efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491226000375

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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
THE GREG AND INDIA KEITH FOUNDATION

% GRAEME M KEITH JR

Number and street (or P O box number if mail is not delivered to street address)
5201 GORHAM DRIVE
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
CHARLOTTE, NC 28226

A Employer identification number
20-2016795

B Telephone number (see instructions)
(704) 364-6105

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 5,413,091

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(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)	2,021,384			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	94	94		
	4	Dividends and interest from securities	56,726	56,726		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	20,997			
	b	Gross sales price for all assets on line 6a 634,728				
	7	Capital gain net income (from Part IV, line 2)		20,997		
	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)	355,761	0	0	
	12	**Total.** Add lines 1 through 11	2,454,962	77,817	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,950	0	0	0
	c	Other professional fees (attach schedule)	33,104	33,104		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	968	968		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	68,047	0	0	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	104,069	34,072	0	0
	25	Contributions, gifts, grants paid	737,500			737,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	841,569	34,072	0	737,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,613,393			
	b	**Net investment income** (if negative, enter -0-)		43,745		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	248,328	575,494	575,494
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,543,787	3,050,445	3,158,372
	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 ▶)	2,873,464	3,653,033	1,679,225
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,665,579	7,278,972	5,413,091
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	
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	5,665,579	7,278,972	
	30 **Total net assets or fund balances** (see instructions)	5,665,579	7,278,972	
	31 **Total liabilities and net assets/fund balances** (see instructions)	5,665,579	7,278,972	

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	5,665,579
2	Enter amount from Part I, line 27a	2	1,613,393
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,278,972
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	7,278,972

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	WELLS FARGO 3701			
b	WELLS FARGO 3701			
c	CAPITAL GAIN DIVIDENDS	P		
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	231,106		235,844	-4,738
b	336,550		377,887	-41,337
c				67,072
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				-4,738
b				-41,337
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	20,997
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	873,535	2,939,448	0 297177
2012	965,800	1,856,941	0 520103
2011	449,950	1,103,818	0 407631
2010	519,350	729,787	0 711646
2009	572,670	628,568	0 911071

2	**Total** of line 1, column (d).	2	2 847628
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 569526
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	3,654,449
5	Multiply line 4 by line 3.	5	2,081,304
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	437
7	Add lines 5 and 6.	7	2,081,741
8	Enter qualifying distributions from Part XII, line 4.	8	737,500

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	875
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	875
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	875
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — **6a** — 0		
b	Exempt foreign organizations—tax withheld at source — **6b**		
c	Tax paid with application for extension of time to file (Form 8868) — **6c** — 2,000		
d	Backup withholding erroneously withheld — **6d**		
7	Total credits and payments Add lines 6a through 6d	7	2,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	20
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,105
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 1,105 **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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶NC			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶GRAEME M KEITH JR Telephone no ▶(704) 364-6105

Located at ▶5201 GORHAM DRIVE CHARLOTTE NC ZIP+4 ▶28226

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

		Line	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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.	Line	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		No

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
GRAEME M KEITH JR 5201 GORHAM DRIVE CHARLOTTE, NC 28226	PRESIDENT 0	0		
INDIA E KEITH 5201 GORHAM DRIVE CHARLOTTE, NC 28226	SECRETARY 0	0		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,624,943
b	Average of monthly cash balances	1b	405,933
c	Fair market value of all other assets (see instructions)	1c	1,679,225
d	**Total** (add lines 1a, b, and c)	1d	3,710,101
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,710,101
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,652
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,654,449
6	**Minimum investment return.** Enter 5% of line 5	6	182,722

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	182,722
2a	Tax on investment income for 2014 from Part VI, line 5	2a	875		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	875
3	Distributable amount before adjustments Subtract line 2c from line 1			3	181,847
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	181,847
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	181,847

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	737,500
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	737,500
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	737,500

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				181,847
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 2011 , 2010		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 541,242				
b From 2010. 482,861				
c From 2011. 394,759				
d From 2012. 872,955				
e From 2013. 727,440				
f **Total** of lines 3a through e.	3,019,257			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 737,500				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				181,847
e Remaining amount distributed out of corpus	555,653			
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	3,574,910			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
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) . . .	541,242			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	3,033,668			
10 Analysis of line 9				
a Excess from 2010. . . . 482,861				
b Excess from 2011. . . . 394,759				
c Excess from 2012. . . . 872,955				
d Excess from 2013. . . . 727,440				
e Excess from 2014. . . . 555,653				

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

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

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

	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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

INDIA E KEITH
5201 GORHAM DRIVE
CHARLOTTE,NC 28211
(704) 364-6105

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

THE FOUNDATION MAKES GRANTS TO TAX-EXEMPT 501(C)(3) CHARITIES AS DETERMINED BY THE FOUNDATION DIRECTORS AT PERIODIC MEETINGS WHILE REQUESTS FROM ELIGIBLE CHARITIES WILL BE CONSIDERED, NO FORM OR OTHER MATERIALS ARE REQUIRED TO BE SUBMITTED

c Any submission deadlines

NONE

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

NONE

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 Additional Data Table				
Total . . . . ▶ **3a**				737,500
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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	94	
4 Dividends and interest from securities. . . .			14	56,726	
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	20,997	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a INCREASE IN CASH					
b SURRENDER VALUE					
c OF LIFE INSURANCE					
d CONTRACT					355,761
e					
12 Subtotal Add columns (b), (d), and (e). .				77,817	355,761

13 Total. Add line 12, columns (b), (d), and (e). 13 433,578

(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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

******	2015-05-12	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
LANCE I PRITCHETT		2015-08-14		P00701181

Firm's name ▶ PESTA FINNIE & ASSOCIATES LLP

Firm's EIN ▶

Firm's address ▶ 6826 MORRISON BLVD CHARLOTTE, NC 28211

Phone no (704) 364-1829

Form 990PF Part XV Line 1a - 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).

GRAEME M KEITH JR
INDIA E KEITH

Form 990PF Part XV Line 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*				
ADVENTURE RESOURCES PO BOX 473082 CHARLOTTE,NC 28247		PC	CONTRIBUTION	8,000
AFRICAN CHRISTIAN OUTREACH PO BOX 702001 DALLAS,TX 75370		PC	CONTRIBUTION	10,000
APARTMENT LIFE 610 S INDUSTRIAL BLVD SUITE 170 EULESS,TX 76040		PC	CONTRIBUTION	2,500
ART WITHIN 188 ANDERSON STREET SUITE 125 MARIETTA,GA 30060		PC	CONTRIBUTION	10,000
CAPITOL COMMISSION PO BOX 63118 CHARLOTTE,NC 28263		PC	CONTRIBUTION	5,000
CHANGED LIVES PO BOX 100 CHATTANOOGA,TN 37401		PC	CONTRIBUTION	5,000
CHARLOTTE RESCUE MISSION PO BOX 33000 CHARLOTTE,NC 28233		PC	CONTRIBUTION	5,000
CHESHIRE ACADEMY 10 MAIN STREET CHESHIRE,CT 06410		PC	CONTRIBUTION	5,000
CHRISTIAN THINKERS SOCIETY 8019 W GRANDPKWY S STE1060-416 RICHMOND,TX 77407		PC	CONTRIBUTION	10,000
COLLEGE GOLF FELLOWSHIP 5098 FOOTHILLS BLVD STE 3-138 ROSEVILLE,CA 95747		PC	CONTRIBUTION	10,000
FOCUS ON THE FAMILY 8605 EXPLORER DR COLORADO SPRINGS,CO 80920		PC	CONTRIBUTION	25,000
HARAMBEE MINISTRY 1609 NAVARRO AVE PASADENA,CA 91103		PC	CONTRIBUTION	20,000
HARRIS YMCA 5900 QUAIL HOLLOW RD CHARLOTTE,NC 28210		PC	CONTRIBUTION	5,000
HAVEN OF MERCY MINISTRIES PO BOX 5490 JOHNSON CITY,TN 37602		PC	CONTRIBUTION	1,000
HOPE OUT LOUD PO BOX 2366 FOREST,VA 24551		PC	CONTRIBUTION	75,000
Total . . . . ▶ **3a**				737,500

Form 990PF Part XV Line 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*				
JACKSON PARK MINISTRIES 5415 AIRPORT DR CHARLOTTE,NC 28208		PC	CONTRIBUTION	5,000
JESUS ONLINE PO BOX 1643 HIGLEY,AZ 85236		PC	CONTRIBUTION	75,000
MARANTHA HIGH SCHOOL 169 SOUTH SAINT JOHN AVENUE PASADENA,CA 91105		PC	CONTRIBUTION	37,000
MARKET YOUR MIND PO BOX 470021 CHARLOTTE,NC 28247		PC	CONTRIBUTION	10,000
MCCALLIE SCHOOL 500 DODDS AVENUE CHATTANOOGA,TN 37404		PC	CONTRIBUTION	237,000
MERCY MINISTRIES PO BOX 111060 NASHVILLE,TN 37222		PC	CONTRITBUION	5,000
METRO YMCA 500 E MOREHEAD ST SUITE 300 CHARLOTTE,NC 28202		PC	CONTRIBUTION	1,000
MISSION COMMUNITY CHURCH 3002 TILLEY MORRIS RD MATTHEWS,NC 28105		PC	CONTRIBUTION	25,000
MISSIONARY ATHLETES INTERNATIONAL PO BOX 1889 LA MIRADA,CA 90637		PC	CONTRIBUTION	1,000
PLACE OF HOPE 9078 ISAIAH LANE PALM GARDENS,FL 33418		PC	CONTRIBUTIONS	10,000
PRESBYTERIAN DAY SCHOOL 4025 POPLAR AVE MEMPHIS,TN 38111		PC	CONTRIBUTION	10,000
RED ROCKS-PROVIDENCE HOME PO BOX 11042 SOUTHPORT,NC 28461		PC	CONTRIBUTION	2,500
SIM PO BOX 7900 CHARLOTTE,NC 28241		PC	CONTRIBUTIONS	12,500
THE SEED COMPANY 3030 MATLOCK RD SUITE 104 ARLINGTON,TX 76015		PC	CONTRIBUTIONS	10,000
WITH OPEN EYES 4100 COCA-COLA PLAZA CHARLOTTE,NC 28211		PC	CONTRIBUTIONS	50,000
Total . . . . ▶ **3a**				737,500

Form 990PF Part XV Line 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*				
YCI 251 POST OFFICE DR SUITE 4 INDIAN TRAIL, NC 28079		PC	CONTRIBUTIONS	50,000
Total . . . . ▶ **3a**				737,500

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Name of the organization
THE GREG AND INDIA KEITH FOUNDATION

Employer identification number
20-2016795

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
THE GREG AND INDIA KEITH FOUNDATION

Employer identification number
20-2016795

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GREG AND INDIA KEITH 5201 GORHAM DRIVE CHARLOTTE, NC 28226	$ 2,021,384	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
THE GREG AND INDIA KEITH FOUNDATION

Employer identification number
20-2016795

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE GREG AND INDIA KEITH FOUNDATION

Employer identification number
20-2016795

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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 1545-0123

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
	20-2016795

Before you check Box A, B, or C below, check 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 I **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)
WELLS FARGO			231,106	(235,844)			-4,738
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) . . . . ▶			231,106	(235,844)			-4,738

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

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
THE GREG AND INDIA KEITH FOUNDATION	20-2016795

Before you check Box D, E, or F below, check 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)
WELLS FARGO			336,550	(377,887)			-41,337
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) . . . . ►			336,550	(377,887)			-41,337

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

TY 2014 Accounting Fees Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,950			

TY 2014 Depreciation Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

TY 2014 Other Assets Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
LIFE INSURANCE CONTRACTS	2,873,464	3,653,033	1,679,225

TY 2014 Other Expenses Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PREMIUMS IN EXCESS OF CSV INCREASE	68,047	0	0	

TY 2014 Other Income Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCREASE IN CASH SURRENDER VALUE OF LIFE INSURANCE CONTRACTS	355,761	0	0

TY 2014 Other Professional Fees Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	33,104	33,104		

TY 2014 Taxes Schedule

Name: THE GREG AND INDIA KEITH FOUNDATION

EIN: 20-2016795

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	968	968		

Income for 2014

This section reports your sales transactions during the year. A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Transactions with Unknown Cost Basis Please review these carefully when preparing your return An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for current year's return of capital

The following items are provided to you to assist in the preparation of your tax returns We have included the following Codes and Adjustment amounts: "W" for wash sales, "C" for collectibles, and "D" for Market Discount. Typically, collectibles are taxed at 28% rates For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses and Market Discount in the column titled "Portion Subject to 988 and Market Discount" We have also includes gains on collectibles taxed at 28% rates in the last column If we have included a dagger symbol (†) next to the sale transaction with a net loss, this indicates that you can not take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure.

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
CALIFORNIA RESOURCES CORP		**13057Q107**							
12/09/14	10/29/14	8 6	$51 48	$67 26	$-15 78		$0 00	$0 00	$0 00
12/15/14	10/29/14	0 6	$3 14	$4 69	$-1 55		$0 00	$0 00	$0 00
CATAMARAN CORP		**148887102**							
04/10/14	05/16/13	20	$778 08	$1,055 20	$-277 12		$0 00	$0 00	$0 00
COSTCO WHOLESALE CORP		**22160K105**							
02/07/14	02/21/13	15	$1,712 37	$1,507 20	$205 17		$0 00	$0 00	$0 00

Short Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
THE DIRECTV GROUP HOLDINGS CL A COM		**25490A309**							
05/27/14	06/27/13	25	$2,068 20	$1,524 75	$543 45		$0 00	$0 00	$0 00
FASTENAL CO		**311900104**							
02/07/14	05/16/13	10	$439 89	$512 70	$-72 81		$0 00	$0 00	$0 00
02/07/14	02/21/13	20	$879 79	$1,019 00	$-139 21		$0 00	$0 00	$0 00
ORACLE CORPORATION		**68389X105**							
11/06/14	10/29/14	20	$791 30	$770 80	$20 50		$0 00	$0 00	$0 00
PIMCO TOTAL RETN FD II INST 153		**693390551**							
10/10/14	11/25/13	2410 8	$25,168 75	$25,000 00	$168 75		$0 00	$0 00	$0 00
10/10/14	04/10/14	9652 51	$100,772 20	$100,000 00	$772 20		$0 00	$0 00	$0 00
PIMCO FOREIGN BOND (UNHEDGED) 1853		**722005220**							
10/10/14	11/25/13	4955 4	$50,693 75	$50,000 00	$693 75		$0 00	$0 00	$0 00
PIMCO EMERGING LOCAL BOND IS 332		**72201F516**							
12/23/14	04/10/14	5241 09	$43,763 10	$50,000 00	$-6,236 90		$0 00	$0 00	$0 00
TRAVELERS COS INC		**89417E109**							
03/26/14	05/13/13	18	$1,508 75	$1,561 14	$-52 39		$0 00	$0 00	$0 00
03/26/14	04/03/13	18	$1,508 75	$1,513 62	$-4 87		$0 00	$0 00	$0 00

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
WHOLE FOODS MKT INC		**966837106**							
05/27/14	06/27/13	25	$966 57	$1,307 25	$-340 68		$0 00	$0 00	$0 00
Total Short Term Gain/Loss			*$231,106 12*	*$235,843 61*	*$-4,737 49*		*$0 00*	*$0 00*	*$0 00*

Long Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
CALIFORNIA RESOURCES CORP		**13057Q107**							
12/09/14	05/13/13	5 6	$33 52	$43 79	$-10 27		$0 00	$0 00	$0 00
12/09/14	04/03/13	8 4	$50 28	$59 62	$-9 34		$0 00	$0 00	$0 00
12/09/14	02/21/13	14 4	$86 19	$104 89	$-18 70		$0 00	$0 00	$0 00
CATAMARAN CORP		**148887102**							
04/10/14	02/21/13	20	$778 08	$1,082 00	$-303 92		$0 00	$0 00	$0 00
CELANESE CORP		**150870103**							
08/27/14	04/03/13	10	$617 94	$420 80	$197 14		$0.00	$0 00	$0 00
08/27/14	05/16/13	15	$926 91	$732 64	$194 27		$0 00	$0 00	$0 00
08/27/14	02/21/13	30	$1,853 82	$1,378 14	$475 68		$0 00	$0 00	$0 00

WELLS FARGO

KEITH, GREG AND INDIA FDN - AGY

Long Term Transactions

DESCRIPTION / Date sold or disposed	Date acquired	CUSIP / Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DANAHER CORP		235851102							
08/27/14	05/16/13	20	$1,533 43	$1,253 00	$280 43		$0 00	$0 00	$0 00
DIAGEO PLC - ADR		25243Q205							
07/01/14	04/03/13	5	$652 35	$629 90	$22 45		$0 00	$0 00	$0 00
07/01/14	02/21/13	10	$1,304 69	$1,186 20	$118 49		$0 00	$0 00	$0 00
07/01/14	05/16/13	5	$652 35	$626 75	$25 60		$0 00	$0 00	$0 00
THE DIRECTV GROUP HOLDINGS CL A COM		25490A309							
05/27/14	04/03/13	15	$1,240 92	$840 37	$400 55		$0 00	$0 00	$0 00
05/27/14	03/27/13	20	$1,654 56	$1,148 88	$505 68		$0 00	$0 00	$0 00
05/27/14	05/16/13	10	$827 28	$651 70	$175 58		$0 00	$0 00	$0 00
EII INTERNATIONAL PROPERTY-I 30		26852M105							
08/14/14	02/14/13	839	$16,528 30	$16,100 41	$427 89		$0 00	$0 00	$0 00
08/15/14	02/14/13	839	$16,595 42	$16,100 41	$495 01		$0 00	$0 00	$0 00
08/18/14	04/02/13	432 58	$8,508 87	$8,504 55	$4 32		$0.00	$0 00	$0 00
08/18/14	02/14/13	406 42	$7,994 26	$7,799 18	$195 08		$0 00	$0 00	$0 00
08/19/14	04/02/13	839.04	$16,604 52	$16,495 45	$109 07		$0 00	$0 00	$0 00
GILEAD SCIENCES INC		375558103							
08/27/14	08/22/13	10	$1,082 90	$596 88	$486 02		$0 00	$0 00	$0 00
08/27/14	07/29/13	10	$1,082 90	$628.36	$454 54		$0 00	$0 00	$0 00

WELLS FARGO

Long Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
GOOGLE INC		38259P508							
05/27/14	05/16/13	2	$1,142 07	$911 45	$230.62		$0 00	$0 00	$0 00
05/27/14	04/03/13	3	$1,713 11	$1,208 53	$504 58		$0 00	$0 00	$0 00
05/27/14	02/21/13	5	$2,855 18	$1,990 20	$864 98		$0 00	$0 00	$0 00
INTUIT COM		461202103							
04/10/14	04/03/13	20	$1,472 90	$1,295 39	$177 51		$0 00	$0 00	$0 00
JOHNSON & JOHNSON		478160104							
04/08/14	02/21/13	8	$785 74	$612 48	$173 26		$0 00	$0 00	$0 00
MOTOROLA SOLUTIONS, INC.		620076307							
05/06/14	02/21/13	30	$1,994 68	$1,834 80	$159 88		$0 00	$0 00	$0 00
05/28/14	05/13/13	6	$402 09	$337 92	$64 17		$0 00	$0.00	$0 00
05/28/14	04/03/13	25	$1,675 36	$1,579 75	$95 61		$0 00	$0 00	$0 00
05/28/14	02/21/13	1	$67 01	$61 16	$5 85		$0 00	$0 00	$0 00
08/28/14	05/13/13	33	$1,960 45	$1,858 56	$101 89		$0 00	$0 00	$0 00
ORACLE CORPORATION		68389X105							
11/06/14	04/12/13	25	$989 13	$836 50	$152 63		$0 00	$0 00	$0 00
11/06/14	02/21/13	40	$1,582 60	$1,374 80	$207 80		$0 00	$0 00	$0 00
11/06/14	04/03/13	30	$1,186 95	$969 90	$217 05		$0 00	$0 00	$0 00

Long Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
PIMCO TOTAL RETN FD II INST 153		693390551							
10/10/14	05/14/13	4703 67	$49,106 30	$50,000 00	$-893 70		$0 00	$0 00	$0 00
PIMCO FOREIGN BOND (UNHEDGED) 1853		722005220							
10/10/14	05/14/13	2497 5	$25,549 45	$25,000 00	$549 45		$0 00	$0 00	$0 00
PIMCO COMMODITY REAL RET STRAT-I45		722005667							
12/24/14	02/14/13	7496 25	$34,107 95	$50,000 00	$-15,892 05		$0 00	$0 00	$0 00
12/24/14	04/02/13	7692 31	$35,000 00	$50,000 00	$-15,000.00		$0 00	$0 00	$0 00
12/24/14	05/10/13	3980 89	$18,113 06	$25,000 00	$-6,886 94		$0 00	$0 00	$0 00
PIMCO EMERGING LOCAL BOND IS 332		72201F516							
12/23/14	11/25/13	5263 16	$43,947 37	$50,000 00	$-6,052 63		$0 00	$0 00	$0 00
12/23/14	05/14/13	2258 36	$18,857 27	$25,000 00	$-6,142 73		$0 00	$0 00	$0 00
PRECISION CASTPARTS CORP		740189105							
08/27/14	05/16/13	5	$1,212 85	$1,055 60	$157 25		$0 00	$0 00	$0 00
08/27/14	04/03/13	5	$1,212 85	$930 60	$282 25		$0 00	$0 00	$0 00
QUALCOMM INC		747525103							
09/15/14	04/03/13	35	$2,627 96	$2,312 45	$315 51		$0 00	$0 00	$0 00
09/15/14	05/16/13	10	$750 85	$659 90	$90 95		$0 00	$0 00	$0 00
SANDISK CORP COM		80004C101							
04/10/14	04/03/13	15	$1,133 27	$807 90	$325 37		$0 00	$0 00	$0 00

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
TRAVELERS COS INC		**89417E109**							
03/26/14	02/21/13	37	$3,101 32	$2,962.59	$138 73		$0 00	$0 00	$0 00
WHITEWAVE FOODS CO		**966244105**							
09/15/14	08/22/13	40	$1,459 17	$790.97	$668 20		$0 00	$0 00	$0 00
WHOLE FOODS MKT INC		**966837106**							
05/27/14	02/21/13	30	$1,159 88	$1,274.10	$-114 22		$0 00	$0 00	$0 00
05/27/14	04/03/13	20	$773 26	$837 30	$-64 04		$0 00	$0 00	$0 00
Total Long Term Gain/Loss			*$336,549 57*	*$377,886 77*	*$-41,337 20*		*$0 00*	*$0 00*	*$0 00*