVA Intl Fd Cl I				416 898	7,520 00				0 00	416 898	7,520 00	6,849 63
12/17/14		IVA Intl Fd Cl I				93 280	1,521 40				0 00	93 280	1,521 40	1,532 59
12/17/14		IVA Intl Fd Cl I				13 992	228 21				0 00	13 992	228 21	229 89
08/02/12		Johnson & Johnson		135	9,227 07						0 00	135	9,227 07	14,116 95
08/17/12		Johnson & Johnson		70	4,742 23						0 00	70	4,742 23	7,319 90
08/02/12		Johnson & Johnson		20	1,374 60						0 00	20	1,374 60	2,091 40
08/17/12		Johnson & Johnson		10	685 13						0 00	10	685 13	1,045 70
01/17/13		JP Morgan Exch Traded Alerian MLP FD		1,200	50,006 23						0 00	1,200	50,006 23	55,140 00
01/17/13		JP Morgan Exch Traded Alerian MLP FD		160	6,675 25						0 00	160	6,675 25	7,352 00
11/13/13		JP Morgan Chase 3 45% 3/1/16		50,000	52,692 00						0 00	50,000	52,692 00	51,288 30
02/03/10		JPMorgan Chase & Co		375	15,116 44						0 00	375	15,116 44	23,467 50
02/03/10		JPMorgan Chase & Co		60	2,426 33						0 00	60	2,426 33	3,754 80
05/11/12		JPMorgan Chase & Co		120	4,510 99						0 00	120	4,510 99	7,509 60
05/11/12		JPMorgan Chase & Co		25	946 88						0 00	25	946 88	1,564 50
09/19/13		Kellogg Company		190	11,603 78			190	11,486 90	10/07/14	(116 88)	0	0 00	
09/19/13		Kellogg Company		30	1,839 71			30	1,806 18	10/07/14	(33 53)	0	0 00	
06/07/12		Kinder Morgan Inc		190	6,106 22			190	6,107 09	02/26/14	0 87	0	0 00	
06/07/12		Kinder Morgan Inc		30	971 68			30	961 26	02/26/14	(10 42)	0	0 00	
08/14/12		Kinder Morgan Inc		145	5,052 44			145	4,660 67	02/26/14	(391 77)	0	0 00	
08/14/12		Kinder Morgan Inc		25	878 52			25	801 05	02/26/14	(77 47)	0	0 00	
10/12/12		Kinder Morgan Inc		145	4,989 61			145	4,660 67	02/26/14	(328 94)	0	0 00	
10/12/12		Kinder Morgan Inc		20	695 94			20	640 84	02/26/14	(55 10)	0	0 00	
08/06/14		Macys Inc				175	10,344 54				0 00	175	10,344 54	11,506 25
08/13/14		Macys Inc				125	7,119 90				0 00	125	7,119 90	8,218 75
08/06/14		Macys Inc				25	1,485 46				0 00	25	1,485 46	1,643 75
08/13/14		Macys Inc				20	1,146 70				0 00	20	1,146 70	1,315 00
10/28/13		Marathon Oil Corp		335	12,099 87						0 00	335	12,099 87	9,477 15
10/28/13		Marathon Oil Corp		50	1,813 57						0 00	50	1,813 57	1,414 50
12/12/13		Marathon Oil Corp		175	6,351 65						0 00	175	6,351 65	4,950 75
12/12/13		Marathon Oil Corp		25	915 05						0 00	25	915 05	707 25
04/16/09		Matthews Pacific Tiger Fund		2,880 214	34,965 80			302 517	8,153 98	06/23/14	4,481 43	2,577 697	31,293 24	68,463 63
04/16/09		Matthews Pacific Tiger Fund		477 410	5,795 75			63 849	1,706 85	06/23/14	931 72	413 561	5,020 63	10,984 18
07/02/09		Matthews Pacific Tiger Fund		395 898	6,001 81			395 898	10,670 95	06/23/14	4,669 14	0 000	0 00	
12/08/11		Matthews Pacific Tiger Fund		77 849	1,607 59			77 849	2,098 33	06/23/14	490 74	0 000	0 00	
12/08/11		Matthews Pacific Tiger Fund		10 552	217 89			10 552	282 08	06/23/14	64 19	0 000	0 00	
12/13/12		Matthews Pacific Tiger Fund		2 847	68 66			2 847	76 74	06/23/14	8 08	0 000	0 00	
12/13/12		Matthews Pacific Tiger Fund		0 414	9 99			0 414	11 07	06/23/14	1 08	0 000	0 00	
12/12/13		Matthews Pacific Tiger Fund		21 550	536 15						0 00	21 550	536 15	572 37
12/12/13		Matthews Pacific Tiger Fund		3 135	78 00						0 00	3 135	78 00	83 27
12/11/14		Matthews Pacific Tiger Fund				120 778	3,193 36				0 00	120 778	3,193 36	3,207 86
12/11/14		Matthews Pacific Tiger Fund				19 362	511 94				0 00	19 362	511 94	514 25
01/06/11		Mc Donalds Corp		115 000	8,582 80			115	11,735 99	05/23/14	3,153 19	0 000	0 00	
01/06/11		Mc Donalds Corp		10 000	751 52			10	1,017 45	05/23/14	265 93	0 000	0 00	
04/11/11		Mc Donalds Corp		5 000	382 32			5	510 26	05/23/14	127 94	0 000	0 00	

RUTH M. KNIGHT FOUNDATION, INC.
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				INV BEGINNING OF PERIOD		PURCHASES OR ACQUISITIONS		SALES OR OTHER DISPOSITIONS				INVENTORY END OF PERIOD		
DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		# SHARES PAR VALUE	COST BASIS	# SHARES PAR VALUE	GROSS COST	# SHARES PAR VALUE	SALES PRICE	DATE SOLD	GAIN OR LOSS	# SHARES PAR VALUE	COST BASIS	MARKET VALUE
04/11/11		Mc Donalds Corp		0 000	0 00						0 00	0 000	0 00	
06/04/12		Mc Donalds Corp		55 000	4,755 11			55	5,612 87	05/23/14	857 76	0 000	0 00	
06/04/12		Mc Donalds Corp		15 000	1,303 36			15	1,526 18	05/23/14	222 82	0 000	0 00	
06/20/14		Medtronic Inc				140	9,032 31				0 00	140 000	9,032 31	10,108 00
06/20/14		Medtronic Inc				20	1,298 00				0 00	20 000	1,298 00	1,444 00
03/25/10		Merck & Co Inc New		185	7,047 56						0 00	185	7,047 56	10,506 15
03/25/10		Merck & Co Inc New		35	1,340 99						0 00	35	1,340 99	1,987 65
05/14/10		Merck & Co Inc New		95	3,124 95						0 00	95	3,124 95	5,395 05
05/14/10		Merck & Co Inc New		10	336 95						0 00	10	336 95	567 90
09/21/10		Merck & Co Inc New		100	3,677 85						0 00	100	3,677 85	5,679 00
09/21/10		Merck & Co Inc New		17	632 66						0 00	17	632 66	965 43
03/15/11		Microsoft Corp		450	11,432 81						0 00	450	11,432 81	20,902 50
03/15/11		Microsoft Corp		60	1,530 99						0 00	60	1,530 99	2,787 00
05/24/11		Microsoft Corp		230	5,560 05						0 00	230	5,560 05	10,683 50
05/24/11		Microsoft Corp		35	853 68						0 00	35	853 68	1,625 75
12/20/11		Netapp Inc		115	4,157 24			115	4,593 54	10/07/14	436 30	0	0 00	
12/20/11		Netapp Inc		15	550 03			15	595 89	10/07/14	45 86	0	0 00	
04/25/12		Netapp Inc		120	4,693 07			120	4,793 26	10/07/14	100 19	0	0 00	
04/25/12		Netapp Inc		20	789 64			20	794 53	10/07/14	4 89	0	0 00	
05/23/14		Omnicom Group Inc				190	13,258 01				0 00	190	13,258 01	14,719 30
05/23/14		Omnicom Group Inc				30	2,100 91				0 00	30	2,100 91	2,324 10
07/16/14		Omnicom Group Inc				95	6,797 31				0 00	95	6,797 31	7,359 65
07/16/14		Omnicom Group Inc				15	1,080 80				0 00	15	1,080 80	1,162 05
06/29/09		Oracle Corporation		660	14,242 92						0 00	660	14,242 92	29,680 20
02/24/10		Oracle Corporation		100	2,485 95			5	206 27	04/01/14	81 97	95	2,361 65	4,272 15
08/22/11		Oracle Corporation		195	4,858 17			145	6,016 03	04/01/14	2,403 54	50	1,245 68	2,248 50
08/22/11		Oracle Corporation		25	630 65			25	1,031 33	04/01/14	400 68	0	0 00	
07/12/13		Oracle Corporation		140	4,441 27						0 00	140	4,441 27	6,295 80
07/12/13		Oracle Corporation		30	958 73						0 00	30	958 73	1,349 10
01/25/10		PG & E Corp		20	887 75			20	891 03	04/14/14	3 28	0	0 00	
01/25/10		PG & E Corp		2	90 37			2	88 74	04/14/14	(1 63)	0	0 00	
02/24/10		PG & E Corp		130	5,477 24			130	5,791 70	04/14/14	314 46	0	0 00	
02/24/10		PG & E Corp		20	850 23			20	887 37	04/14/14	37 14	0	0 00	
06/01/11		PG & E Corp		150	6,496 96			150	6,682 74	04/14/14	185 78	0	0 00	
06/01/11		PG & E Corp		20	874 02			20	887 37	04/14/14	13 35	0	0 00	
08/24/09		Pepsico Incorporated		120	6,862 27						0 00	120	6,862 27	11,347 20
08/24/09		Pepsico Incorporated		10	573 39						0 00	10	573 39	945 60
02/20/14		Pepsico Incorporated				85	6,665 93				0 00	85	6,665 93	8,037 60
02/20/14		Pepsico Incorporated				20	1,575 30				0 00	20	1,575 30	1,891 20
06/29/09		Praxair Inc		135	9,780 77						0 00	135	9,780 77	17,490 60
06/29/09		Praxair Inc		19	1,381 43						0 00	19	1,381 43	2,461 64
02/03/10		Praxair Inc		15	1,160 24						0 00	15	1,160 24	1,943 40
02/03/10		Praxair Inc		5	394 42						0 00	5	394 42	647 80
10/12/12		Praxair Inc		55	5,756 44						0 00	55	5,756 44	7,125 80
10/12/12		Praxair Inc		9	949 45						0 00	9	949 45	1,166 04
06/20/14		Prudential Financial Inc				150	13,651 77				0 00	150	13,651 77	13,569 00
06/20/14		Prudential Financial Inc				20	1,827 99				0 00	20	1,827 99	1,809 20
07/16/14		Prudential Financial Inc				75	6,818 34				0 00	75	6,818 34	6,784 50
07/16/14		Prudential Financial Inc				15	1,370 83				0 00	15	1,370 83	1,356 90
10/07/14		Prudential Financial Inc				80	6,848 85				0 00	80	6,848 85	7,236 80
10/07/14		Prudential Financial Inc				15	1,291 43				0 00	15	1,291 43	1,356 90
11/07/12		Prudential High Yield Fund CL Z		574 218	3,259 72			574 218	3,364 92	06/27/14	105 20	0 000	0 00	
11/07/12		Prudential High Yield Fund CL Z	LAY	6,480 456	36,788 28			6,480 456	37,023 73	08/01/14	235 45	0 000	0 00	
11/30/12		Prudential High Yield Fund CL Z		32 125	182 15			32 125	188 25	06/27/14	6 10	0 000	0 00	
12/31/12		Prudential High Yield Fund CL Z		38 603	220 81			38 603	226 21	06/27/14	5 40	0 000	0 00	
01/17/13		Prudential High Yield Fund CL Z		1,727 116	10,024 00			1,727 116	10,110 52	06/27/14	86 52	0 000	0 00	
01/31/13		Prudential High Yield Fund CL Z		44 378	255 62			44 378	260 06	06/27/14	4 44	0 000	0 00	
01/17/13		Prudential High Yield Fund CL Z		518 900	3,013 02			518 900	3,000 00	07/24/14	(13 02)	0 000	0 00	
01/17/13		Prudential High Yield Fund CL Z	LAY	690 081	4,006 98			690 081	3,927 26	08/01/14	(79 72)	0 000	0 00	
02/28/13		Prudential High Yield Fund CL Z		46 389	267 20			46 389	271 84	06/27/14	4 64	0 000	0 00	
03/28/13		Prudential High Yield Fund CL Z		50 363	291 10			50 363	295 13	06/27/14	4 03	0 000	0 00	
04/30/13		Prudential High Yield Fund CL Z		48 307	283 08			48 307	283 08	06/27/14	(0 00)	0 000	0 00	

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

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					(NEG=RET OF CAP)						I.D # 13-6093663			
				INV BEGINNING OF PERIOD		PURCHASES OR ACQUISITIONS		SALES OR OTHER DISPOSITIONS				INVENTORY END OF PERIOD		
DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		# SHARES PAR VALUE	COST BASIS	# SHARES PAR VALUE	GROSS COST	# SHARES PAR VALUE	SALES PRICE	DATE SOLD	GAIN OR LOSS	# SHARES PAR VALUE	COST BASIS	MARKET VALUE
11/10/10		Republic Services Inc		140	4,015 30			140	4,722 41	03/17/14	707 11	0	0 00	
11/10/10		Republic Services Inc		16	461 96			16	537 85	03/17/14	75 89	0	0 00	
11/01/11		Republic Services Inc		165	4,590 04			165	5,565 69	03/17/14	975 65	0	0 00	
11/23/11		Republic Services Inc		150	3,908 76			150	5,059 72	03/17/14	1,150 96	0	0 00	
11/01/11		Republic Services Inc		25	703 06			25	840 39	03/17/14	137 33	0	0 00	
11/23/11		Republic Services Inc		25	658 92			25	840 39	03/17/14	181 47	0	0 00	
02/21/12		Ridgeworth Seix Float Rate High Inc		5,107 832	45,000 00						0 00	5,107 832	45,000 00	44,693 53
01/17/13		Ridgeworth Seix Float Rate High Inc		553 710	5,000 00						0 00	553 710	5,000 00	4,844 96
01/17/13		Ridgeworth Seix Float Rate High Inc		775 194	7,000 00						0 00	775 194	7,000 00	6,782 95
08/01/14		Ridgeworth Seix Float Rate High Inc				1,109 878	10,000 00				0 00	1,109 878	10,000 00	9,711 43
07/02/13		Simon Property Group		69	11,097 53		(664 08)				0 00	69	10,433 45	12,565 59
07/02/13		Washington Prime Group - 5-28-14-Spin-off	SO			35	664 08	35	664 58	06/11/14	0 51	0	0 00	
07/02/13		Simon Property Group		10	1,615 99		(96 70)				0 00	10	1,519 29	1,821 10
07/02/13		Washington Prime Group - 5-28-14-Spin-off				5	96 70	5	96 42	5/28/2014,6/11	(0 28)	0	0 00	
09/19/13		Simon Property Group		35	5,437 31		(325 37)				0 00	35	5,111 94	6,373 85
09/19/13		Washington Prime Group - 5-28-14-Spin-off	SO			17	325 37	17	322 80	06/11/14	(2 57)	0	0 00	
09/19/13		Simon Property Group		7	1,094 62		(65 50)				0 00	7	1,029 12	1,274 77
09/19/13		Washington Prime Group - 5-28-14-Spin-off				3	65 50	3	57 85	5/28/2014,6/11	(7 65)	0	0 00	
12/07/06		Stryker Corp		135	7,229 04						0 00	135	7,229 04	12,734 55
12/07/06		Stryker Corp		20	1,077 03						0 00	20	1,077 03	1,886 60
10/29/10		Stryker Corp		10	502 84						0 00	10	502 84	943 30
08/03/11		Stryker Corp		70	3,635 92						0 00	70	3,635 92	6,603 10
08/03/11		Stryker Corp		10	527 09						0 00	10	527 09	943 30
06/06/12		Stryker Corp		55	2,823 60						0 00	55	2,823 60	5,188 15
01/11/08		Target Corp		100	5,035 95			100	5,742 15	08/06/14	706 20	0	0 00	
01/11/08		Target Corp		10	512 55			10	572 19	08/06/14	59 64	0	0 00	
01/06/11		Target Corp		85	4,697 48			85	4,880 83	08/06/14	183 34	0	0 00	
01/06/11		Target Corp		13	725 18			13	743 85	08/06/14	18 66	0	0 00	
03/11/11		Target Corp		85	4,422 87			85	4,880 83	08/06/14	457 96	0	0 00	
03/11/11		Target Corp		15	787 88			15	858 28	08/06/14	70 40	0	0 00	
04/24/13		Teradata Corp		105	5,254 29						0 00	105	5,254 29	4,586 40
04/24/13		Teradata Corp		25	1,257 84						0 00	25	1,257 84	1,092 00
05/09/13		Teradata Corp		105	5,766 05						0 00	105	5,766 05	4,586 40
05/09/13		Teradata Corp		15	831 39						0 00	15	831 39	655 20
08/11/10		T J X Cos Inc		185	3,893 81						0 00	185	3,893 81	12,687 30
08/11/10		T J X Cos Inc		10	212 02						0 00	10	212 02	685 80
03/13/13		T J X Cos Inc		165	7,438 85						0 00	165	7,438 85	11,315 70
03/13/13		T J X Cos Inc		40	1,810 14						0 00	40	1,810 14	2,743 20
06/03/14		T J X Cos Inc				120	6,511 26				0 00	120	6,511 26	8,229 60
06/03/14		T J X Cos Inc				20	1,092 67				0 00	20	1,092 67	1,371 60
03/22/12		Union Pacific Corp		60	6,635 42	60					0 00	120	6,635 42	14,295 60
03/22/12		Union Pacific Corp		10	1,113 36	10		1	115 66	10/31/14	59 99	19	1,057 69	2,263 47
09/19/13		Union Pacific Corp		40	6,441 79	40		60	6,966 40	10/31/14	2,135 06	20	1,610 45	2,382 60
09/19/13		Union Pacific Corp		7	1,134 70	7		14	1,619 23	10/31/14	484 53	0	0 00	
10/09/09		Unitedhealth Group Inc		310	7,602 93						0 00	310	7,602 93	31,337 90
10/09/09		Unitedhealth Group Inc		45	1,110 56						0 00	45	1,110 56	4,549 05
08/23/12		U S Bancorp		145	4,776 09						0 00	145	4,776 09	6,517 75
08/23/12		U S Bancorp		30	995 25						0 00	30	995 25	1,348 50
11/01/12		U S Bancorp		140	4,720 62						0 00	140	4,720 62	6,293 00
01/07/13		U S Bancorp		165	5,427 60						0 00	165	5,427 60	7,416 75
01/07/13		U S Bancorp		35	1,158 36						0 00	35	1,158 36	1,573 25
08/26/14		U S Bancorp				215	9,142 95				0 00	215	9,142 95	9,664 25
08/26/24		U S Bancorp				35	1,495 88				0 00	35	1,495 88	1,573 25
07/25/06		United Technologies Corp		195	11,845 25						0 00	195	11,845 25	22,425 00
01/11/08		United Technologies Corp		30	2,200 25						0 00	30	2,200 25	3,450 00
02/01/12		United Technologies Corp		70	5,625 96			55	5,956 43	02/06/14	1,536 03	15	1,205 56	1,725 00
02/01/12		United Technologies Corp		15	1,212 60			15	1,617 97	02/06/14	405 37	0	0 00	
10/29/10		V F Corporation	LAY	240	5,019 17						0 00	240	5,019 17	17,976 00
10/29/10		V F Corporation		40	840 37						0 00	40	840 37	2,996 00
05/18/12		V F Corporation	LAY	20	676 75						0 00	20	676 75	1,498 00
05/18/12		V F Corporation	LAY	8	272 75						0 00	8	272 75	599 20
02/27/14		Verizon Communications				275	13,070 49				0 00	275	13,070 49	12,864 50

RUTH M. KNIGHT FOUNDATION, INC.
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			INV. BEGINNING		PURCHASES OR		SALES OR OTHER				INVENTORY END		
			OF PERIOD		ACQUISITIONS		DISPOSITIONS					OF PERIOD	
DATE		TYPE AND NAME OF	# SHARES	COST	# SHARES	GROSS	# SHARES	SALES	DATE	GAIN	# SHARES	COST	MARKET
ACQUIRED	xfer	SECURITY	PAR VALUE	BASIS	PAR VALUE	COST	PAR VALUE	PRICE	SOLD	OR LOSS	PAR VALUE	BASIS	VALUE
02/27/14		Verizon Communications			40	1,908 81				0 00	40	1,908 81	1,871 20
08/05/14		Verizon Communications			130	6,468 73				0 00	130	6,468 73	6,081 40
08/05/14		Verizon Communications			20	1,002 76				0 00	20	1,002 76	935 60
09/05/14		Verizon Communications			160	7,991 14				0 00	160	7,991 14	7,484 80
09/05/14		Verizon Communications			25	1,256 17				0 00	25	1,256 17	1,169 50
08/20/12		Virtus Emerging Markets Opportunity Fd	5,186 722	50,049 95						0 00	5,186 722	50,049 95	51,296 68
08/20/12		Virtus Emerging Markets Opportunity Fd	622 407	6,020 00						0 00	622 407	6,020 00	6,155 61
12/20/12		Virtus Emerging Markets Opportunity Fd	15 136	155 60						0 00	15 136	155 60	149 70
12/20/12		Virtus Emerging Markets Opportunity Fd	1 816	18 67						0 00	1 816	18 67	17 96
12/20/13		Virtus Emerging Markets Opportunity Fd	1 106	10 40						0 00	1 106	10 40	10 94
12/20/13		Virtus Emerging Markets Opportunity Fd	0 133	1 25						0 00	0 133	1 25	1 32
06/20/14		Virtus Emerging Markets Opportunity Fd			46 563	478 67				0 00	46 563	478 67	460 51
06/20/14		Virtus Emerging Markets Opportunity Fd			5 588	57 44				0 00	5 588	57 44	55 27
12/22/14		Virtus Emerging Markets Opportunity Fd			7 438	73 49				0 00	7 438	73 49	73 56
12/22/14		Virtus Emerging Markets Opportunity Fd			0 893	8 82				0 00	0 893	8 82	8 83
12/20/10		Visa Inc CL A	75	5,086 99						0 00	75	5,086 99	19,665 00
12/20/10		Visa Inc CL A	5	341 64						0 00	5	341 64	1,311 00
09/05/14		Visa Inc CL A			40	8,556 83				0 00	40	8,556 83	10,488 00
09/05/14		Visa Inc CL A			12	2,573 32				0 00	12	2,573 32	3,146 40
07/14/10		Walgreen Company	110	3,254 42			110	6,658 15	08/06/14	3,403 73	0	0 00	
07/14/10		Walgreen Company	9	268 63			9	543 01	08/06/14	274 38	0	0 00	
01/20/12		Walgreen Company	145	4,857 76			145	8,776 66	08/06/14	3,918 90	0	0 00	
01/20/12		Walgreen Company	30	1,012 15			30	1,810 03	08/06/14	797 88	0	0 00	
12/21/09		Wells Fargo & Co New	520	14,257 69						0 00	520	14,257 69	28,506 40
12/21/09		Wells Fargo & Co New	80	2,200 72						0 00	80	2,200 72	4,385 60
04/19/11		Wells Fargo & Co New	20	601 99						0 00	20	601 99	1,096 40
05/21/10		Williams Companies	295	4,616 92						0 00	295	4,616 92	13,257 30
03/20/12		Williams Companies	145	4,601 69						0 00	145	4,601 69	6,516 30
03/20/12		Williams Companies	35	1,117 54						0 00	35	1,117 54	1,572 90
12/13/12		Williams Companies	150	4,725 03						0 00	150	4,725 03	6,741 00
12/13/12		Williams Companies	20	637 76						0 00	20	637 76	898 80
05/21/10		Williams Companies	31	488 16						0 00	31	488 16	1,393 14
10/10/14		Williams Companies			140	7,034 33				0 00	140	7,034 33	6,291 60
10/10/14		Williams Companies			20	1,012 58				0 00	20	1,012 58	898 80
		dividends - interest - 7115-6661											
		dividends - interest - 6082-1170											
		dividends - interest - 4119-9017											
		dividends - interest - 2172-4921											
		cap gain distributions - 4119-9017											
		cap gain distributions - 2172-4921											
		SCH Adv Cash Resrv Prem	0	0 00						0 00	0	0 00	
		less Cash & Cash Equivalents											
		Checking	0	0 00						0 00	0	0 00	
		TOTALS		1,607,303.11		363,773.07		401,045.19		76,522.47		1,646,553.47	2,363,907.19