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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.**2014**

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation FIRST CITIZENS FOUNDATION, INC ATTN: LISA MENDENALL		A Employer identification number 57-1108547
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 27131, M/C FCC07	Room/suite	B Telephone number 803-931-1320
City or town, state or province, country, and ZIP or foreign postal code RALEIGH, NC 27611-7131		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,290,051.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

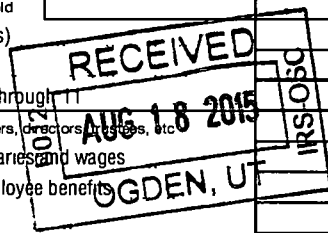
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		466.	466.		
4 Dividends and interest from securities		740,233.	740,233.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,150.			
b Gross sales price for all assets on line 6a		126,150.			
7 Capital gain net income (from Part IV, line 2)			2,150.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		742,849.	742,849.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmnt 2		14,814.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		14,814.	0.		0.
25 Contributions, gifts, grants paid		536,334.			536,334.
26 Total expenses and disbursements. Add lines 24 and 25		551,148.	0.		536,334.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		191,701.			
b Net investment income (if negative, enter -0-)			742,849.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,025,336.	1,115,231.	1,115,231.
	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 Stmt 3	5,680,006.	5,920,173.	6,153,374.	
	c	Investments - corporate bonds Stmt 4	4,728,660.	4,599,969.	4,907,581.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ Statement 5)	117,398.	113,865.	113,865.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,551,400.	11,749,238.	12,290,051.		
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				
	22	Other liabilities (describe ▶ Statement 6)	-4,409.	1,728.		
23	Total liabilities (add lines 17 through 22)	-4,409.	1,728.			
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, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	11,273,719.	11,555,809.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	282,090.	191,701.		
30	Total net assets or fund balances	11,555,809.	11,747,510.			
31	Total liabilities and net assets/fund balances	11,551,400.	11,749,238.			

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)	11,555,809.
2	Enter amount from Part I, line 27a	191,701.
3	Other increases not included in line 2 (itemize) ▶	0.
4	Add lines 1, 2, and 3	11,747,510.
5	Decreases not included in line 2 (itemize) ▶	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	11,747,510.

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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 OCEAN SHORE CAP I TRUST		P	03/03/04	09/05/14
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 126,150.		124,000.	2,150.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,150.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,150.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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	473,666.	11,338,532.	.041775
2012	513,495.	10,361,629.	.049557
2011	661,801.	10,827,527.	.061122
2010	624,499.	10,544,900.	.059223
2009	725,629.	9,858,697.	.073603

2 Total of line 1, column (d)	2	.285280
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.057056
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	11,820,925.
5 Multiply line 4 by line 3	5	674,455.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,428.
7 Add lines 5 and 6	7	681,883.
8 Enter qualifying distributions from Part XII, line 4	8	536,334.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	14,857.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	14,857.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	14,857.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	15,300.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,300.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	43.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	400.	
11 Enter the amount of line 10 to be. Credited to 2015 estimated tax	11	400.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) SC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ► <u>N/A</u>	13	X	
14 The books are in care of ► <u>LISA A MENDENALL</u> Telephone no. ► <u>803-931-1320</u> Located at ► <u>1230 MAIN STREET, COLUMBIA, SC</u> ZIP+4 ► <u>29201</u>			
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 ► <u>15</u> <u>N/A</u>			
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 ►	16	Yes	No X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b		X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A	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

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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)?

N/A

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
See Statement 7		0.	0.	0.

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

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

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



0

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

3 Five highest-paid independent contractors for professional services. If none, enter "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 statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	10,916,407.
b	Average of monthly cash balances	1b	955,174.
c	Fair market value of all other assets	1c	129,358.
d	Total (add lines 1a, b, and c)	1d	12,000,939.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,000,939.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	180,014.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,820,925.
6	Minimum investment return. Enter 5% of line 5	6	591,046.

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	591,046.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	14,857.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,857.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	576,189.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	576,189.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	576,189.

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	536,334.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	536,334.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	536,334.

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.

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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				576,189.
2 Undistributed income, if any, as of the end of 2014			0.	
a Enter amount for 2013 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	259,850.			
b From 2010	126,527.			
c From 2011	149,578.			
d From 2012	15,475.			
e From 2013				
f Total of lines 3a through e	551,430.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	536,334.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				536,334.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	39,855.			39,855.
6 Enter the net total of each column as indicated below:	511,575.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	219,995.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	291,580.			
10 Analysis of line 9:				
a Excess from 2010	126,527.			
b Excess from 2011	149,578.			
c Excess from 2012	15,475.			
d Excess from 2013				
e Excess from 2014				

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Form 990-PF (2014)

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N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

(e) Total

N/A

FIRST CITIZENS FOUNDATION, INC

Form 990-PF (2014)

ATTN: LISA MENDENALL

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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				
Claflin College 400 Magnolia St Orangeburg, SC 29115	NONE	Public Charity	Funding for scholarships for low to moderate income levels	25,000.
Orangeburg-Calhoun Regional Hospital Foundation 3000 St Matthews Rd Orangeburg, SC 29118	NONE	Public Charity	Capital funding to expand Filmore Center for cancer care	12,500.
City of Lancaster Performing Arts PO Box 1149 Lancaster, SC 29721	NONE	Public Charity	Funding to enrich lives of visitors and residents in the arts	2,000.
Columbia Urban League PO Box 50125 Columbia, SC 29250	NONE	Public Charity	Funding to support underserved Middle School students - Stem Project	5,000.
Toccoa Falls College PO Box 800809 Toccoa Falls, GA 30598	NONE	Public Charity	Funding to provide scholarships for deserving students	5,000.
Total			See continuation sheet(s) ▶ 3a	536,334.
b Approved for future payment				
None				
Total			▶ 3b	0.

Enter gross amounts unless otherwise indicated.

13 Total. Add line 12, columns (b), (d), and (e)
(See worksheet in line 13 instructions to verify calculations.)

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
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[illegible]

09500721 788885 1000093360 2014.04000 FIRST CITIZENS FOUNDATION, 10000931

FIRST CITIZENS FOUNDATION, INC
ATTN: LISA MENDENALL

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SC Governors School for Science & Mathematics 1201 Main St Suite 2350 Columbia, SC 29201	NONE	Public Charity	Sponsorship for residential and outreach programming - Townes Award	16,000.
United Way of the Midlands 1800 Main Street Columbia, SC 29201	NONE	Public Charity	Support health & human services for Community Impact Fund	10,000.
Wofford College (Liberty Fellowship) 429 N. Church Street Spartanburg, SC 29303	NONE	Public Charity	Funding to support Liberty Fellowship network to move SC forward	25,000.
YMCA of Greenville 2 Eighth Street Greenville, SC 29611	NONE	Public Charity	Funding for scholarships for low income families	5,000.
Roper St. Francis Foundation 125 Doughty St, Suite 790 Charleston, SC 29403	NONE	Public Charity	Funding to support the Center for Spinal Cord Injuries	5,000.
Orange Grove Elementary Charter School 1225 Orange Branch Rd Charleston, SC 29407	NONE	Public Charity	Funding to support the Back Pack Buddies Program	5,000.
Davis Love III Foundation PO Box 20344 St Simon Island, GA 31522	NONE	Public Charity	Support for GA coastal area impoverished families and children	5,000.
Sexual Trauma Services of the Midlands 3830 Forest Dr, Suite 201 Columbia, SC 29204	NONE	Public Charity	General operating support for agency's direct services	3,000.
Lancaster County Educational Foundation PO Box 889 Lancaster, SC 29721-0889	NONE	Public Charity	Provide funding for construction campaign for classrooms	20,000.
Children's Museum of the Upstate Inc 300 College St Greenville, SC 29601	NONE	Public Charity	Provide funding for the Learning Center	10,000.
Total from continuation sheets				486,834.

FIRST CITIZENS FOUNDATION, INC
ATTN: LISA MENDENALL

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Chesterfield County Economic Development Alliance PO Box 192, 105 Green Street Chesterfield, SC 29709	NONE	Public Charity	Support economic development for Chesterfield County	5,000.
low Country Local First 1345 Avenue G #AA Charleston, SC 29405	NONE	Public Charity	Support services, environment, & advocacy for local businesses	5,000.
Trident Technical College Foundation Inc PO Box 61227 Charleston, SC 29419	NONE	Public Charity	Support virtual desktop infrastructure and scholarship programs	6,000.
Southern Carolina Regional Development Alliance 1750 Jackson Street, Suite 100 Barnwell, SC 29812	NONE	Public Charity	Funding to promote infrastructure and capital development in the region	5,000.
Arts Council of York County PO Box 2797 Rock Hill, SC 29732	NONE	Public Charity	Funding to promote culture, diversity, and economic development	2,500.
Community Foundation of Greenville 630 E Washington St, Suite A Greenville, SC 29601	NONE	Public Charity	Support for the Clement's Kindness Fund for the Children Project	5,000.
Tri Development Center of Aiken County Inc PO Box 698 Aiken, SC 29802-0698	NONE	Public Charity	Funding for wheel chair accessible vans for community activities	5,000.
City Year Inc 1122 Lady St, Suite 6 Columbia, SC 29201	NONE	Public Charity	Capital funding for prof work space for City Year team	5,000.
SC Council on Competitiveness 1411 Gervais St, Suite 450 Columbia, SC 29201	NONE	Public Charity	Funding to create new systems of learning for high school graduates	7,500.
Junior Achievement of Georgia Inc 460 Abernathy Rd, NE Atlanta, GA 30328	NONE	Public Charity	Funding to provide JA core in-class programs for Cobb Co Schools	5,000.
Total from continuation sheets				

FIRST CITIZENS FOUNDATION, INC
ATTN: LISA MENDENALL

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Town of Elgin PO Box 277 Elgin, SC 29045	NONE	Public Charity	Capital support for new town park	10,000.
HomeWorks of SC Inc PO Box 102 Irmo, SC 29063	NONE	Public Charity	Support for home repair and HOPE for elderly and disadvantaged in SC	5,000.
Coastal Carolina Council, Boy Scouts of America 1025 Sam Rittenberg Blvd Charleston, SC 29407	NONE	Public Charity	Capital support to renovate trading post at Camp Ho Non Wah	6,000.
Richland County Public Library Foundation 1431 Assembly Street Columbia, SC 29201	NONE	Public Charity	Support for career exploration/financial literacy for graduating teens	6,666.
SC State Museum Foundation 301 Gervais Street Columbia, SC 29201	NONE	Public Charity	Funding support for First Sunday's program for SC residents	15,000.
SC Higher Education Foundation Inc 1122 Lady St, Suite 300 Columbia, SC 29201	NONE	Public Charity	Funding to support Know2/EDGE program in Marlboro County	10,000.
Central Carolina Economic Development Alliance 1201 Main St, Suite 100 Columbia, SC 29201	NONE	Public Charity	Funding to provide economic development in 9 county region	20,000.
Bob Jones University Museum & Gallery Inc 1700 Wade Hampton Blvd Greenville, SC 29609	NONE	Public Charity	Funding to support cross-circular arts for K-12 in the Upstate	5,000.
Christ Church Episcopal School 245 Cavalier Drive Greenville, SC 29617	NONE	Public Charity	Capital support for Performing Arts Center	5,000.
North Easter Strategic Alliance PO Box 100547 Florence, SC 29502	NONE	Public Charity	Capital support for industry training center Bennettsville Elementary School	25,000.
Total from continuation sheets				

FIRST CITIZENS FOUNDATION, INC
ATTN: LISA MENDENALL

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Fernbank Inc DBA Fernbank Museum of Natural History 767 Clifton Rd, NE Atlanta, GA 30307	NONE	Public Charity	Funding to protect and preserve the Fernbank Forest	5,000.
Hub City Writers Project Inc 186 West Main St Spartanburg, SC 29306	NONE	Public Charity	Funding for programming at the bookshop and community events	5,000.
Southern Wesleyan University PO Box 1020 Central, SC 29630	NONE	Public Charity	Provide funding for scholarship program	10,000.
Palmetto Health Foundation PO Box 247 Columbia, SC 29202	NONE	Public Charity	Support programs and services for Palmetto Health Breast Center	2,500.
Armstrong Atlantic State University Foundation Inc 11935 Abercom Street Savannah, GA 31419	NONE	Public Charity	Provide scholarships for low income participants	1,668.
Charleston Day School 15 Archdale St Charleston, SC 29401	NONE	Public Charity	Support capital campaign for new construction	25,000.
Midlands Technical College Foundation PO Box 2408 Columbia, SC 29202	NONE	Public Charity	Provide funding for grants to needy college students	10,000.
McLeod Health Foundation PO Box 100551 Florence, SC 29502	NONE	Public Charity	Provide funding for captial campaign - One Vision One Future	5,000.
Wake Forest University PO Box 7227 Winston-Salem, NC 27109	NONE	Public Charity	Support capital campaign for new classrooms	15,000.
Greenwood Genetic Center 113 Gregor Mendel Circle Greenwood, SC 29646	NONE	Public Charity	Provide funding for DNA sequence for birth defects/genetic disorders	8,000.
Total from continuation sheets				

FIRST CITIZENS FOUNDATION, INC
ATTN: LISA MENDENALL

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Columbia College 1301 Columbia College Dr Columbia, SC 29203	NONE	Public Charity	Funding for student scholarships for low to moderate income families	20,000.
Providence Hospitals Development Foundation 2749 Laurel Street Columbia, SC 29204	NONE	Public Charity	Funding for Breakthrough Technology for cardiac care	10,000.
Chester Development Foundation PO Box 256 Cheser, SC 29706	NONE	Public Charity	Capitla Funding to complete upfit of conference center	30,000.
Mental Health America of SC 5060 Dorchester Rd, Suite 200 N. Charleston, SC 29418	NONE	Public Charity	Funding for the Sensory Modulation Program	5,000.
Columbia Museum of Art PO Box 2068 Columbia, SC 29202	NONE	Public Charity	Funding for the Think Art Campaign endowment fund	5,000.
Spoletto Festival USA 14 George St Charleston, SC 29401-1524	NONE	Public Charity	Support for production of Romeo and Juliet at Dock Street Theatre	35,000.
Pickens County YMCA 201 Burns Rd Easley, SC 29640	NONE	Public Charity	Capital funding for a new YMCA	5,000.
Governor's School for the Arts Foundation Inc PO Box 8458 Greenville, SC 29604	NONE	Public Charity	Capital funding for new visitor's center	7,000.
United Way of the Midlands 1800 Main Street Columbia, SC 29201	NONE	Public Charity	Funding to support health and human services in the community	20,000.
Total from continuation sheets				

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
ACCRETION OF DISCOUNT	31,479.	0.	31,479.	31,479.	
AMORTIZATION OF PREMIUM	-32,862.	0.	-32,862.	-32,862.	
INTEREST AND DIVIDEND INCOME	741,616.	0.	741,616.	741,616.	
To Part I, line 4	740,233.	0.	740,233.	740,233.	

Form 990-PF Taxes Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INCOME TAX EXPENSE	14,814.	0.		0.
To Form 990-PF, Pg 1, ln 18	14,814.	0.		0.

Form 990-PF Corporate Stock Statement 3

Description	Book Value	Fair Market Value
9,540 BANK OF AMERICA COMMON	499,319.	170,671.
249,000 NORTH STATE TELECOMMUNICATIONS	249,000.	191,400.
11,921 FIRST MERIT CORP COM	249,202.	225,188.
7922 WELLS FARGO & CO	200,427.	231,085.
REGIONS FINANCIAL CORP COMMON	328,860.	132,327.
10 CAROLINA FIRST MORTGAGE LOAN TRUST	1,000,000.	1,250,000.
1 CAROLINA FIRST MORTGAGE LOAN TRUST	80,150.	125,000.
30,000 BANK AMERICA CORP PREFERRED	396,579.	787,200.
500,000 CNB INVT TR II	482,660.	500,000.
2,963 AMERISERV FIN CAP TRUST I	55,767.	83,705.
M&T Bk Corp Ser A	125,104.	130,364.
M&T Bk Corp Ser C	100,083.	101,125.
WSFS Finl Corp	250,000.	266,000.
BB&T Corp Trust Pfd	501,891.	483,800.
500,000 First Empire Cap Tr II Preferred	506,468.	508,965.
Altria Group Inc Com	100,142.	135,345.

FIRST CITIZENS FOUNDATION, INC ATTN: LIS

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250,000 Synovus Financial Corp Perp Pfd Ser C	260,771.	286,000.
290,000 First Tennessee Cap II Ser B	290,000.	282,750.
M&T Bk Corp Ser A	243,750.	262,449.
Total to Form 990-PF, Part II, line 10b	5,920,173.	6,153,374.

Form 990-PF	Corporate Bonds	Statement	4
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Description	Book Value	Fair Market Value
200,000 ANHEUSER BUSCH INC DEB	204,467.	253,880.
10,000 FIRST FINANCIAL CAPITAL TRUST I	1,000,000.	1,000,000.
6,000 OCEAN SHORE CAP	282,000.	385,700.
1,000 REGIONAL DIVERSIFIED FUNDING LTD	43,202.	24,326.
110,000 FIRST FINAL CAP TR I	70,885.	110,000.
195,000 FIRST FINL CAP TR I	116,922.	195,000.
225,000 SYNOVUS FINL CORP SUB NT	200,801.	228,375.
Wachovia Cap Tr III Fixed-Fltg Rate	249,667.	241,375.
500,000 SCANA Corp	522,393.	518,335.
500,000 Synovus Finl Corp Sub Nt	508,378.	507,500.
500,000 United Cmnty Bks Inc Sb Nt	537,924.	582,331.
250,000 Wachovia Cap Tr III	250,000.	241,375.
250,000 SCANA Corp	250,000.	259,168.
200,000 Zions Bancorporation Sub Nt	207,950.	208,028.
250,000 Catawba VY Cap Tr II Pfd	155,380.	152,188.
Total to Form 990-PF, Part II, line 10c	4,599,969.	4,907,581.

Form 990-PF	Other Assets	Statement	5
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
ACCRUED INTEREST INCOME	117,398.	113,865.	113,865.
To Form 990-PF, Part II, line 15	117,398.	113,865.	113,865.

Form 990-PF	Other Liabilities	Statement	6
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Description	BOY Amount	EOY Amount
ACCRUED INCOME TAX PAYABLE	-4,409.	1,728.
Total to Form 990-PF, Part II, line 22	-4,409.	1,728.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	7
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
FRANK B. HOLDING 1230 MAIN STREET COLUMBIA, SC 29201	CHAIRMAN/DIRECTOR 1.00	0.	0.	0.
JIM B. APPLE 1230 MAIN STREET COLUMBIA, SC 29201	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
PETER M. BRISTOW 1230 MAIN STREET COLUMBIA, SC 29201	DIRECTOR 1.00	0.	0.	0.
WYCLIFFE E. HAYNES 1230 MAIN STREET COLUMBIA, SC 29201	DIRECTOR 1.00	0.	0.	0.
ALLEN H. MCINTYRE 1230 MAIN STREET COLUMBIA, SC 29201	DIRECTOR 1.00	0.	0.	0.
CHARLES S. MCLAURIN, III 1230 MAIN STREET COLUMBIA, SC 29201	DIRECTOR 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form

8868

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	FIRST CITIZENS FOUNDATION, INC	57-1108547
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	PO BOX 27131, M/C FCC07	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	RALEIGH, NC 27611-7131	

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

04

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

- The books are in the care of ► FIRST CITIZENS BANK AND TRUST

Telephone No. ► (803) 931-1320

Fax No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2015 to file the exempt organization return for the organization named above. The extension is for the organization's return for ☒ calendar year 2014 or

► ☐ tax year beginning _____, and ending _____

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	15,300
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	11,300
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	4,000

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

HTA