



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

2014

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation: GRANTHAM CHARITABLE TRUST C/O FIRST CITIZENS BANK TRUSTEE. Address: PO BOX 29522, RALEIGH, NC 27626. Telephone: 919-716-7347.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total: 121,994) and Operating and Administrative Expenses (Total: 122,659).

ENVELOPE POSTMARK DATE MAY 13 2015

RECEIVED MAY 13 2015 IRS-OSC LOGDEN UT

Operating and Administrative Expenses MAY 13 2015

Handwritten signature/initials

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions) | | Beginning of year | End of year | |
|-----------------------------|--|---|--|--|----------------|-----------------------|
| | | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | | 91,405. | 43,332. | 43,332. |
| | 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 (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) | | | | |
| | 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) STMT 3 | | | 1,653,368. | 1,699,017. | 1,950,334. |
| 14 | Land, buildings, and equipment: basis ▶ | | | | | |
| | Less: accumulated depreciation ▶ (attach schedule) | | | | | |
| 15 | Other assets (describe ▶) | | | | | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | | 1,744,773. | 1,742,349. | 1,993,666. |
| 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) | | | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | 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, . . . ▶ <input checked="" type="checkbox"/> | | | check here and complete lines 27 through 31. | | |
| | 27 | Capital stock, trust principal, or current funds | | | 1,744,773. | 1,742,349. |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | | | |
| 30 | Total net assets or fund balances (see instructions) | | | 1,744,773. | 1,742,349. | |
| 31 | Total liabilities and net assets/fund balances (see instructions) | | | 1,744,773. | 1,742,349. | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|--|---|------------|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 1,744,773. |
| 2 | Enter amount from Part I, line 27a | 2 | -2,381. |
| 3 | Other increases not included in line 2 (itemize) ▶ ROUNDING | 3 | 7. |
| 4 | Add lines 1, 2, and 3 | 4 | 1,742,399. |
| 5 | Decreases not included in line 2 (itemize) ▶ COMMON TRUST FUNDS ROUNDING ADJUSTMENTS | 5 | 50. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 1,742,349. |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | | | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|---|---|--|--------------------------------------|----------------------------------|
| 1a PUBLICLY TRADED SECURITIES | | | | | | |
| b OTHER GAINS AND LOSSES | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | | | |
| a 325,870. | | 253,420. | 72,450. | | | |
| b -2,764. | | | -2,764. | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | | | |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col (h) gain minus col. (k), but not less than -0- or Losses (from col. (h)) | | | |
| a | | | 72,450. | | | |
| b | | | -2,764. | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 2 Capital gain net income or (net capital loss) | | | | 2 | 69,686. | |
| { If gain, also enter in Part I, line 7 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): | | | | 3 | | |
| If gain, also enter in Part I, line 8, column (c) (see instructions). 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.

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|--|--|---|
| 2013 | 91,620. | 1,912,309. | 0.047911 |
| 2012 | 93,254. | 1,876,828. | 0.049687 |
| 2011 | 90,273. | 1,915,810. | 0.047120 |
| 2010 | 80,844. | 1,849,148. | 0.043720 |
| 2009 | 35,447. | 1,665,396. | 0.021284 |
| 2 Total of line 1, column (d) | | | 0.209722 |
| 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 | | | 0.041944 |
| 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 | | | 1,978,504. |
| 5 Multiply line 4 by line 3 | | | 82,986. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 950. |
| 7 Add lines 5 and 6 | | | 83,936. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 94,600. |

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

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

Table with 11 rows and 2 columns. Row 1: 950. Row 2: 950. Row 3: NONE. Row 4: 950. Row 5: 1,032. Row 6: NONE. Row 7: 82. Row 8: 82. Row 9: 82. Row 10: 82. Row 11: 82.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes/No). Row 1: X. Row 2: X. Row 3: X. Row 4: X. Row 5: X. Row 6: X. Row 7: X. Row 8: X. Row 9: X. Row 10: X.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address -> N/A 13 X
14 The books are in care of -> FIRST CITIZENS BANK Telephone no. -> (919) 716-7347 Located at -> PO BOX 29522, RALEIGH, NC ZIP+4 -> 27626
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15 and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ->

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes X No If "Yes," list the years ->
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ->
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 4b X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**
- Organizations relying on a current notice regarding disaster assistance check here
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870. **6b** X
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| FIRST CITIZENS BANK PO BOX 29522, RALEIGH, NC 27626 | TRUSTEE 40 | 26,525. | -0- | -0- |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE | | NONE | NONE | NONE |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

Total number of other employees paid over \$50,000 **NONE**

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

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

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

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 NONE | |
| | |
| 2 | |
| | |
| 3 | |
| | |
| 4 | |
| | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 NONE | |
| | |
| 2 | |
| | |
| All other program-related investments See instructions | |
| 3 NONE | |
| | |
| Total. Add lines 1 through 3 | |

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

| | | | |
|----------|---|-----------|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 1,947,632. |
| b | Average of monthly cash balances | 1b | 61,002. |
| c | Fair market value of all other assets (see instructions). | 1c | NONE |
| d | Total (add lines 1a, b, and c) | 1d | 2,008,634. |
| 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 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 2,008,634. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 30,130. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,978,504. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 98,925. |

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 | 98,925. |
| 2a | Tax on investment income for 2014 from Part VI, line 5 | 2a | 950. |
| b | Income tax for 2014. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 950. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 97,975. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 | Add lines 3 and 4 | 5 | 97,975. |
| 6 | Deduction from distributable amount (see instructions). | 6 | NONE |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 97,975. |

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 | 94,600. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 94,600. |
| 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 | 950. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 93,650. |

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 | | | | 97,975. |
| 2 Undistributed income, if any, as of the end of 2014: | | | | |
| a Enter amount for 2013 only | | | 94,585. | |
| b Total for prior years: 20 <u>12</u> , 20 <u> </u> , 20 <u> </u> | | NONE | | |
| 3 Excess distributions carryover, if any, to 2014: | | | | |
| a From 2009 | NONE | | | |
| b From 2010 | NONE | | | |
| c From 2011 | NONE | | | |
| d From 2012 | NONE | | | |
| e From 2013 | NONE | | | |
| f Total of lines 3a through e | NONE | | | |
| 4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ <u>94,600.</u> | | | | |
| a Applied to 2013, but not more than line 2a | | | 94,585. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d Applied to 2014 distributable amount | | | | 15. |
| e Remaining amount distributed out of corpus | NONE | | | |
| 5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i> | NONE | | | NONE |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | NONE | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| 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 | | NONE | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | NONE | | |
| e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions | | | | |
| f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 | | | | 97,960. |
| 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) | NONE | | | |
| 8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) | NONE | | | |
| 9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a | NONE | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2010 | NONE | | | |
| b Excess from 2011 | NONE | | | |
| c Excess from 2012 | NONE | | | |
| d Excess from 2013 | NONE | | | |
| e Excess from 2014 | NONE | | | |

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

NOT APPLICABLE

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

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

Table with 5 columns: Tax year (a) 2014, (b) 2013, Prior 3 years (c) 2012, (d) 2011, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|---------------------|
| a Paid during the year | | | | |
| WAKE FOREST UNIVERSITY ATTN: WENDY HARPER FINANCIAL & ACCOUNTING SERVICES WINSTON-SALE | NONE | PC | ANNUAL DISTRIBUTION | 47,300. |
| MOUNT OLIVE COLLEGE ATTN: DEBRA J SMITH, CPA 634 HENDERSON STREET MOUNT OLIVE NC 28365 | NONE | PC | ANNUAL DISTRIBUTION | 47,300. |
| Total | | | | ▶ 3a 94,600. |
| b Approved for future payment | | | | |
| Total | | | | ▶ 3b |

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash... (2) Other assets... b Other transactions: (1) Sales of assets to a noncharitable exempt organization... (2) Purchases of assets from a noncharitable exempt organization... (3) Rental of facilities, equipment, or other assets... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services or membership or fundraising solicitations... c Sharing of facilities, equipment, mailing lists, other assets, or paid employees... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (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.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Sign Here

Signature of officer or trustee: Thomas F. Wiggins, SVP Date: 05/02/2015 Title

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

Paid Preparer Use Only

Print/Type preparer's name: CAROLYN T. RONEY Preparer's signature: Carolyn T. Roney Date: 05/02/2015 Check self-employed if PTIN: P00541305 Firm's name: THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN: 75-1297386 Firm's address: 9711 FARRAR COURT RICHMOND, VA 23236 Phone no: 804-727-3181

FEDERAL CAPITAL GAIN DISTRIBUTIONS

=====

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

| | |
|---|----------|
| AQR MANAGED FUTURES STRATEGY FUND I CLASS | 2,349.00 |
| DIGITAL REALTY TRUST, INC. | 58.00 |
| GOLDMAN SACHS ABSOLUTE RETURN TRACKER CL I FD | 1,598.00 |
| HARDING LOEVNER FRONTIER EMERGING MARKETS POR | 1,174.00 |
| HOST HOTELS & RESORTS INC. | 77.00 |
| THE MACERICH COMPANY | 7.00 |
| MAINSTAY HIGH YIELD CORPORATE BD I FD#1562 | 168.00 |
| OPPENHEIMER DEVELOPING MARKETS CL Y | 1,639.00 |

TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS 7,069.00

TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS 7,069.00

=====

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

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|-------------------|---|-----------------------------|
| INVESTMENT INCOME | 50,592. | 52,308. |
| TOTAL | 50,592. | 52,308. |

FORM 990PF, PART I - TAXES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|--------------------------------|--|--------------------------------------|
| FOREIGN TAXES | 82. | 82. |
| FEDERAL ESTIMATES - PRINCIPAL | 1,028. | |
| FOREIGN TAXES ON QUALIFIED FOR | 424. | 424. |
| TOTALS | 1,534. | 506. |
| | ===== | ===== |

FORM 990PF, PART II - OTHER INVESTMENTS

=====

| DESCRIPTION | COST/ FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|------------------------|----------------------|---------------|
| BROADCOM CORP | C | 8,509. | 12,479. |
| CF INDUSTRIES HOLDINGS, INC | C | 3,236. | 5,723. |
| CVS HEALTH CORP | C | 3,647. | 6,549. |
| CANADIAN NATL RY CO | C | 5,774. | 6,477. |
| CAPITAL ONE FINANCIAL CORP | C | 5,618. | 6,769. |
| CARDINAL HEALTH INC | C | 6,522. | 12,029. |
| CHEVRON CORP | C | 3,304. | 7,292. |
| CISCO SYSTEM INC | C | 12,361. | 16,689. |
| COCA-COLA ENTERPRISES INC | C | 3,646. | 5,793. |
| COMCAST COPT | C | 6,140. | 8,701. |
| COMERICA INC | C | 9,071. | 13,021. |
| COMPUTER SCIENCES CORP | C | 6,824. | 7,188. |
| CONOCOPHILLIPS | C | 2,396. | 4,903. |
| CORNING, INC. | C | 6,360. | 11,557. |
| DELTA AIRLINES INC COM | C | 7,117. | 9,641. |
| DEUTSCHE TELEKOM AG SPON ADR | C | 4,778. | 6,541. |
| DISCOVER FINANCIAL SERVICES | C | 4,503. | 6,942. |
| DR PEPPER SNAPPLE GROUP INC | C | 9,285. | 13,691. |
| E M C CORP MASS | C | 8,190. | 8,030. |
| EDWARDS LIFESCIENCES CORP | C | 6,497. | 9,426. |
| EXPEDIA, INC | C | 5,915. | 5,804. |
| EXXON MOBIL CORP | C | 12,181. | 18,675. |
| GAP STORES | C | 2,429. | 4,927. |
| GENERAL DYNAMICS CORP | C | 6,814. | 8,395. |
| GENERAL ELEC CO | C | 5,461. | 7,353. |
| GILEAD SCIENCES INC | C | 8,167. | 7,352. |
| GOLDMAN SACHS GROUP INC | C | 8,316. | 9,304. |
| HARDING LOEVNER FRONTIER EMERG | C | 93,608. | 102,611. |
| HEWLETT PACKARD CO | C | 7,059. | 8,186. |

FORM 990PF, PART II - OTHER INVESTMENTS

=====

| DESCRIPTION | COST/ FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|------------------------|----------------------|---------------|
| ----- | ----- | ----- | --- |
| THE HOME DEPOT INC | C | 9,761. | 15,221. |
| HOST HOTELS & RESORTS INC | C | 8,118. | 11,077. |
| INTEL CORP | C | 8,723. | 13,282. |
| IBM CORP | C | 2,737. | 4,332. |
| JP MORGAN CHASE & CO | C | 7,177. | 11,390. |
| JOHNSON & JOHNSON | C | 10,628. | 15,895. |
| KLA-TENCOR CORP | C | 5,717. | 9,282. |
| KEYCORP OHIO | C | 7,519. | 11,579. |
| THE KROGER CO | C | 7,515. | 19,070. |
| LEAR CORP | C | 6,426. | 10,593. |
| ELI LILLY & CO | C | 10,338. | 16,833. |
| LINCOLN NATIONAL CORP | C | 5,807. | 13,668. |
| LOCKHEED MARTIN CORP | C | 5,680. | 13,480. |
| LOWE'S COMPANIES INC | C | 10,685. | 11,146. |
| MACY'S INC. | C | 5,430. | 8,087. |
| MARATHON PETROLEUM CORP | C | 4,843. | 7,853. |
| MCKESSON CORP | C | 2,210. | 5,812. |
| MEDTRONIC INC | C | 5,883. | 9,025. |
| MICROSOFT CORP | C | 12,438. | 22,528. |
| MORGAN STANLEY | C | 7,256. | 9,545. |
| NETAPP INC | C | 5,973. | 6,964. |
| NORTHROP GRUMAN CORP | C | 7,367. | 15,771. |
| NVIDIA CORP | C | 8,215. | 7,840. |
| OCCIDENTAL PETE CORP | C | 7,804. | 7,255. |
| ORACLE SYSTEMS | C | 10,881. | 16,099. |
| OPPENHEIMER DEVELOPING MARKETS | C | 81,962. | 96,124. |
| PNC FINANCIAL SERVICES GROUP | C | 7,620. | 7,937. |
| PPG INDUSTRIES, INC | C | 3,222. | 6,241. |
| PFIZER, INC. | C | 8,251. | 11,712. |

FORM 990PF, PART II - OTHER INVESTMENTS

=====

| DESCRIPTION | COST/ FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|------------------------|----------------------|---------------|
| PROCTER & GAMBLE COM | C | 4,995. | 7,196. |
| ROYAL DUTCH SHELL PLC | C | 6,018. | 6,026. |
| SHERWIN WILLIAMS CO | C | 6,512. | 7,891. |
| SIMON PPTY GROUP INC NEW | C | 4,795. | 6,738. |
| SOUTHWEST AIRLINES | C | 8,428. | 8,549. |
| TRW AUTOMOTIVE HLDGS CORP | C | 8,638. | 11,725. |
| TEVA PHARMACEUTICAL INDS LTD A | C | 8,534. | 9,087. |
| TIME WARNER, INC. | C | 8,146. | 11,703. |
| TRAVELERS COMPANIES INC | C | 7,696. | 11,538. |
| UNION PACIFIC CORP | C | 8,529. | 8,458. |
| UNITEDHEALTH GROUP INC | C | 2,934. | 9,806. |
| VERIZON COMMUNICATIONS | C | 9,746. | 9,730. |
| VIACOM INC. CL B | C | 6,046. | 7,450. |
| WELLS FARGO & COMPANY | C | 8,674. | 15,898. |
| WESTERN UNION COMPANY | C | 4,171. | 5,480. |
| WYNDHAM WORLDWIDE CORP | C | 4,957. | 7,547. |
| XEROX CORP | C | 7,678. | 8,205. |
| MARVELL TECHNOLOGY GROUP LTD | C | 7,132. | 9,121. |
| SEAGATE TECHNOLOGY | C | 9,488. | 10,108. |
| ACE LIMITED | C | 5,697. | 9,305. |
| AGL RES INC | C | 6,519. | 6,705. |
| AT&T INC. | C | 13,620. | 12,932. |
| ACTIVISION BLIZZARD INC | C | 6,123. | 8,382. |
| AETNA, INC | C | 4,401. | 8,794. |
| ALLSTATE CORP | C | 7,078. | 13,910. |
| AMERICAN INTERNTL GROUP INC | C | 4,770. | 7,561. |
| AMGEN INC | C | 9,997. | 21,026. |
| ANTHEM, INC | C | 8,190. | 11,185. |
| APPLE, INC | C | 15,580. | 22,407. |

FORM 990PF, PART II - OTHER INVESTMENTS
 =====

| DESCRIPTION | COST/ FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|------------------------|----------------------|---------------|
| ASSURANT, INC. | C | 7,567. | 11,838. |
| THE BOEING COMPANY | C | 6,154. | 8,969. |
| MAINSTAY HIGH YIELD CORPORATE | C | 76,445. | 88,259. |
| PIMCO EMERGING LOCAL BD FD | C | 137,023. | 119,637. |
| T ROWE PRICE EMERGING MARKETS | C | 47,729. | 47,076. |
| INVESTMENT GARDE BD FD | C | 281,936. | 284,176. |
| AQR DIVERSIFIED ARBITRAGE FD | C | 73,489. | 68,181. |
| AQR MANAGED FUTURES STRATEGY F | C | 79,232. | 82,702. |
| GOLDMAN SACHS ABSOLUTE RETURN | C | 99,316. | 101,780. |
| PIMCO COMMODITY REAL RETURN ST | C | 115,120. | 75,564. |
| TOTALS | | 1,699,017. | 1,950,334. |

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS -340.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED) -340.00
=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS -2,424.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED) -2,424.00
=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No. 1545-0092

2014

Name of estate or trust

GRANTHAM CHARITABLE TRUST

C/O

Employer identification number

56-6180731

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

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

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

| | (d) Proceeds (sales price) | (e) Cost (or other basis) | (g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g) | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|--|----------------------------------|---------------------------------|---|---|
| 1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b . | | | | |
| 1b Totals for all transactions reported on Form(s) 8949 with Box A checked | | | | |
| 2 Totals for all transactions reported on Form(s) 8949 with Box B checked | | | | |
| 3 Totals for all transactions reported on Form(s) 8949 with Box C checked | 128,721. | 123,190. | | 5,531. |
| 4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | | | | 4 |
| 5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 5 -340. |
| 6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet | | | | 6 () |
| 7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶ | | | | 7 5,191. |

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

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

| | (d) Proceeds (sales price) | (e) Cost (or other basis) | (g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g) | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|----------------------------------|---------------------------------|--|---|
| 8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b . | | | | |
| 8b Totals for all transactions reported on Form(s) 8949 with Box D checked | | | | |
| 9 Totals for all transactions reported on Form(s) 8949 with Box E checked | | | | |
| 10 Totals for all transactions reported on Form(s) 8949 with Box F checked | 190,022. | 130,230. | | 59,792. |
| 11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | | | | 11 |
| 12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts. | | | | 12 -2,424. |
| 13 Capital gain distributions. | | | | 13 7,127. |
| 14 Gain from Form 4797, Part I. | | | | 14 |
| 15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet | | | | 15 () |
| 16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶ | | | | 16 64,495. |

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

Schedule D (Form 1041) 2014

JSA
4F1210 1 000

Part III Summary of Parts I and II

Caution: Read the instructions before completing this part.

Table with 4 columns: Line number, Description, (1) Beneficiaries' (see instr.), (2) Estate's or trust's, (3) Total. Rows include Net short-term gain or (loss), Net long-term gain or (loss) (Total for year, Unrecaptured section 1250 gain, 28% rate gain), and Total net gain or (loss).

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

Part IV Capital Loss Limitation

Table with 2 columns: Line number, Description. Row 20: Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3) or b \$3,000.

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

Table with 4 columns: Line number, Description, (1) Beneficiaries' (see instr.), (2) Estate's or trust's, (3) Total. Rows include taxable income from Form 1041, line 22, and various calculations for tax computation (lines 21-45).

Sales and Other Dispositions of Capital Assets

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

2014

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return

GRANTHAM CHARITABLE TRUST

C/O

Social security number or taxpayer identification number

56-6180731

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

Part I Short-Term. 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. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g) |
|------|--|---|--|--|--|--|--------------------------------|---|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| 94. | MOODY'S CORP COM | VAR | 01/08/2014 | 7,150.00 | 6,237.00 | | | 913.00 |
| 7. | MURPHY OIL CORPORATION | 08/22/2013 | 01/08/2014 | 440.00 | 406.00 | | | 34.00 |
| 91. | NIKE INC, CLASS B | VAR | 01/08/2014 | 7,006.00 | 5,522.00 | | | 1,484.00 |
| 29. | ENERSIS S.A. -SPONS AD | 08/22/2013 | 02/05/2014 | 381.00 | 442.00 | | | -61.00 |
| 126. | STATE STR CORP COM | VAR | 02/05/2014 | 8,127.00 | 7,815.00 | | | 312.00 |
| 79. | AGCO CORP | 11/01/2013 | 03/10/2014 | 4,151.00 | 4,611.00 | | | -460.00 |
| 247. | CSX CORP COM | VAR | 03/10/2014 | 7,088.00 | 6,138.00 | | | 950.00 |
| 35. | CAPITAL ONE FINANCIAL COMMON STOCK | VAR | 03/10/2014 | 2,615.00 | 2,421.00 | | | 194.00 |
| 15. | MERCK & CO INC NEW | 08/22/2013 | 03/10/2014 | 857.00 | 719.00 | | | 138.00 |
| 56. | MYLAN LABS COMMON | VAR | 03/10/2014 | 3,025.00 | 1,831.00 | | | 1,194.00 |
| 25. | SPDR TR UNIT SER 1 | 05/02/2013 | 03/10/2014 | 4,687.00 | 3,997.00 | | | 690.00 |
| 163. | AGILENT TECHNOLOGIES | 09/04/2013 | 04/02/2014 | 9,196.00 | 7,805.00 | | | 1,391.00 |
| 31. | AMERISOURCEBERGEN CORP | 08/22/2013 | 04/02/2014 | 2,042.00 | 1,784.00 | | | 258.00 |
| 9. | ENERGIZER HLDGS INC COM | 08/22/2013 | 05/06/2014 | 1,029.00 | 891.00 | | | 138.00 |

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) ►

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

For Paperwork Reduction Act Notice, see your tax return instructions.

Sales and Other Dispositions of Capital Assets

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

2014

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

| | |
|---|---|
| Name(s) shown on return GRANTHAM CHARITABLE TRUST C/O | Social security number or taxpayer identification number 56-6180731 |
|---|---|

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

Part I Short-Term. 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. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g) |
|---|---|--|---|--|--|--|-----------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | 24. KIMBERLY CLARK CORP CO | VAR | 05/06/2014 | 2,635.00 | 2,323.00 | | | 312.00 |
| | 12. TORCHMARK CORP COM | 08/22/2013 | 05/06/2014 | 949.00 | 857.00 | | | 92.00 |
| | 13. ZIMMER HLDGS INC COM | 08/22/2013 | 05/06/2014 | 1,301.00 | 1,051.00 | | | 250.00 |
| | 12. THE MACERICH COMPANY | 08/22/2013 | 06/06/2014 | 810.00 | 680.00 | | | 130.00 |
| | 13. WASHINGTON PRIME GROUP | VAR | 06/06/2014 | 247.00 | 235.00 | | | 12.00 |
| | 17. TIME INC. | 09/04/2013 | 06/13/2014 | 381.00 | 347.00 | | | 34.00 |
| | .125 TIME INC. | 01/01/2014 | 06/25/2014 | 3.00 | 3.00 | | | |
| | 12. KIMBERLY CLARK CORP CO | 08/22/2013 | 07/02/2014 | 1,336.00 | 1,149.00 | | | 187.00 |
| | 122. CHECK POINT SOFTWARE | VAR | 07/02/2014 | 8,173.00 | 7,926.00 | | | 247.00 |
| | 10. CHUBB CORP N.J. COMMON | 08/22/2013 | 08/07/2014 | 873.00 | 850.00 | | | 23.00 |
| | 25. HARTFORD FINL SVCS GRO | 08/22/2013 | 08/07/2014 | 848.00 | 770.00 | | | 78.00 |
| | 89. LAS VEGAS SANDS CORP | 05/06/2014 | 08/07/2014 | 5,938.00 | 7,030.00 | | | -1,092.00 |
| | 46. WHIRLPOOL CORP COM | 02/05/2014 | 08/07/2014 | 6,587.00 | 5,992.00 | | | 595.00 |
| | 112. DBERE & CO COMMON | 03/10/2014 | 09/10/2014 | 9,173.00 | 9,838.00 | | | -665.00 |
| <p>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) ►</p> | | | | | | | | |

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

For Paperwork Reduction Act Notice, see your tax return instructions.

| | |
|--|---|
| Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side GRANTHAM CHARITABLE TRUST C/O | Social security number or taxpayer identification number 56-6180731 |
|--|---|

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

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

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

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

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

| 1 | (a) Description of property (Example: 100 sh XYZ Co) | (b) Date acquired (Mo., day, yr) | (c) Date sold or disposed (Mo, day, yr.) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g) |
|--|--|--|--|--|--|---|-----------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | 71. MURPHY OIL CORPORATION | 11/06/2012 | 01/08/2014 | 4,459.00 | 3,705.00 | | | 754.00 |
| | 179. ENERSIS S.A. -SPONS A | 08/08/2011 | 02/05/2014 | 2,350.00 | 3,285.00 | | | -935.00 |
| | 67. KROGER CO COM | VAR | 02/05/2014 | 2,373.00 | 1,588.00 | | | 785.00 |
| | 20. MCKESSON HBOC INC COM | VAR | 02/05/2014 | 3,370.00 | 1,590.00 | | | 1,780.00 |
| | 36. AETNA, INC COM | VAR | 03/10/2014 | 2,650.00 | 1,451.00 | | | 1,199.00 |
| | 58. AMERICAN INTERNATIONAL | VAR | 03/10/2014 | 2,943.00 | 1,900.00 | | | 1,043.00 |
| | 11. CF INDUSTRIES HOLDINGS | VAR | 03/10/2014 | 2,856.00 | 1,573.00 | | | 1,283.00 |
| | 20. CHEVRONTXACO CORP COM | 08/06/2004 | 03/10/2014 | 2,290.00 | 951.00 | | | 1,339.00 |
| | 91. CITIGROUP INC. | 12/06/2012 | 03/10/2014 | 4,478.00 | 3,335.00 | | | 1,143.00 |
| | 19. MCKESSON HBOC INC COM | VAR | 03/10/2014 | 3,423.00 | 1,346.00 | | | 2,077.00 |
| | 90. MERCK & CO INC NEW | VAR | 03/10/2014 | 5,143.00 | 3,057.00 | | | 2,086.00 |
| | 7. SPDR TR UNIT SER 1 | 03/06/2013 | 03/10/2014 | 1,312.00 | 1,082.00 | | | 230.00 |
| | 53. WYNDHAM WORLDWIDE CORP | VAR | 03/10/2014 | 3,951.00 | 3,042.00 | | | 909.00 |
| | 31. ZIMMER HLDGS INC COM | VAR | 03/10/2014 | 3,039.00 | 1,888.00 | | | 1,151.00 |
| <p>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) ►</p> | | | | | | | | |

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.

| | |
|---|--|
| Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side GRANTHAM CHARITABLE TRUST C/O | Social security number or taxpayer identification number 56-6180731 |
|---|--|

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

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

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

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

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

| 1 | (a) Description of property (Example: 100 sh. XYZ Co.) | (b) Date acquired (Mo., day, yr) | (c) Date sold or disposed (Mo., day, yr) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g) |
|--|--|--|--|--|--|---|-----------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | 197. AMERISOURCEBERGEN COR | VAR | 04/02/2014 | 12,976.00 | 4,600.00 | | | 8,376.00 |
| | 37. CVS CORP COM | 03/06/2013 | 04/02/2014 | 2,748.00 | 1,933.00 | | | 815.00 |
| | 103. CITIGROUP INC. | 12/06/2012 | 04/02/2014 | 4,929.00 | 3,775.00 | | | 1,154.00 |
| | 45. COMCAST CORPORATION CL | 08/09/2012 | 04/02/2014 | 2,268.00 | 1,558.00 | | | 710.00 |
| | 28. JOHNSON & JOHNSON | 11/06/2012 | 04/02/2014 | 2,741.00 | 1,993.00 | | | 748.00 |
| | 10. MCKESSON HBOC INC COM | 02/03/2009 | 04/02/2014 | 1,758.00 | 451.00 | | | 1,307.00 |
| | 55. ENERGIZER HLDGS INC CO | 01/07/2013 | 05/06/2014 | 6,291.00 | 4,495.00 | | | 1,796.00 |
| | 14. PPG INDUSTRIES INC COM | VAR | 05/06/2014 | 2,736.00 | 1,745.00 | | | 991.00 |
| | 74. TORCHMARK CORP COM | 02/02/2012 | 05/06/2014 | 5,855.00 | 3,463.00 | | | 2,392.00 |
| | 50. ZIMMER HLDGS INC COM | 03/05/2012 | 05/06/2014 | 5,003.00 | 3,027.00 | | | 1,976.00 |
| | 73. THE MACBRICH COMPANY | VAR | 06/06/2014 | 4,927.00 | 4,546.00 | | | 381.00 |
| | 13. WASHINGTON PRIME GROUP | 08/08/2011 | 06/06/2014 | 247.00 | 158.00 | | | 89.00 |
| | 49. KIMBERLY CLARK CORP CO | VAR | 07/02/2014 | 5,453.00 | 4,718.00 | | | 735.00 |
| | 39. MARATHON PETROLEUM COR | VAR | 07/02/2014 | 3,124.00 | 1,414.00 | | | 1,710.00 |
| <p>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) ▶</p> | | | | | | | | |

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.

| | |
|--|--|
| 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 |
| GRANTHAM CHARITABLE TRUST C/O | 56-6180731 |

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

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

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

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

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

| 1 | (a) Description of property (Example: 100 sh. XYZ Co) | (b) Date acquired (Mo., day, yr) | (c) Date sold or disposed (Mo., day, yr) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g) |
|--|---|--|--|--|---|--|-----------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | 12. PPG INDUSTRIES INC COM | 07/06/2012 | 07/02/2014 | 2,498.00 | 1,260.00 | | | 1,238.00 |
| | 60. ALLSTATE CORP COM | VAR | 08/07/2014 | 3,558.00 | 2,491.00 | | | 1,067.00 |
| | 58. CHUBB CORP N.J. COMMON | 06/05/2013 | 08/07/2014 | 5,061.00 | 4,967.00 | | | 94.00 |
| | 21. DIRECTV | 11/10/2011 | 08/07/2014 | 1,767.00 | 947.00 | | | 820.00 |
| | 161. HARTFORD FINL SVCS GR | 06/05/2013 | 08/07/2014 | 5,461.00 | 4,697.00 | | | 764.00 |
| | 14. MCKESSON HBOC INC COM | VAR | 08/07/2014 | 2,622.00 | 579.00 | | | 2,043.00 |
| | 15. SIMON PPTY GROUP INC N | 08/08/2011 | 08/07/2014 | 2,486.00 | 1,445.00 | | | 1,041.00 |
| | 63. WELLS FARGO & CO NEW C | VAR | 08/07/2014 | 3,140.00 | 2,149.00 | | | 991.00 |
| | 54. DIRECTV | VAR | 09/10/2014 | 4,661.00 | 2,565.00 | | | 2,096.00 |
| | 18. CHEVRONTXACO CORP COM | 08/22/2013 | 10/02/2014 | 2,115.00 | 2,135.00 | | | -20.00 |
| | 123. MYLAN LABS COMMON | VAR | 10/02/2014 | 5,729.00 | 3,713.00 | | | 2,016.00 |
| | 129. FLUOR CORP NEW COM | VAR | 11/06/2014 | 8,466.00 | 7,311.00 | | | 1,155.00 |
| | 36. CALIFORNIA RESOURCES C | VAR | 12/04/2014 | 250.00 | 282.00 | | | -32.00 |
| | 83. GAP STORES COMMON | VAR | 12/04/2014 | 3,325.00 | 2,993.00 | | | 332.00 |
| <p>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) ▶</p> | | | | | | | | |

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.

