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EXTENDED TO NOVEMBER 16, 2015 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

For calendar year 2014 or tax year beginning , and ending Name of foundation A Employer identification number NICHOLAS ENDOWMENT 46-6117991 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 1505 E. 17TH STREET, SUITE 101 714-647-0900 City or town, state or province, country, and ZIP or foreign postal code C if exemption application is pending, check here SANTA ANA, CA 92705 G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust ____ Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J Accounting method; X Accrual If the foundation is in a 60-month termination (from Part II, col (c), line 16) Other (specify) under section 507(b)(1)(B), check here ▶\$ 39, 309, 243. (Part I, column (d) must be on cash basis) Part | Analysis of Revenue and Expenses (d) Disbursements (c) Adjusted net (a) Revenue and (b) Net investment (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income ıncome Contributions, gifts, grants, etc., received N/A 2 Check X of the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 1,639,428. 1,639,428 4 Dividends and interest from securities STATEMENT 5a Gross rents x //2/2 b Net rental income or (loss) X. 590,751 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 4,073,149. 7 Capital gain net income (from Part IV, line 2) 590,751 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income -14,506-14,506 STATEMENT 2 12 Total. Add lines 1 through 11 2.215.673. 2,215,673 13 Compensation of officers, directors, trustees, etc 0. 14 Other employee salaries and wages 15 Pension plans, employee benefits Expenses 16a Legal fees 20,530. 13,265 b Accounting fees STMT 3 7,265. STMT 4 167,282 127,554 39,728. c Other professional fees 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications STMT 5 23...Other_expenses 9,668. n. 9,668. Totaloperatingraphysicaline expenses-Add-lines-13-through 23 197,480 140,819 56,661. 50 Contributions, gifts, grants paid 1,585,250 1,585,250. Total ခုံစြာချင်ဒေရှိအရြိ digibilitiem 1,782,730 Add lines 24 and 25 140,819 1,641,911. Subtract-line-26-from line 12 432,943 2,074,854 b Net investment income (if negative, enter -0-) 28.5 c Adjusted net income (if negative, enter -0-) N/A

Form **990-PF** (2014)

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF**

Department of the Treasury Internal Revenue Service

Form 990-PF (2014) NICHOLAS ENDOWMENT 46-6117991 Page 2 Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only Beginning of year End of year (a) Book Value (b) Book Value (c) Fair Market Value 388,082. 1,308,891. 1,308,891. 1 Cash - non-interest-bearing 2 Savings and temporary cash investments 3 Accounts receivable ► Less; allowance for doubtful accounts 4 Pledges receivable ▶ Less; allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 7 Other notes and loans receivable Less; allowance for doubtful accounts 8 Inventories for sale or use 9 Prepaid expenses and deferred charges 10a Investments - U.S. and state government obligations b Investments - corporate stock c Investments - corporate bonds 11 Investments - land, buildings, and equipment, basis Less accumulated depreciation 12 Investments - mortgage loans 38,000,352. 38,000,352. STMT 6 38,630,125. 13 Investments - other 14 Land, buildings, and equipment basis Less accumulated depreciation 15 Other assets (describe ▶ 16 Total assets (to be completed by all filers - see the 39,018,207. 39,309,243 39,309,243 instructions. Also, see page 1, item I) 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 12,815. STATEMENT 7) 22 Other liabilities (describe 12,815 0 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here ightharpoonsand complete lines 24 through 26 and lines 30 and 31. Net Assets or Fund Balances 39,005,392. 39,309,243 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 39,005,392. 39,309,243. 30 Total net assets or fund balances 39,018,207. 39,309,243 31 Total liabilities and net assets/fund balances 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 39,005,392. (must agree with end-of-year figure reported on prior year's return) 432,943. 2 Enter amount from Part I, line 27a 2 Other increases not included in line 2 (itemize) **UNREALIZED GAIN ON INVESTMENT** 26,943. 39,465,278. Add lines 1, 2, and 3 Decreases not included in line 2 (itemize) ► DEFERRED TAX 156,035. 39,309,243. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form **990-PF** (2014)

Form 990-PF (2014) NICHOLAS ENDOWMENT 46-6117991 Page 3 Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold (mo., day, yr.) (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co.) 1a SEE ATTACHED STATEMENT b C d е (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) d 3,482,398 590,751. 4,073,149. е Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (k) Excess of col. (i) (i) Adjusted basis (i) F.M.V. as of 12/31/69 Losses (from col. (h)) as of 12/31/69 over col. (j), if any b C đ 590,751. e If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) 590,751. If (loss), enter -0- in Part I, line 7 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). N/A If (loss), enter -0- in Part I, line 8 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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year, see the instructions before making any entries. (d)
Distribution ratio
(col. (b) divided by col. (c)) Base period years Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of noncharitable-use assets 36,343,862. 1,787,130 .049173 2013 1,674,041. 34,414,539. .048643 2012 35,197,566. 802,500 .022800 2011 2010 2009 .120616 2 Total of line 1, column (d) Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years .040205 the foundation has been in existence if less than 5 years 3 33,070,236. 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

1,329,589. 5 Multiply line 4 by line 3 5

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4 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.

Form **990-PF** (2014)

1,350,338.

1,641,911.

423521 11-24-14

20,749.

6

7

Form 990-PF (2014) NICHOLAS ENDOWMENT		46-611		Page 4			
Part VI Excise Tax Based on Investment Income (Section 494	0(a), 4940(b), 4940(e), or 4	1948 - se	e instruction	ons)			
1a Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔙 and e	nter "N/A" on line 1.						
Date of ruling or determination letter: (attach copy of letter if nea							
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	► X and enter 1%	1	20,	749.			
of Part I, line 27b							
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4%	6 of Part I, line 12, col. (b). 丿						
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Of	thers enter -0-)	2		0.			
3 Add lines 1 and 2		3	20,	749.			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. 0	Others enter -0-)	4		0.			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	20,	749.			
6 Credits/Payments:				1			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 24,427.			1			
b Exempt foreign organizations - tax withheld at source	6b			,			
c Tax paid with application for extension of time to file (Form 8868)	6c			1			
d Backup withholding erroneously withheld	6d						
7 Total credits and payments. Add lines 6a through 6d		7	24,	<u> 427.</u>			
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is atta	ched	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	2 680 1	10	3,	678.			
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	3,678. Refunded ▶	11		0.			
Part VII-A Statements Regarding Activities			I V-	1 812			
1a During the tax year, did the foundation attempt to influence any national, state, or local legis	sation or did it participate or intervene	ın		No V			
any political campaign?		١.	1a	X			
b Did it spend more than \$100 during the year (either directly or indirectly) for political purpos		•	1b	 ^			
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities an	id copies of any materials publishe	ea or	<u> </u>	.].			
distributed by the foundation in connection with the activities			نند أستنا	- X			
 c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the 			1c	1-			
(1) On the foundation. > \$ 0 • (2) On foundation managers				,			
e Enter the reimbursement (if any) paid by the foundation during the year for political expendi		•		· ;			
managers. > \$ 0.	nure tax imposed on loundation		``` *•	ĵ			
2 Has the foundation engaged in any activities that have not previously been reported to the IF	RS2		2	X			
If "Yes," attach a detailed description of the activities				+			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing i	instrument articles of incorporation of	nr		1			
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change		•	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?		N/A	4b	 			
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	•	·	5	X			
If "Yes," attach the statement required by General Instruction T				 			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied er	ther:			1 .			
By language in the governing instrument, or			1 1	,			
 By state legislation that effectively amends the governing instrument so that no mandator 	y 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," con	mplete Part II, col (c), and Part XV	,	7 X				
			4				
8a Enter the states to which the foundation reports or with which it is registered (see instruction	ns) 🕨		Ľ l				
CA			-	ŧ ,			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the A	ttorney 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," c	complete Part XIV		9	X			
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedu	ile listing their names and addresses		10	X			
		F	orm 990-PF	(2014)			

Part VII-A Statements Regarding Activities (continued) 11 1 1 1 1 1 1 1 1			11799	<u> </u>	Page 5
section 512(b) (13)? If I'ves, attach schedule (see instructions) 2. Old the foundation make a distribution to a donor adverted fund over which the foundation or a disqualitied person had advisory privileges? If Yes, attach statement (see instructions) 3. Old the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.NICHOLAS - ENDOWMENT. ORG 14. The books are in care of Pannie OLIN 15. Section 4947(a)(1) increampt charicable trusts filing form 990-7° in lev of Form 1041- Check here and enter the amount of the exemption intersor (seeved in accreted dump the year) 16. All any time dump calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial accounts in a foreign country? See the instructions for exceptions and fining requirements for finite Form 4720 May Be Required File Form 47201 may tesm is checked in the "Yes" column, unless an exception applies. 1a Jumps the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a dequalitied person? (2) Borrow money from, lend money for, or otherwise extend credit to (or accept it from) a dequalited person? Yes No (3) Firms they are more or assets to a dequalitied person (or make any of other available for the benefit or use of a disqualited person)? Yes No (4) Psy compensation to, or pay or remitters the expenses of, a dequalited person? Yes No (5) Transfer any momen or assets to a dequalited person) Yes No (6) Agree to by money or property to a government of threa? (Exception, Check No' if the Europation of powernment service, of termital powers of the architecture of the exception described and required person of year any other than to the employ the official for a period after termination of powernment service, of termital powers Yes No (6) Agree to by money or property to a government official? (Excepti	P	art VII-A Statements Regarding Activities (continued)			
12	11		11		x
If Yes, a tauch statement (see instructions) 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ WWW.NI.CHOLAS - ENDOWMENT.ORG 14 The books are in care of ▶ ANNE OLIN Located at ▶ 1505 E. 17TH STRETT SUITE 101, SANTA ANA, CA 27P4 ▶ 92705 15 Section 4947(a)(1) nonexempt charitable trusts fring form 990+Fr in leur of Form 1041 - Check here and either the anount of tax-eventy interest received or accrued during the year 16 A rary time during celendar 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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TDF 90-22.1), If Yes, enter the name of the toreign 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. 16 Dump the year of the foundation (lettle directly or indirectly): (1) Engage in the sale or exchange, or lesang of property with a disqualified person? (2) Borrow money from, lend money ton, in otherwise exchand credit to (or accept it from) a disqualified person? (3) Furns honomy from, lend money ton, or otherwise exchand credit to (or accept it from) a disqualified person? (4) Pay compensation to, or pay or reimbruse the expenses of, a disqualified person? (5) Transitir any mourne or assets to a disqualified person (in make any of either available for the Development of the control of the foundation appeal on make a grant to or to employ the official for a period after termination of government Service, if terminating within 90 days,) 1) If any answers in Yes 10 to 11(-16), did any of the acts fail to qualify under the exceptions described in Repulsions section 53-491 (i) or in a current notice regarding disaster assistance (see instructions?) 1) Grant of the condition of the payers of the serv	12		,		
13 X					Х
Website address ► WWW. NICHOLAS - ENDOWNENT. ORG 1 The books are in zer of ► ANNE OLIN Located at ► 1505 E. 17TH STREET SUITE 101, SANTA ANA, CA 2 TH-4 ► 92705 15 Section 4947(a)(1) nonexempt characterise trusts fring form 990PF in level of Form 1941-Check here and enter the amount of tax-receipt interest received or accrued during the year 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? See the instructions for exceptions and thing 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. 1 a buring the year of the foundation (letter directly or indirectly): (1) Engage in the sale or exchange, or lesang of property with a disqualified person? (2) Borrow money from, lend money from, or lendwest excluded person? (3) Furnsh poods, servers, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reminivers the expenses of, a disqualified person? (5) Transter any income or assets to a disqualified person for make any of either available for the benefit or use of a disqualified person? (6) Agree to pay money or property to a government official? (Exception, Check 'No' of 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.) 1 If any asserts in 54, 164, did any of the acts fat to qualify under the exceptions described in Regulations section 53.494 (16)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current object regarding disaster assistance (see instructions)? O	13		13	X	<u> </u>
ANNE OLIN Coated at 1505 E . 17TH STREET SUITE 101, SANTA ANA, CA 2 P+4 92705					
Located at № 1505 E. 17TH STREET SUITE 101, SANTA ANA, CA 21P-44 ▶92705 Section 4947(a)(1) nonexempt charactable trusts fining form 990-PF in lieu of Form 1041-Check here and either the amount of tax-exempt interest received or accrued during the year 18. At any time during calendary year 2014, did the foundation have an interest in or a signature or other authority over a bank, secureties, or other financial account in a foreign countin? 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 countity ▶ 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. 1 a 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person or government exerce, it terminating within 90 disps.) b If any answer is Yes To 14(1)-(6), did any of the acts fait to qualify under the exception described in Regulations section 53-48 (1)-30 in a current notice regarding disaster assistance cleen kine c Did the foundation engage in a prior year any of the acts factoribed in 1a, other than excepted acts, that were not corrected before the first day of this tax year beginning in 2014? If Yes, I list the evar years is leted in 2a for which the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If Yes, I list the evar of the years is leted in 2a for which the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(14		-647-	900	
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 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? 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. Parety II-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. 18 Taylor in the sale or exchange, or leasing of property with a dequalited person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualitided person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualitided person? (4) Pay compensation to, or pay or remibruse the expenses of, a dequalitied person? (5) Transfer any income or assets to a disqualitide person (or make any of either available for the benefit or use of a disqualitide person) (or make any of either available for the benefit or use of a disqualitide person)? (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, it ferminaling with 190 dispars. 19 Organizations relying on a current notice regarding disaster assistance check here 2 bit the foundation engage in a prory year in any of the acts feath or quality under the exceptions described in Regulations section 33.4941 (d)-3 or in a current notice regarding disaster assistance check here 2 bit the foundation engage in a prory 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 ² ? 2 Taxes on fai					
and enter the amount of tax-exempt interest received or accrued during the year 16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, scurities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," either 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. 1	15				$-\Box$
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? 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. 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person or yes. No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any inciner or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any or the access that the available for a period after termination of glovernment service, if terminating within 30 days.) If a bit any same are Yes's 1 1d(1)(6), did any of the acts fail to quality under the exceptions described in Regulations sect		and enter the amount of tax-exempt interest received or accrued during the year	3	I/A	
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. 1a During the year did the foundation (either develty or indirectly) or indirectly or indirectly). (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person or yes \(\frac{1}{2} \) No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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 or or make any of either available for the benefit or use of a disqualified person or or make any of either available for the benefit or use of a disqualified person or or make any of either available for the benefit or use of a disqualified person or or make any of either available for the benefit or use of a disqualified person or or make any of either available for the benefit or use of a disqualified person or make any of either available for the benefit or use of a disqualified person or make any of the acts fail to qualify under the exceptions described in Regulations section 53.494 1(g)-3 or in a current notice regarding disaster assistance close the received in Regulations relying on a current notice regarding disaster assistance close there? 1b If any answer is "tes" to 14,1-(6), did any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year Despiration of the second and acceptance of the second and acceptan	16	<u></u>		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 1a During the year did the foundation (either drecky) or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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.) b If any answer is "Se" to 14 (1-6), did any of the acts fail to quality under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance (see instructions)? To the foundation engage in a prior year in any of the acts fail to quality under the exceptions described and set in the foundation defined in section 4942((a)(3) or 4942((i)(3)) or 4942		securities, or other financial account in a foreign country?	16		Х
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			70	+	 ^
					- x
	_	and the second property of the second		0-PF	

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orm 990-PF (2014) NICHOLAS ENDOWMENT			46-611/9	91 Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be I	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es X No	'
(2) Influence the outcome of any specific public election (see section 4955); of	r to carry on, directly or indire	ectly,		1 1 '
any voter registration drive?		Y	es 🗓 No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Y	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organizatio	n described in section			
4945(d)(4)(A)? (see instructions)		Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f	for		
the prevention of cruelty to children or animals?		Y	es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described i	ın Regulations		
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	ere			i i
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi	rom the tax because it mainta	ined		
expenditure responsibility for the grant?	N	I/A 🔲 Y	es No	
If "Yes," attach the statement required by Regulations section 53 494	5-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on			
a personal benefit contract?	•	Y	es X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	☐ Y	es X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu		_	N/A	7b
Part VIII Information About Officers, Directors, Trust		nagers, Highl		
Paid Employees, and Contractors	·			
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	to position	(If not paid, enter -0-)	and deferred compensation	allowances
			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
		İ		
SEE STATEMENT 8		39,728.	0.	0.
				{
		,		
				İ
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."		
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deterred compensation	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(C) Compensation	and deterred compensation	allowances
NONE				
		1		
* · · · · · · · · · · · · · · · · · · ·	,, , , , , , , , , , , , , , , , , , ,	1	1.7.7	l
		1		
Total number of other employees paid over \$50,000	'	•	▶	0
				990-PF (2014)

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Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, ent	er "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	- 	
Total number of others receiving over \$50,000 for professional services		▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant stati number of organizations and other beneficiaries served, conferences convened, research papers pro		Expenses
1 N/A		
2		
3		
4		
Part IX-B Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year or	o knoo 1 and 2	Amount
1 N/A	Tillies Taliu 2.	Amount
I N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	•	0.
The state of the s		

Form 990-F	PF (2014) NICHOLAS	ENDOWMENT					46-	-6117991	Page 8
Part X	Minimum Investment	Return (All domestic	c foundations r	nust c	omplete th	nis part Foreign fo	oundations,	see instructions.)
1 Fair ma	arket value of assets not used (or he	ld for use) directly in carry	ying out charitab	le, etc.,	purposes:				
a Averag	e monthly fair market value of secur	rities					1a	32,712	,681
b Averag	e of monthly cash balances						1b	861	,163
c Fair ma	arket value of all other assets	_					1c		
d Total (add lines 1a, b, and c)	•					1d	33,573	,844
e Reduct	tion claimed for blockage or other fa	ctors reported on lines 1a	and					· ·	-
	ach detailed explanation)	'		1e		0			
,	ition indebtedness applicable to line	1 assets	'			<u>. </u>	2		0
•	ct line 2 from line 1d						3	33,573	
	eemed held for charitable activities.	Enter 1 1/2% of line 3 (for	r greater amount	. see in	structions)		4		,608
	lue of noncharitable-use assets. So		-	-	•		5	33,070	
	um investment return. Enter 5% of				,		6	1,653	
	Distributable Amount		tion 4942(i)(3) a	nd (1)/5) private on	erating foundations			,
	foreign organizations check here		mplete this part		, privato opi	orating roomactions	and our am		
1 Minimi	um investment return from Part X, III						11	1,653	.512
	investment income for 2014 from P		ĺ	2a		20,749	1 - 1	1,033	, , , , ,
	e tax for 2014. (This does not includ	•		2b		20,713			
	es 2a and 2b	c the tax home art vi.)	l	20			2c	20	,749
	es za ano zo utable amount before adjustments. S	Subtract line 2c from line	1				3	1,632	763
	eries of amounts treated as qualifying		'		-		4	1,052	,,,,,
	es 3 and 4	y distributions					5	1,632	763
	es 3 anu 4 Don from distributable amount (see 1	inetrustions)				•	6	1,052	, 103
	•	,	hana and an Dad	VIII I			7	1,632	763
Part X	utable amount as adjusted. Subtrac	it line 6 from line 5. Enter	nere and on Pari	AIII, III	le i			1,032	, /03
<u> </u>	Qualifying Distribution	ns (see instructions)							
	its paid (including administrative exp			poses:	•			1 (11	011
•	ses, contributions, gifts, etc total fr	. , , , ,	e 26				1a	1,641	<u>,911</u>
-	m-related investments - total from P						1b		0
2 Amour	its paid to acquire assets used (or h	eld for use) directly in cari	rying out charital	ble, etc	, purposes		2		
3 Amour	its set aside for specific charitable pi	rojects that satisfy the:							
a Suitabi	lity test (prior IRS approval required	1)					3a		
b Cash d	istribution test (attach the required s	schedule)					3b		
4 Qualify	<mark>ring distributions.</mark> Add lines 1a thro	ugh 3b. Enter here and on	Part V, line 8, a	nd Parl	XIII, line 4		4	1,641	,911
5 Founda	itions that qualify under section 494	O(e) for the reduced rate o	of tax on net inve	stment					
ıncome	e. Enter 1% of Part I, line 27b						5	20 1,621	<u>,749</u>
6 Adjust	ed qualifying distributions. Subtrac	t line 5 from line 4					6	1,621	,162
	The amount on line 6 will be used in 4940(e) reduction of tax in those yea	• • •	osequent years v	vhen ca	lculating wh	nether the foundatio	n qualifies fo	r the section	

Part XIII Undistributed Income (see instructions)		40	OII 7991 Page 9
	(a)	(b)	(c)	(d)
	Corpus	Years prior to 2013	2013	2014
1 Distributable amount for 2014 from Part XI,		**	}	1 622 562
line 7			<u> </u>	1,632,763.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only		-	966,592.	
b Total for prior years:		0.	\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \	\$
3 Excess distributions carryover, if any, to 2014:		0.		
1 1			**	× ,
a From 2009	,			· ` , }
b From 2010 c From 2011			, i	*
dFrom 2012		\		
eFrom 2013			(
f Total of lines 3a through e	0		1	
4 Qualifying distributions for 2014 from	<u>-</u>	• ' ' ' ' '		γ
Part XII, line 4: ▶\$ 1,641,911.		C. C. San As	1	1 , , , , , , , , , , , , , , , , , , ,
a Applied to 2013, but not more than line 2a			966,592.	
b Applied to undistributed income of prior			700,372.	<u> </u>
years (Election required - see instructions)	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	0.	ر د بند	
c Treated as distributions out of corpus		* *** ** ** ** **		7 98 9
(Election required - see instructions)	l o			****
d Applied to 2014 distributable amount	<u> </u>	•	`	675,319.
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014				0.0
(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;	<u>*</u>			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0	•		
b Prior years' undistributed income. Subtract	. W.X	, k	. ***	
line 4b from line 2b		0.		A. S. Bara
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously				
assessed		0.		100
d Subtract line 6c from line 6b. Taxable		0.	·	
amount - see instructions e Undistributed income for 2013. Subtract line		J	****	3 , ,
4a from line 2a. Taxable amount - see instr.	*	· ·	0.	
f Undistributed income for 2014. Subtract			7,	
lines 4d and 5 from line 1. This amount must			\$ f	
be distributed in 2015		~.		957,444.
7 Amounts treated as distributions out of		*	4	33,7222
corpus to satisfy requirements imposed by		/ 4		
section 170(b)(1)(F) or 4942(g)(3) (Election				. X
may be required - see instructions)	l 0			
8 Excess distributions carryover from 2009	_	* ,		,
not applied on line 5 or line 7	0	•		· · · ``
9 Excess distributions carryover to 2015.			,	
Subtract lines 7 and 8 from line 6a	0	• *	1	,
10 Analysis of line 9:			** ***	
a Excess from 2010	,		13 4 N 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	٠ .
b Excess from 2011	1		* ′′′	
c Excess from 2012	1 ;	**		
d Excess from 2013	1 : 🐇			

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	S ENDOWMENT			46-61	17991 Page 10
Part XIV Private Operating F	oundations (see in	structions and Part VI	I-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter tha	t it is a private operating			
foundation, and the ruling is effective for	r 2014, enter the date of	the ruling	▶		
b Check box to indicate whether the found		ng foundation described		4942(j)(3) or 49)42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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.			ļ		
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the			 -	<u> </u>	
alternative test relied upon:			1		
a "Assets" alternative test - enter: (1) Value of all assets					
, , , , , , , , , , , , , , , , , , , ,			 		
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)		1			
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			1		
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 Info			if the foundation	n had \$5,000 or mo	ore in assets
at any time during t	he year-see inst	ructions.)			
1 Information Regarding Foundatio	n Managers:				
a List any managers of the foundation wh			tributions received by the	e foundation before the clos	se of any tax
year (but only if they have contributed in	nore than \$5,000). (See s	section 507(d)(2).)			
NONE					
b List any managers of the foundation wh			(or an equally large porti	on of the ownership of a pa	artnership or
other entity) of which the foundation has	s a 10% or greater intere	st			
NONE					
2 Information Regarding Contributi	ion, Grant, Gift, Loan	, Scholarship, etc., P	rograms:		
Check here ▶ 🗶 if the foundation o					
the foundation makes gifts, grants, etc.	(see instructions) to indi	viduals or organizations i	under other conditions, c	omplete items 2a, b, c, and	l d.
a The name, address, and telephone num	ber or e-mail address of	the person to whom appl	ications should be addre	ssed:	
b The form in which applications should b	e submitted and informa	tion and materials they s	hould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields	, kınds of ınstitutions, or	other factors;	
423601 11-24-14				· · · · · ·	Form 990-PF (2014)

3 Grants and Contributions Paid During to	he Year or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution **	Amount
a Paid during the year				
CHOC CHILDREN'S FOUNDATION	NON-PROFIT	501(C)(3)	2014 GRANT AWARD:	
155 S. MAIN ST	ORGANIZATION		PALLIATIVE CARE	4 00
DRANGE, CA 92868				4,00
CHOC CHILDREN'S FOUNDATION	NON-PROFIT	501(C)(3)	2014 PROFESSIONAL	
455 S. MAIN ST	ORGANIZATION		DEVELOPMENT	95 00
ORANGE, CA 92868				85,000
MISSION SAN JUAN CAPISTRANO 26801 ORTEGA HIGHWAY	NON-PROFIT ORGANIZATION	501(C)(3)	2014 GRANT AWARD: ADOPT-A-CLASS	
SAN JUAN CAPISTRANO, CA 92675	ONGANIZATION		RDOF1-A-CHASS	50,000
· · · · · · · · · · · · · · · · · · ·				<u> </u>
OCEAN INSTITUTE	NON-PROFIT	501(C)(3)	2014 PROFESSIONAL	
24200 DANA POINT HARBOR DRIVE	ORGANIZATION	[, , , , ,	DEVELOPMENT	
DANA POINT, CA 92629				4,000
OCEAN INSTITUTE	NON-PROFIT	501(C)(3)	2014 GRANT AWARD: CORB	
24200 DANA POINT HARBOR DRIVE	ORGANIZATION		OPERATING SUPPORT	
DANA POINT, CA 92629	COMMENTANTIA METONI CITET	 		150,000
b Approved for future payment	CONTINUATION SHEE	1 5)	▶ 3a	1,585,250
NONE				
			1	
Total .			▶ 3b	
	-			n 990-PF (201

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A	Analys	is of Inco	me-Produc	ing Activities
Part AVI-A	Analys	as or inco	me-Produc	ing Activities

ter gross amounts unless otherwise indicated.	Unrelated b	usiness income		by section 512, 513, or 514	(e)
	(a) Business	(b)	(C) Exclu- sion	(d)	Related or exemp
Program service revenue:	code	Amount	code	Amount	function income
a					
b	<u> </u>				
C	<u> </u>				
d					
e					
f		·			
g Fees and contracts from government agencies				<u>.</u>	-
Membership dues and assessments					
Interest on savings and temporary cash					
investments				1 500 100	
Dividends and interest from securities			14	1,639,428.	
Net rental income or (loss) from real estate:	* * *	٠,		/n , .	
a Debt-financed property					
b Not debt-financed property					
Net rental income or (loss) from personal	1				
property				14 506	
Other investment income			14	-14,506.	
Gain or (loss) from sales of assets other	1		1 1 0	500 751	
than inventory			18	590,751.	
Net income or (loss) from special events			+		
Gross profit or (loss) from sales of inventory		 			
Other revenue:					
a					
<u> </u>					
<u> </u>			-+		
d	 		+		
Subtotal. Add columns (b), (d), and (e)	, 4,5		 	2,215,673.	
Total. Add line 12, columns (b), (d), and (e)			<u> </u>	13	2,215,67
e worksheet in line 13 instructions to verify calculations.)				13	2,215,01
art XVI-B Relationship of Activities	***************************************			.	

LIIIE NO.	Explain below how each activity for which income is reported in column (e) of rail XVI-A combinating to the accomplishment of
	the foundation's exempt purposes (other than by providing funds for such purposes).
4	THIS INCOME IS USED FOR THE PURPOSE OF MAKING GRANTS TO CHARITABLE
	ORGANIZATIONS WITHIN THE MEANING OF SECTION 501(C)(3), THAT
	ALLOWED THE ENDOWMENT TO ENRICH THE COMMUNITY AND THE WORLD BY
	SUPPORTING THE PERFORMING AND VISUAL ARTS AND ASSISTING IN THE
	ADVANCEMENT OF SCIENCE AND EDUCATION.
7	SAME AS LINE #4
8	SAME AS LINE #4

Form 990-PF	(2014) NICHO	LAS ENDOW	VMENT			46	6117991	Page 13
Part XV			sfers To	and Transactions a	ind Relation	ships With No	ncharitable	
the Coc a Transfe (1) Ca (2) Oth b Other th (1) Sa (2) Pu (3) Re (4) Re (5) Lo (6) Pe c Sharing d If the ai	exempt Organ organization directly or indi- de (other than section 501(c ers from the reporting found ish ther assets ransactions: les of assets to a noncharita irchases of assets from a no ental of facilities, equipment, embursement arrangements ians or loan guarantees irformance of services or me ing of facilities, equipment, ma inswer to any of the above is lices given by the reporting fi	rectly engage in any)(3) organizations) of ation to a noncharitation to a noncharitation to a noncharitation to a noncharitation or other assets embership or fundral illing lists, other asset "Yes," complete the	or in section 52 white exempt or ution organization using solicitation ets, or paid em following sche	27, relating to political organ ganization of: ons iployees edule. Column (b) should alv	vays show the fair	market value of the g	1a(1) 1a(2) 1b(1) 1b(2) 1b(3) 1b(4) 1b(5) 1b(6) 1c	Yes No X X X X X X X X X X X X X X
column	(d) the value of the goods,	other assets, or serv	vices received.					
(a)Line no	(b) Amount involved	(c) Name o	f noncharitable N/A	e exempt organization	(d) Description	on of transfers, transaction	ns, and sharing arra	angements
2a Is the f	oundation directly or indirec	tty affiliated with, or	related to, one	e or more tax-exempt organic	zations described			
ın secti	ion 501(c) of the Code (othe complete the following sch	r than section 501(c		· ·	ZAUDIIS UESCIIDEU		Yes	X No
	(a) Name of org	ganization		(b) Type of organization		(c) Description of re	lationship	
Sign Here	der penalties of perjury, I declare d belief, it is bue, correct, and con comparts of officer or trustee	nplete Declaration of pi			nation of which prepar		May the IRS of return with the shown below (preparer
Paid	Print/Type preparer's na		Preparer's s	signature	Date 11.13.15	Check if self- employed	PTIN P01677	376

Phone no. 949-450-6200 Form **990-PF** (2014)

Use Only

Preparer Firm's name ► HASKELL &

Firm's address ▶ 300 SPECTRUM CENTER DR, STE 300

IRVINE, CA 92618

46-6117991 OF NICHOLAS ENDOWMENT PAGE 1 Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (d) Date sold (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. (mo., day, yr.) (mo., day, yr.) VARIOUS 12/31/14 1a CHARLES SCHWAB 4893 P VARIOUS 12/31/14 b CHARLES SCHWAB 4893 P VARIOUS 12/31/14 c CHARLES SCHWAB 5307 P VARIOUS 12/31/14 d CHARLES SCHWAB 5307 e NORTHERN TRUST P VARIOUS 12/31/14 \overline{P} VARIOUS 12/31/14 f CAPITAL GAIN FROM PASSTHROUGH P VARIOUS 12/31/14 g CHARLES SCHWAB 5307 h ı k m n 0 (h) Gain or (loss) (g) Cost or other basis (f) Depreciation allowed (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 1,416,868. 194,700. 1,611,568. а -22,818. 1,875,575. 1,852,757 b 3,970. 24,972. -21,002.C 77,104. 53,932. 23,172. d 110,587. -8,969. 101,618. е 415,762. 415,762. 464. 9,906. 10,370. g h m п 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (1), if any 194,700. -22,818. b -21,002. C 23,172. -8,969. е 415,762. 9,906. g h m Π 0 { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } 590,751. Capital gain net income or (net capital loss)

423591 05-01-14

N/A

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

NICHOLAS ENDOWMENT

Part XV Supplementary Informatio 3 Grants and Contributions Paid During the		· -	I	
Recipient	If recipient is an individual,	Equadation	Purpose of great or	
Name and address (home or business)	show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
ORANGE COUNTY COMMUNITY FOUNDATION	NON-PROFIT	501(C)(3)	2014 PROFESSIONAL	
4041 MACARTHUR BLVD., SUITE 510	ORGANIZATION	1	DEVELOPMENT	4 000
NEWPORT BEACH, CA 92660				4,000
DOLLARD CONTROL CONGRESSION POINT AND AND AND AND AND AND AND AND AND AND	NOW DROBIE	E01/G)/3)	2014 CRANT AVADD.	
ORANGE COUNTY COMMUNITY FOUNDATION	NON-PROFIT ORGANIZATION	501(C)(3)	2014 GRANT AWARD: COMMUNITY LEADERSHIP	
1041 MACARTHUR BLVD., SUITE 510 NEWPORT BEACH, CA 92660	ORGANIZATION		INITIATIVE (VETERANS)	125,000
VENTORI BEACH, CA 72000		ļ	INITIATIVE (VBIBRAND)	123,000
PACIFIC SYMPHONY	NON-PROFIT	501(C)(3)	2014 PROFESSIONAL	
3631 S HARBOR BLVD STE. 100	ORGANIZATION		DEVELOPMENT	
SANTA ANA, CA 92704			52V32V11121V1	4,000
				· · ·
PACIFIC SYMPHONY	NON-PROFIT	501(C)(3)	2014 GRANT AWARD: CORE	
3631 S HARBOR BLVD, STE. 100	ORGANIZATION		OPERATING	
SANTA ANA, CA 92704	··-			150,000
REGENTS OF THE UNIVERSITY OF	NON-PROFIT	501(C)(3)	2014 GRANT AWARD:	
CALIFORNIA	ORGANIZATION		JULES STEIN EYE	
10920 WILSHIRE BLVD., SUITE 1508			INSTITUTE MOBILE EYE	
LOS ANGELES, CA 90024			CLINIC	4,000
REGENTS OF THE UNIVERSITY OF	NON-PROFIT	501(C)(3)	2014 GRANT AWARD: UCLA	
CALIFORNIA	ORGANIZATION		COLLEGE OF LETTERS AND	
10920 WILSHIRE BLVD., SUITE 1508			SCIENCE	
LOS ANGELES, CA 90024			ENTREPRENEURSHIP INITIATIVE	100 000
REGENTS OF THE UNIVERSITY OF	NON-PROFIT	501(C)(3)	2014 GRANT AWARD: UCLA	100,000
CALIFORNIA	ORGANIZATION	P01(C)(3)	COLLEGE OF LETTERS AND	
10920 WILSHIRE BLVD. SUITE 1508			SCIENCE	
LOS ANGELES, CA 90024			ENTREPRENEURSHIP	
			INITIATIVE	80,000
REGENTS OF THE UNIVERSITY OF	NON-PROFIT	501(C)(3)	2014 GRANT AWARD:	
CALIFORNIA	ORGANIZATION		DESIGN FOR SHARING	
10920 WILSHIRE BLVD., SUITE 1508				
LOS ANGELES, CA 90024				50,000
REGENTS OF THE UNIVERSITY OF	NON-PROFIT	501(C)(3)	2014 GRANT AWARD: UCLA	
CALIFORNIA	ORGANIZATION	1	HSSEAS ENGINEERING	
10920 WILSHIRE BLVD., SUITE 1508			SERVICE CORPS (ESC)	
LOS ANGELES, CA 90024			OUTREACH PROGRAMS	65,000
REGENTS OF THE UNIVERSITY OF	NON-PROFIT	501(C)(3)	2014 GRANT AWARD:	
CALIFORNIA	ORGANIZATION	1	EXCELLENCE IN	
10920 WILSHIRE BLVD., SUITE 1508			ENGINEERING AND	
LOS ANGELES, CA 90024		1	DIVERSITY (CEED)	100.00
	1		CRITICAL TRANSITION	102,000

NICHOLAS ENDOWMENT

Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Foundation Purpose of grant or show any relationship to any foundation manager Amount status of contribution Name and address (home or business) or substantial contributor recipient REGENTS OF THE UNIVERSITY OF NON-PROFIT 501(C)(3) 2014 GRANT AWARD CALIFORNIA ORGANIZATION 10920 WILSHIRE BLVD., SUITE 1508 LOS ANGELES, CA 90024 75,000. NON-PROFIT 501(C)(3) 2014 PROFESSIONAL SOUTH COAST REPERTORY P.O. BOX 2197 ORGANIZATION DEVELOPMENT COSTA MESA, CA 92626 4,000. SOUTH COAST REPERTORY NON-PROFIT 501(C)(3) 2014 GRANT AWARD: CORE ORGANIZATION OPERATING SUPPORT P.O. BOX 2197 150,000. COSTA MESA, CA 92626 ST. MARGARET'S EPISCOPAL SCHOOL NON-PROFIT 501(C)(3) 2014 PROFESSIONAL DEVELOPMENT ORGANIZATION 31641 LA NOVIA SAN JUAN CAPISTRANO, CA 92675 4,000. 501(C)(3) 2014 GRANT AWARD: ST. MARGARET'S EPISCOPAL SCHOOL NON-PROFIT 31641 LA NOVIA ORGANIZATION SPECIAL CAMP FOR SPECIAL KIDS SAN JUAN CAPISTRANO, CA 92675 50,000. ST. MARGARET'S EPISCOPAL SCHOOL NON-PROFIT 501(C)(3) 2014 GRANT AWARD: REAKTHROUGH SAN JUAN ORGANIZATION 31641 LA NOVIA CAPISTRANO 50,000. SAN JUAN CAPISTRANO, CA 92675 THE BOWERS MUSEUM NON-PROFIT 501(C)(3) 2014 GRANT AWARD: ART ACCESS PROGRAM 2002 NORTH MAIN STREET ORGANIZATION SANTA ANA, CA 92706 115,000. UCI FOUNDATION 501(C)(3) NON-PROFIT 2014 GRANT AWARD: UCI 100 THEORY, SUITE 250 ORGANIZATION HEALTH - CHILD IRVINE, CA 92697 DEVELOPMENT SCHOOL 4,000. UCI FOUNDATION NON-PROFIT 501(C)(3) 2014 GRANT AWARD: VETERANS BRIDGING 100 THEORY, SUITE 250 ORGANIZATION IRVINE, CA 92697 50,000. UCI FOUNDATION 501(C)(3) 2014 GRANT AWARD: UCI NON-PROFIT 100 THEORY, SUITE 250 SCHOOL OF ENGINEERING **DRGANIZATION** IRVINE, CA 92697 FABCAMP 26,250. Total from continuation sheets

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Ye	., 			
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
GET INSPIRED NONE GARDEN GROVE, CA 92845	NON-PROFIT ORGANIZATION	501(C)(3)	GENERAL	5,000.
PARTNERSHIP FOR LOS ANGELES SCHOOLS 1541 WILSHIRE BLVD #200 LOS ANGELES, CA 90017	NON-PROFIT ORGANIZATION	501(C)(3)	GENERAL	15,000.
LOS ANGELES SOCIAL VENTURE PARTNERS 8055 W MANCHESTER AVE STE 405 PLAYA DEL RAY, CA 90293	NON-PROFIT ORGANIZATION	501(C)(3)	SOCIAL INNOVATION FAST	10,000.
DR. RALPH E. HAWES ELEMENTARY SCHOOL 9682 YELLOWSTONE DR. HUNTINGTON BEACH, CA 92646	NON-PROFIT ORGANIZATION	501(C)(3)	COMMON CORE TRANSITION	5,000.
WORKING WARDROBES 3030 PULLMAN ST. COSTA MESA, CA 92626	NON-PROFIT ORGANIZATION	501(C)(3)	VETNET - A SAFETY NET FOR VETERANS	10,000.
ILLUMINATION FOUNDATION 2691 RICHTER AVE #107 IRVINE, CA 92606	NON-PROFIT ORGANIZATION	501(C)(3)	SANTA ANA MULTI-SERVICE CENTER	10,000.
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HWY MALIBU, CA 90263	NON-PROFIT ORGANIZATION	501(C)(3)	CHRIS SANGSTER MEMORIAL SCHOLARSHIP	10,000.
SHARK RESEARCH COMMITTEE PO BOX 3492 CHATSWORTH, CA 91313	NON-PROFIT ORGANIZATION	501(C)(3)	GENERAL	5,000.
ACADEMY OF UNDERWATER ARTS & SCIENCES 27 WEST ANAPAMU STREET #317 SANTA BARBARA, CA 93101	NON-PROFIT ORGANIZATION	501(C)(3)	ZALE PERRY SCHOLARSHIP	5,000.
SHATTERPROOF 101 MERRITT 7 CORPORATE PARK, 1ST FLOOR NORWALK, CT 6851	NON-PROFIT ORGANIZATION	501(C)(3)	GENERAL	5,000.

	-							
FORM 990-PF	DIVIDENDS	S AND INT	EREST	FROM	SECUR	ITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS		(A) REVENUE PER BOOKS		(B) NET INVEST MENT INCOM		
DIVIDEND	1,639,428.	,	0.	. 1,639,428.		1,639,428	•	
TO PART I, LINE 4	1,639,428.		0.	1,639	,428.	1,639,428	•	
FORM 990-PF		OTHER	INCC)ME	-		STATEMENT	2
DESCRIPTION				(A) EVENUE R BOOKS		(B) ET INVEST- ENT INCOME	(C) ADJUSTE NET INCO	
PARTNERSHIP OTHER I	NCOME	-		-14,5	06.	-14,506.	-	
TOTAL TO FORM 990-P	F, PART I,	LINE 11		-14,5	06.	-14,506.		
FORM 990-PF		ACCOUN	TING	FEES			STATEMENT	3
DESCRIPTION		(A) EXPENSES PER BOOK		(B) ET INVE ENT INC		(C) ADJUSTED NET INCOME	(D) CHARITA PURPOS:	
ACCOUNTING FEES AUDIT/TAX FEES TAX CONSULTING		6,00 8,53 6,00	0.	4,	000. 265. 000.		3,0 4,2	
TO FORM 990-PF, PG	1, LN 16B	20,53	0.	13,	265.		7,2	65.
FORM 990-PF	Oʻ	THER PROF	ESSIC	ONAL FE	ES		STATEMENT	4
DESCRIPTION		(A) EXPENSES PER BOOK		(B) ET INVE ENT INC		(C) ADJUSTED NET INCOME	(D) CHARITA PURPOS	
INVESTMENT ADVISORY SERVICES ADMINISTRATIVE MANA		68,25	7.	68,	257.			0.
FEES MANAGER FEES-US EQU		39,72 59,29		59,	0. 297.		39,7	28. 0.
TO FORM 990-PF, PG	1, LN 16C	167,28	2.	127,	554.		39,7	28.
							=	

FORM 990-PF	OTHER EXPENSES				STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(C) ADJUSTED NET INCOM		
OFFICE AND SUPPLIES MEMBERSHIP AND SUBSCRIPTIONS INSURANCE OUTSIDE SERVICES	294. 725. 8,462. 187.		0. 0. 0.		7: 8,4	94. 25. 62. 87.
TO FORM 990-PF, PG 1, LN 23	9,668.		0.		9,6	68.
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	6
DESCRIPTION		LUATION ETHOD	вос	OK VALUE	FAIR MARKE' VALUE	т
PUBLICLY TRADED SECURITIES MARATHON INDIA REAL ESTATE FU GS MEZZANINE PARTNERS 2006 OF	ND	FMV FMV FMV	37	7,661,051. 77,742. 261,559.	37,661,0 77,7 261,5	42.
TOTAL TO FORM 990-PF, PART II	, LINE 13		38	3,000,352.	38,000,3	52.
FORM 990-PF	OTHER LIA	BILITIES			STATEMENT	7
DESCRIPTION			воз	Y AMOUNT	EOY AMOUNT	
INCOME TAX PAYABLE ACCRUED EXPENSES				12,806.		0.
TOTAL TO FORM 990-PF, PART II	LINE 22			12,815.		0.

FORM 990-PF PART VIII - LIST TRUSTEES AND	STAT	STATEMENT 8		
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB	
DANIEL T. STETSON 1505 E. 17TH STREET, SUITE 101 SANTA ANA, CA 92705	TREASURER 2.00	0.	0.	0.
CLAUDIA SANGSTER 1505 E. 17TH STREET, SUITE 101 SANTA ANA, CA 92705	TRUSTEE AND CH	MAIR 0.	0.	0.
PAULA TOMEI 1505 E. 17TH STREET, SUITE 101 SANTA ANA, CA 92705	TRUSTEE 2.00	0.	0.	0.
ROBERT FELLER 1505 E. 17TH STREET, SUITE 101 SANTA ANA, CA 92705	TRUSTEE 2.00	0.	0.	0.
ANNE OLIN 1505 E. 17TH STREET, SUITE 101 SANTA ANA, CA 92705	EXECUTIVE DIRE		0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6,	PART VIII	39,728.	0.	0.