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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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: LOIS CHILES FOUNDATION

A Employer identification number: 20-1673659

Number and street (or P O box number if mail is not delivered to street address): C/O ANCHIN, 1375 BROADWAY

Room/suite:

B Telephone number (see instructions): ( ) -

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10018

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: [X] 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)* ▶ $ 1,450,102.

J Accounting method [X] 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	32.	32.		ATCH 1
	4 Dividends and interest from securities	4,512.	4,512.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-2,541.			
	b Gross sales price for all assets on line 6a 739,270.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	2,003.	4,544.		
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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)[3]	8,059.	228.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	282.	32.		250.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,341.	260.		250.
	25 Contributions, gifts, grants paid	161,500.			161,500.
	26 Total expenses and disbursements Add lines 24 and 25	169,841.	260.		161,750.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-167,838.			
	b **Net investment income** (if negative, enter -0-)		4,284.		
	c **Adjusted net income** (if negative, enter -0-)				

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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)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	181,716.	47,100.	47,100.
	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	1,056,826.	1,023,604.	1,403,002.
	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)	1,238,542.	1,070,704.	1,450,102.
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			
	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	1,238,542.	1,070,704.	
	30	**Total net assets or fund balances** (see instructions)	1,238,542.	1,070,704.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,238,542.	1,070,704.	

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	1,238,542.
2	Enter amount from Part I, line 27a	2	-167,838.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,070,704.
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	1,070,704.

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	-2,541.
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	301,550.	1,015,258.	0.297018
2012	61,397.	114,902.	0.534342
2011	84,079.	107,262.	0.783866
2010	137,356.	209,486.	0.655681
2009	106,891.	270,976.	0.394467

2	**Total** of line 1, column (d)	2	2.665374
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	0.533075
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,539,603.
5	Multiply line 4 by line 3	5	820,724.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	43.
7	Add lines 5 and 6	7	820,767.
8	Enter qualifying distributions from Part XII, line 4	8	161,750.

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	86.
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	86.
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	86.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 1,000.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,000.
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	914.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 914. **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 ▶ ANCHIN, BLOCK & ANCHIN LLP Telephone no ▶ 212-840-3456			
	Located at ▶ 1375 BROADWAY NEW YORK, NY ZIP+4 ▶ 10018			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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		X
	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		
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)*

			Yes	No
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? *If "Yes" to 6b, file Form 8870*	6b		X
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 ▶

JSA
4E1460 1 000
10840G 3846 716339

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	1,499,174.
b	Average of monthly cash balances	1b	63,875.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,563,049.
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	1,563,049.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	23,446.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,539,603.
6	**Minimum investment return.** Enter 5% of line 5	6	76,980.

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	76,980.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	86.		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	86.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	76,894.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	76,894.
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	76,894.

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	161,750.
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	161,750.
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	161,750.

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				76,894.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12 ,20 11 ,20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . . . . 108,016.				
b From 2010 . . . . . . 137,755.				
c From 2011 . . . . . . 49,724.				
d From 2012 . . . . . . 55,658.				
e From 2013 . . . . . . 266,629.				
f **Total** of lines 3a through e	617,782.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 161,750.				
a Applied to 2013, but not more than line 2a				
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				76,894.
e Remaining amount distributed out of corpus	84,856.			
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	702,638.			
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				
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)	108,016.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	594,622.			
10 Analysis of line 9				
a Excess from 2010 . . . 137,755.				
b Excess from 2011 . . . 49,724.				
c Excess from 2012 . . . 55,658.				
d Excess from 2013 . . . 266,629.				
e Excess from 2014 . . . 84,856.				

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			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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))

LOIS CHILES

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 ▶ [X] 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				
SEE ATTACHED SCHEDULE #2				161,500.
Total ▶ 3a				161,500.
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			14	32.	
4 Dividends and interest from securities			14	4,512.	
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	-2,541.	
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)				2,003.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 2,003.

(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

Lois Chiles | July 2, 2015

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
PAUL GEVERTZMAN	CPA	6/17/15		P00448404

Firm's name ▶ ANCHIN BLOCK & ANCHIN LLP — Firm's EIN ▶ 13-0436940

Firm's address ▶ 1375 BROADWAY NEW YORK, NY 10018-7001 — Phone no 212-840-3456

LOIS CHILES FOUNDATION 20-1673659

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)	
		PUBLICLY TRADED SECURITIES (ST LOSS) PROPERTY TYPE: SECURITIES				P	01/01/2014	12/31/2014
438,074.		518,439.					-80,365.	
		PUBLICLY TRADED SECURITIES (LT GAIN) PROPERTY TYPE: SECURITIES				P	01/01/2013	12/31/2014
301,196.		223,372.					77,824.	
TOTAL GAIN(LOSS)							-2,541.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TD BANK	32.	32.
TOTAL	32.	32.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GILDER, GAGNON, & HOWE	4,512.	4,512.
TOTAL	4,512.	4,512.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD	228.	228.
FED EXCISE TAX ON NET INV INC	7,831.	
TOTALS	8,059.	228.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FILING FEES	250.		250.
BANK FEES	32.	32.	
TOTALS	282.	32.	250.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCH. 1	1,023,604.	1,403,002.
TOTALS	1,023,604.	1,403,002.

LOIS CHILES FOUNDATION 20-1673659

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

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LOIS CHILES C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	PRESIDENT 3.00	0	0	0
SUE KIEL C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	VICE PRESIDENT 3.00	0	0	0
GARY S. CASTLE C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	SECRETARY 3.00	0	0	0
	GRAND TOTALS	0	0	0

FEDERAL FOOTNOTES

PART VII-B QUESTION 1A 4 - COMPENSATION PAID RELATED TO DISQUALIFIED PERSON DETAIL: THE FOUNDATION MAINTAINS A BROKERAGE ACCOUNT WITH GILDER GAGNON HOWE & CO LLC, AT WHICH RICHARD GILDER, THE SPOUSE OF FOUNDATION OFFICER LOIS CHILES, IS A MEMBER. STANDARD BROKERAGE COMMISSIONS ARE APPLIED TO THE ACCOUNT.

Detail Appraisal Report - as of December 31, 2014

Lois Chiles Foundation
990-PF Part II, Line 10b
SCHEDULE # 1
EIN#: 20-1673659

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
775	***ARM HLDGS ORD GBP0 0005 Security A008081	02/13/2013 ST		0 10	14 6686	11,368 19	15 4806	11,997 45	629 26 5 54%
485	ALNYLAM PHARMACEUTICALS INC Security ALNY	07/03/2013 ST		0 00	36 6068	17,754 30	97 0000	47,045 00	29,290 70 164 98%
14	AMAZON COM INC Security AMZN	06/01/2009 ST		0 00	79 1186	1,107 66	310 3500	4,344 90	3,237 24 292 26%
4	AMAZON COM INC Security AMZN	08/02/2012 ST		0 00	235 6225	942 49	310 3500	1,241 40	298 91 31 71%
70	AMAZON COM INC Security AMZN	02/12/2013 ST		0 00	262 4629	18,372 40	310 3500	21,724 50	3,352 10 18 25%
43	AMAZON COM INC Security AMZN	09/20/2013 ST		0 00	321 6823	13,832 34	310 3500	13,345 05	(487 29) (3 52%)
57	AMAZON COM INC Security AMZN	01/08/2014 ST		0 00	404 5912	23,061 70	310 3500	17,689 95	(5,371 75) (23 29%)
188	**Total for AMZN**			**AVG Unit Cost**	**304.8755**	**57,316.59**		**58,345.80**	**1,029.21 1.80%**
962	***AMIRA NATURE FOODS LTD Security ANFI	02/10/2014 ST		0 00	19 9179	19,161 04	14 3500	13,804 70	(5,356 34) (27 95%)
31	BIOMARIN PHARMACEUTICAL INC Security BMRN	01/24/2012 ST		0 00	35 5094	1,100 79	90 4000	2,802 40	1,701 61 154 58%
14	BIOMARIN PHARMACEUTICAL INC Security BMRN	02/13/2012 ST		0 00	38 7714	542 80	90 4000	1,265 60	722 80 133 16%
29	BIOMARIN PHARMACEUTICAL INC Security BMRN	07/24/2012 ST		0 00	39 2786	1,139 08	90 4000	2,621 60	1,482 52 130 15%
29	BIOMARIN PHARMACEUTICAL INC Security BMRN	12/06/2012 ST		0 00	48 5455	1,407 82	90 4000	2,621 60	1,213 78 86 22%
135	BIOMARIN PHARMACEUTICAL INC Security BMRN	02/11/2013 ST		0 00	55 8293	7,536 96	90 4000	12,204 00	4,667 04 61 92%
152	BIOMARIN PHARMACEUTICAL INC Security BMRN	06/04/2013 ST		0 00	61 0453	9,278 89	90 4000	13,740 80	4,461 91 48 09%

Lois Chiles Foundation
990-PF Part II, Line 10b
SCHEDULE # 1
EIN#: 20-1673659

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
390	**Total for BMRN**			**AVG Unit Cost**	**53.8624**	**21,006.34**		**35,256.00**	**14,249.66** **67.84%**
112	CRAY INC Security CRAY	12/12/2012 ST		0 00	14 9244	1,671 53	34 4800	3,861 76	2,190 23 131 03%
638	CRAY INC Security CRAY	05/10/2013 ST		0 00	16 9974	10,844 31	34 4800	21,998 24	11,153 93 102 86%
392	CRAY INC Security CRAY	07/08/2013 ST		0 00	20 9518	8,213 09	34 4800	13,516 16	5,303 07 64 57%
1,142	**Total for CRAY**			**AVG Unit Cost**	**18.1514**	**20,728.93**		**39,376.16**	**18,647 23** **89.96%**
971	DELTA AIR LINES INC DEL COM Security DAL	10/16/2014 ST		0 36	32 7423	31,792 74	49 1900	47,763 49	15,970 75 50 23%
217	TABLEAU SOFTWARE INC CL A Security DATA	03/03/2014 ST		0 00	97 1288	21,076 95	84 7600	18,392 92	(2,684 03) (12 73%)
1,337	DEXCOM INC Security DXCM	07/10/2013 ST		0 00	22 4306	29,989 74	55 0500	73,601 85	43,612 11 145 42%
327	EHEALTH INC Security EHTH	01/24/2014 ST		0 00	59 1220	19,332 89	24 9200	8,148 84	(11,184 05) (57 85%)
399	EPIZYME INC COM Security EPZM	10/31/2013 ST		0 00	40 3745	16,109 43	18 8700	7,529 13	(8,580 30) (53 26%)
155	EXACT SCIENCES CORP Security EXAS	05/14/2012 ST		0 00	10 7212	1,661 78	27 4400	4,253 20	2,591 42 155 94%
251	EXACT SCIENCES CORP Security EXAS	03/12/2013 ST		0 00	10 1808	2,555 38	27 4400	6,887 44	4,332 06 169 53%
688	EXACT SCIENCES CORP Security EXAS	10/10/2014 ST		0 00	24 7786	17,047 70	27 4400	18,878 72	1,831 02 10 74%
1,094	**Total for EXAS**			**AVG Unit Cost**	**19.4377**	**21,264.86**		**30,019 36**	**8,754.50** **41 17%**
441	FACEBOOK INC CL A Security FB	07/24/2013 ST		0 00	31 3490	13,824 92	78 0200	34,406 82	20,581 90 148 88%
311	FACEBOOK INC CL A Security FB	09/18/2013 ST		0 00	45 3175	14,093 74	78 0200	24,264 22	10,170 48 72 16%
112	FACEBOOK INC CL A Security FB	10/06/2014 ST		0 00	77 8977	8,724 54	78 0200	8,738 24	13 70 0 16%
864	**Total for FB**			**AVG Unit Cost**	**42 4111**	**36,643.20**		**67,409 28**	**30,766 08** **83.96%**

Lois Chiles Foundation
990-PF Part II, Line 10b
SCHEDULE # 1
EIN#: 20-1673659

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
560	FOUNDATION MEDICINE INC COM Security FMI	10/31/2013 ST		0 00	32 5019	18,201 04	22 2200	12,443 20	(5,757 84) (31 63%)
342	FIESTA RESTAURANT GROUP INC Security FRGI	09/11/2013 ST		0 00	34 5400	11,812 68	60 8000	20,793 60	8,980 92 76 03%
169	FIESTA RESTAURANT GROUP INC Security FRGI	10/02/2013 ST		0 00	38 5971	6,522 91	60 8000	10,275 20	3,752 29 57 52%
511	**Total for FRGI**			**AVG Unit Cost**	**35 8818**	**18,335 59**		**31,068.80**	**12,733.21 69.45%**
77	KEURIG GREEN MOUNTAIN INC COM Security GMCR	02/07/2013 ST		1 15	46 4325	3,575 30	132 3950	10,194 41	6,619 11 185 13%
108	KEURIG GREEN MOUNTAIN INC COM Security GMCR	07/31/2013 ST		1 15	78 5788	8,486 51	132 3950	14,298 66	5,812 15 68 49%
192	KEURIG GREEN MOUNTAIN INC COM Security GMCR	10/17/2013 ST		1 15	66 2220	12,714 63	132 3950	25,419 84	12,705 21 99 93%
377	**Total for GMCR**			**AVG Unit Cost**	**65.7200**	**24,776.44**		**49,912.91**	**25,136.47 101.45%**
3	GOOGLE INC CL C Security GOOG	01/20/2012 ST		0 00	296.7700	890 31	526 4000	1,579 20	688 89 77 38%
3	GOOGLE INC CL A Security GOOGL	01/20/2012 ST		0 00	297 7233	893 17	530 6600	1,591 98	698 81 78 24%
52	GOOGLE INC CL A Security GOOGL	09/03/2014 ST		0 00	596 2988	31,007 54	530 6600	27,594 32	(3,413 22) (11 01%)
55	**Total for GOOGL**			**AVG Unit Cost**	**580.0129**	**31,900.71**		**29,186.30**	**(2,714.41) (8.51%)**
296	W R GRACE & CO-DEL NEW Security GRA	09/09/2013 ST		0 00	85 4549	25,294 65	95 3900	28,235 44	2,940 79 11 63%
13,601	***HOTELES CITY EXPRESS SAB DE CV Security H033831	10/16/2014 ST		0 00	1 7190	23,380 41	1 5787	21,472 50	(1,907 91) (8 16%)
341	***HDFC BK LTD ADR REPSTG 3 SHS Security HDB	05/19/2014 ST		0 32	47 4399	16,177 00	50 7500	17,305 75	1,128 75 6 98%
2,880	***ICICI BANK LTD SPONSORED ADR Security IBN	04/02/2014 ST		0 15	8 9466	25,766 08	11 5500	33,264 00	7,497 92 29 10%

Lois Chiles Foundation
990-PF Part II, Line 10b
SCHEDULE # 1
EIN#: 20-1673659

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
141	ILLUMINA INC Security ILMN	11/25/2014 ST		0 00	191 6380	27,020 96	184 5800	26,025 78	(995 18) (3 68%)
559	INCYTE CORPORATION FORMERLY INCYTE GENOMICS INC Security INCY	08/21/2013 ST		0 00	36 9874	20,675 94	73 1100	40,868 49	20,192 55 97 66%
977	***LARSEN & TOURBO GDR REG S UK LISTED Security L006894	06/10/2014 ST		0 00	29 6497	28,967 75	23 3000	22,764 10	(6,203 65) (21 42%)
884	LDR HOLDING CORPORATION Security LDRH	05/15/2014 ST		0 00	24 5000	21,658 00	32 7800	28,977 52	7,319 52 33 80%
77	LINKEDIN CORPORATION COM CL A Security LNKD	05/09/2013 ST		0 00	179 4594	13,818 37	229 7100	17,687 67	3,869 30 28 00%
54	LINKEDIN CORPORATION COM CL A Security LNKD	05/14/2013 ST		0 00	183 1900	9,892 26	229 7100	12,404 34	2,512 08 25 39%
131	**Total for LNKD**			**AVG Unit Cost**	**180 9972**	**23,710.63**		**30,092.01**	**6,381.38** **26.91%**
595	LULULEMON ATHLETICA INC Security LULU	10/09/2014 ST		0 00	41 9621	24,967 46	55 7900	33,195 05	8,227 59 32 95%
315	***MORPHOSYS Security M019556	08/28/2013 ST		0 00	74 6099	23,502 11	92 8785	29,256 73	5,754 62 24 49%
11	NETFLIX COM INC Security NFLX	04/12/2012 ST		0 00	104 2564	1,146 82	341 6100	3,757 71	2,610 89 227 66%
16	NETFLIX COM INC Security NFLX	04/23/2012 ST		0 00	103 4438	1,655 10	341 6100	5,465 76	3,810 66 230 24%
120	NETFLIX COM INC Security NFLX	01/30/2013 ST		0 00	167 9761	20,157 13	341 6100	40,993 20	20,836 07 103 37%
147	**Total for NFLX**			**AVG Unit Cost**	**156.1840**	**22,959.05**		**50,216.67**	**27,257.62** **118.72%**
349	NIKE INC-CL B Security NKE	08/22/2014 ST		1 12	80 1900	27,986 32	96 1500	33,556 35	5,570 03 19 90%
2,740	***OCADO GROUP PLC Security P026248	07/17/2013 ST		0 00	4 9621	13,596 07	6 2233	17,051 97	3,455 90 25 42%
1,255	***OCADO GROUP PLC Security P026248	12/20/2013 ST		0 00	7 4930	9,403 66	6 2233	7,810 30	(1,593 36) (16 94%)
3,995	**Total for P026248**			**AVG Unit Cost**	**5 7571**	**22,999 73**		**24,862.27**	**1,862.54** **8.10%**
53	PACIRA PHARMACEUTICALS INC Security PCRX	09/12/2012 ST		0 00	18 0092	954 49	88 6600	4,698 98	3,744 49 392 30%

Lois Chiles Foundation
990-PF Part II, Line 10b
SCHEDULE # 1
EIN#: 20-1673659

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
36	PACIRA PHARMACEUTICALS INC Security PCRX	10/12/2012 ST		0 00	18 0781	650 81	88 6600	3,191 76	2,540 95 390 43%
220	PACIRA PHARMACEUTICALS INC Security PCRX	02/28/2013 ST		0 00	22 0994	4,861 87	88 6600	19,505 20	14,643 33 301 19%
319	PACIRA PHARMACEUTICALS INC Security PCRX	05/09/2013 ST		0 00	27 8574	8,886 50	88 6600	28,282 54	19,396 04 218 26%
182	PACIRA PHARMACEUTICALS INC Security PCRX	10/09/2013 ST		0 00	50 9892	9,280 04	88 6600	16,136 12	6,856 08 73 88%
810	**Total for PCRX**			**AVG Unit Cost**	**30.4120**	**24,633.71**		**71,814 60**	**47,180.89** **191.53%**
7,182	***SAFARICOM NPV Security S024166	02/11/2013 ST		0 01	0 0653	469 24	0 1551	1,113 76	644 52 137 35%
24,644	***SAFARICOM NPV Security S024166	02/13/2013 ST		0 01	0 0652	1,607 92	0 1551	3,821 72	2,213 80 137 68%
135,495	***SAFARICOM NPV Security S024166	09/27/2013 ST		0 01	0 0994	13,466 25	0 1551	21,012 19	7,545 94 56 04%
167,321	**Total for S024166**			**AVG Unit Cost**	**0.0929**	**15,543.41**		**25,947 67**	**10,404.26** **66.94%**
286	SPIRIT AIRLINES INC Security SAVE	03/11/2013 ST		0 00	24 1218	6,898 84	75 5800	21,615 88	14,717 04 213 33%
601	SOLARCITY CORPORATION COMMON STOCK Security SCTY	08/02/2013 ST		0 00	41 2231	24,775 07	53 4800	32,141 48	7,366 41 29 73%
56	SAREPTA THERAPEUTICS INC COM Security SRPT	10/12/2012 ST		0 00	30 2895	1,696 21	14 4700	810 32	(885 89) (52 23%)
309	SAREPTA THERAPEUTICS INC COM Security SRPT	01/25/2013 ST		0 00	28 2282	8,722 52	14 4700	4,471 23	(4,251 29) (48 74%)
365	**Total for SRPT**			**AVG Unit Cost**	**28.5445**	**10,418.73**		**5,281.55**	**(5,137.18)** **(49.31%)**
56	TRIPADVISOR INC Security TRIP	02/01/2012 ST		0 00	35 0893	1,965 00	74 6600	4,180 96	2,215 96 112 77%
132	TRIPADVISOR INC Security TRIP	02/08/2013 ST		0 00	47 5773	6,280 21	74 6600	9,855 12	3,574 91 56 92%
204	TRIPADVISOR INC Security TRIP	08/14/2013 ST		0 00	75 9419	15,492 14	74 6600	15,230 64	(261 50) (1 69%)
105	TRIPADVISOR INC Security TRIP	06/13/2014 ST		0 00	102 8886	10,803 30	74 6600	7,839 30	(2,964 00) (27 44%)
497	**Total for TRIP**			**AVG Unit Cost**	**69.4983**	**34,540.65**		**37,106.02**	**2,565.37** **7.43%**

Lois Chiles Foundation
990-PF Part II, Line 10b
SCHEDULE # 1
EIN#: 20-1673659

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
240	TESLA MOTORS INC Security TSLA	04/30/2013 ST		0 00	54 3875	13,052 99	222 4100	53,378 40	40,325 41 308 94%
853	T2 BIOSYSTEMS INC COM Security TTOO	08/08/2014 ST		0 00	13 8074	11,777 67	19 2400	16,411 72	4,634 05 39 35%
536	TWITTER INC Security TWTR	11/27/2013 ST		0 00	41 2961	22,134 69	35 8700	19,226 32	(2,908 37) (13 14%)
245	TWITTER INC Security TWTR	08/14/2014 ST		0 00	45 7612	11,211 50	35 8700	8,788 15	(2,423 35) (21 61%)
296	TWITTER INC Security TWTR	08/22/2014 ST		0 00	45 5315	13,477 31	35 8700	10,617 52	(2,859 79) (21 22%)
453	TWITTER INC Security TWTR	09/12/2014 ST		0 00	52 5789	23,818 26	35 8700	16,249 11	(7,569 15) (31 78%)
1,530	**Total for TWTR**			**AVG Unit Cost**	**46.1711**	**70,641.76**		**54,881.10**	**(15,760 66) (22.31%)**
6,414	THERAPEUTICSMD INC Security TXMD	09/11/2013 ST		0 00	2 3721	15,214 74	4 4500	28,542 30	13,327 56 87 60%
454	YELP INC CL A Security YELP	07/22/2013 ST		0 00	42 0344	19,083 60	54 7300	24,847 42	5,763 82 30 20%
265	ZILLOW INC CL A Security Z	08/16/2013 ST		0 00	91 7271	24,307 67	105 8900	28,060 85	3 753 18 15 44%
Total for Common Stock						**1,023,604.22**		**1,403,002.04**	**379,397.82 37.06%**
Grand Total:						**1,023,604.22**		**1,403,002.04**	**379,397.82 37.06%**

The Lois Chiles Foundation
EIN# 20-1673659
Attachment to Form 990PF Part XV
For the year ended December 31, 2014

Schedule #2

Date	Recipient Name	Address	Relationship to Substantial Contributor/ Substantial Contributor and Foundations Status of Recipient	Purpose of Grant or Contribution	Cash Contribution
1/31/2014	Second Stage Theater	305 West 43rd Street New York, NY 10036	None Public Charity	General Fund	5,000 00
3/6/2014	New York Historical Society	170 Central Park West New York, NY 10024	None Public Charity	General Fund	9,000 00
3/6/2014	Women For Women International	2000 M Street NW Suite 200 Washington, DC 20036	None Public Charity	General Fund	7,500 00
3/30/2014	Fountain House, Inc	425 West 47th Street New York, NY 10036	None Public Charity	General Fund	2,500 00
3/30/2014	The Texas Democracy Foundation	307 West 7th Street Austin, TX 78701	None Public Charity	General Fund	2,000 00
4/26/2014	The Rockefeller University	1230 York Avenue New York, NY 10065	None Public Charity	General Fund	5,000 00
4/21/2014	Finch College Alumnae Association Foundation	954 Lexington Avenue Suite 183 New York, NY 10021	None Public Charity	General Fund	2,000 00
4/26/2014	National Audubon Society Inc	225 Varick St, 7th Fl New York, NY 10014	None Public Charity	General Fund	2,500 00
10/21/2014	The Flea Theatre , Inc.	250 West 57th Street New York, NY 10107	None Public Charity	General Fund	5,000 00
10/21/2014	MD Anderson Cancer Center	210 W 6th St, Ste 1 200 Austin, TX 78701	None Public Charity	General Fund	5,000 00
10/27/2014	Yale University	P O Box 208239 New Haven, CT 06520-8329	None Public Charity	General Fund	25,000 00
12/14/2014	Herring Gut Learning Center	P O Box 286 Port Clyde, ME 04855	None Private Exempt Operating Fdn	General Fund	5,000 00
12/14/2014	The Flea Theater, Inc	250 West 57th Street New York, NY 10107	None Public Charity	General Fund	5,000 00
12/14/2014	The Promise of Justice Initiative	636 Baronne Street New Orleans, LA 70113	None Public Charity	General Fund	5,000 00

The Lois Chiles Foundation
EIN# 20-1673659
Attachment to Form 990PF Part XV
For the year ended December 31, 2014

Schedule #2

Date	Recipient Name	Address	Relationship to Substantial Contributor/ Substantial Contributor and Foundations Status of Recipient	Purpose of Grant or Contribution	Cash Contribution
12/14/2014	The Doe Fund	232 East 84th Street New York, NY 10028	None Public Charity	General Fund	5,000.00
12/14/2014	Norman Mailer Center Inc	1841 Broadway No 812 New York, NY 10023	None Public Charity	General Fund	5,000 00
12/14/2014	MD Anderson Cancer Center	210 W 6th St, Ste 1 200 Austin, TX 78701	None Public Charity	General Fund	25,000 00
12/14/2014	Jazz Foundation of America, Inc	322 West 48th Street New York, NY 10036	None Public Charity	General Fund	10,000 00
12/14/2014	The Center for Reproductive Rights, Inc	120 Wall Street, 14th Floor New York, NY 10005	None Public Charity	General Fund	10,000 00
12/14/2014	Art Bridge Houston	3311 Richmond Ave, Suite 212 Houston, TX 77098	None Public Charity	General Fund	1,000 00
12/14/2014	Second Stage Theater	305 West 43rd Street New York, NY 10036	None Public Charity	General Fund	5,000 00
12/14/2014	Yale University	P O Box 208239 New Haven, CT 06520-8329	None Public Charity	General Fund	10,000 00
12/14/2014	Texas Democracy Foundation	307 West 7th Street Austin, TX 78701	None Public Charity	General Fund	3,000 00
12/21/2014	Inflammatory Breast Cancer Foundation	1415 S Voss #110-162 Houston, TX 77057	None Public Charity	General Fund	2,000 00
	Grant Total				161,500 00

Form **8868** (Rev January 2014) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868.*

OMB No 1545-1709

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions		
	Name of exempt organization or other filer, see instructions LOIS CHILES FOUNDATION	Employer identification number (EIN) or 20-1673659
	Number, street, and room or suite no If a P O box, see instructions C/O ANCHIN, 1375 BROADWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ANCHIN, BLOCK & ANCHIN LLP, 1375 BROADWAY NEW YORK, NY 10018

Telephone No ▶ 212 840-3456 FAX No ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 15, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 20 14 or

▶ [ ] tax year beginning ______, 20__, and ending ______, 20__

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 86.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 1,000.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0

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