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For calendar year 2014, or tax year beginning 11-01-2014 , and ending 10-31-2015

Name of foundation LUCK COMPANIES FOUNDATION		A Employer identification number 54-6064982	
% WANDA S ORTWINE TREASURER		B Telephone number (see instructions) (804) 784-6300	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 29682		C If exemption application is pending, check here ☐	
Room/suite		D 1. Foreign organizations, check here ☐	
City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23242		2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 16,103,598		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	407	407		
	4 Dividends and interest from securities.	303,113	303,113		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,179,755			
	b Gross sales price for all assets on line 6a 2,906,571				
	7 Capital gain net income (from Part IV, line 2) . . .		1,179,755		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,733	2,733		
	12 Total. Add lines 1 through 11	1,486,008	1,486,008		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,625	2,775	0	1,850
	c Other professional fees (attach schedule)	102,867	102,867		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	10,000			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	85,364	85,364		
	24 Total operating and administrative expenses. Add lines 13 through 23	202,856	191,006	0	1,850
	25 Contributions, gifts, grants paid	822,708			822,708
	26 Total expenses and disbursements. Add lines 24 and 25	1,025,564	191,006	0	824,558
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	460,444			
	b Net investment income (if negative, enter -0-)		1,295,002		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	61,880	141,833	141,833
	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)	6,149,423	6,104,887	9,528,428
	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)	6,375,806	6,433,337	6,433,337
	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)	12,587,109	12,680,057	16,103,598	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	12,587,109	12,680,057	
	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)	12,587,109	12,680,057	
31	Total liabilities and net assets/fund balances (see instructions)	12,587,109	12,680,057		

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 12,587,109
2	Enter amount from Part I, line 27a	2 460,444
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 13,047,553
5	Decreases not included in line 2 (itemize) ▶ _____	5 367,496
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 12,680,057

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES - WELLS FARGO			
b	PUBLICLY TRADED SECURITIES - WELLS FARGO			
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 2,400,529		1,521,132	879,397
b 506,042		621,487	-115,445
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			879,397
b			-115,445
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	1,179,755
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	18,424

Part V

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	815,129	16,140,449	0 050502
2012	624,848	14,447,743	0 043249
2011	472,117	12,301,509	0 038379
2010	465,199	11,187,524	0 041582
2009	269,675	9,301,487	0 028993

2 Total of line 1, column (d).	2	0 202705
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 040541
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	16,542,539
5 Multiply line 4 by line 3.	5	670,651
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	12,950
7 Add lines 5 and 6.	7	683,601
8 Enter qualifying distributions from Part XII, line 4.	8	824,558

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

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1

Date of ruling or determination letter (attach copy of letter if necessary—see instructions)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.

6

Credits/Payments

a

2014 estimated tax payments and 2013 overpayment credited to 2014

6a

40,024

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.

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 27,074 Refunded

1

12,950

2

3

12,950

4

5

12,950

6a

40,024

6b

6c

6d

7

40,024

8

9

10

27,074

11

Part VII-AStatements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?

1b

No

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c

Did the foundation file Form 1120-POL for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?

2

No

If "Yes," attach a detailed description of the activities.

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5

No

If "Yes," attach the statement required by General Instruction T.

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

By language in the governing instrument, or

By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)

VA

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.

8b

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)?

9

No

If "Yes," complete Part XIV

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

No

Form 990-PF (2014)

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW LUCK COMPANIES COM				
14	The books are in care of ▶ WANDA S ORTWINE TREASURER Telephone no ▶ (804) 784-6398 Located at ▶ LUCK COMPANIES FOUNDATION RICHMOND VA ZIP +4 ▶ 23242			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ No Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?. ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

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
C S LUCK III PO BOX 29682 RICHMOND,VA 23242	CHAIRMAN OF THE BOARD,DIRECTOR 0	0		
DOUGLAS D R PALMORE PO BOX 29682 RICHMOND,VA 23242	SECRETARY,DIRECTOR 1 0	0		
WANDA S ORTWINE PO BOX 29682 RICHMOND,VA 23242	TREASURER AND DIRECTOR 0	0		
CHARLES S LUCK IV PO BOX 29682 RICHMOND,VA 23242	VICE PRESIDENT AND DIRECTOR 0	0		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE FOUNDATION MAKES GRANTS TO QUALIFYING PUBLIC CHARITIES DURING THE TAX YEAR, THE FOUNDATION MADE GRANTS TOTALING \$822,708	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	16,710,853
b	Average of monthly cash balances.	1b	83,603
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,794,456
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	16,794,456
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	251,917
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,542,539
6	Minimum investment return. Enter 5% of line 5.	6	827,127

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	827,127
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	12,950
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,950
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	814,177
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	814,177
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	814,177

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	824,558
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	824,558
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	12,950
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	811,608

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				814,177
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 2011 , 2010		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				32,639
f Total of lines 3a through e.	32,639			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 824,558				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				814,177
e Remaining amount distributed out of corpus	10,381			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	43,020			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	43,020			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				32,639
e Excess from 2014. . . .				10,381

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon.					
a	"Assets" alternative test—enter					
	(1) Value of all assets.					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization.					
	(4) Gross investment income.					

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

LUCK COMPANIES FOUNDATION
PO BOX 29682
RICHMOND, VA 232420682
(804) 476-6438

b

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

BY APPLICATION AT WWW.LUCKCOMPANIES.COM/ABOUT/FOUNDATION

c

Any submission deadlines

QUARTERLY, FEBRUARY 1, APRIL 1, JULY 1, OCTOBER 1

d

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

WE HAVE AREAS OF PREFERENCE, BUT WE DO GIVE OUTSIDE OF THESE AREAS ON OCCASION. OUR FOCUS AREAS ARE LEADERSHIP, YOUTH DEVELOPMENT AND EDUCATION, AND ENVIRONMENTAL STEWARDSHIP.

Form 990-PF (2014)

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> ATTACHMENT A PO BOX 29862 RICHMOND,VA 23242			SEE ATTACHMENT A	822,708
Total  3a				822,708
b <i>Approved for future payment</i> ATTACHMENT B PO BOX 29862 RICHMOND,VA 23242			SEE ATTACHMENT B	669,856
Total  3b				669,856

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2014)

TY 2014 Accounting Fees Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,625	2,775		1,850

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

TY 2014 Investments Corporate Stock Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS IN CORP. STOCKS	6,104,887	9,528,428

TY 2014 Investments - Other Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MA EQUITY OPPORTUNITY FUND, LP		6,433,337	6,433,337

TY 2014 Other Decreases Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Description	Amount
UNREALIZED LOSS MA ENDOWMENT PARTNERS	367,496

TY 2014 Other Expenses Schedule**Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER K-1 DEDUCTIONS	61,255	61,255		
BANK CHARGES	75	75		
ADMINISTRATIVE EXPENSES	8,712	8,712		
OTHER LOSS FROM K-1	15,322	15,322		

TY 2014 Other Income Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ACCRUED INCOME	2,733	2,733	

TY 2014 Other Professional Fees Schedule**Name:** LUCK COMPANIES FOUNDATION**EIN:** 54-6064982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSET MANAGEMENT FEES	63,192	63,192		
ADVISOR FEES - MANGHAM	39,675	39,675		

TY 2014 Taxes Schedule

Name: LUCK COMPANIES FOUNDATION

EIN: 54-6064982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATED TAXES	10,000			

Luck Companies Foundation
Account Market Value Report (prepared from WF statement)
FYE 10/31/2015

Security	Cost Basis	K-6	Current Value	K-6
Wells Fargo #5028002326 (London Company)				
Altria Group Inc	216,167 78	C	499,300 79	D
Bank of America Corp	286,200 62	C	298,012 80	D
Berkshire Hathaway Inc	217,496 62	C	512,251 32	D
Blackrock Inc	239,933 40	C	431,163 25	D
Bristol Myers Squibb	283,209 54	C	460,858 60	D
Carmax Inc	230,459 79	C	485,829 33	D
Chevron Corp	151,549 98	C	210,659 84	D
Cisco Systems Inc	103,381 55	C	193,237 30	D
Coca-Cola Co	151,886 34	C	267,652 00	D
Conocophillips	226,016 03	C	196,328 00	D
Deere & Co	320,822 04	C	276,900 00	D
Dollar Tree Inc	375,998 41	C	353,646 00	D
E M C Corp Mass	241,547 21	C	286,951 68	D
Edgewell Personal Care Co	123,548 46	C	162,473 78	D
Eli Lilly & Co	281,961 93	C	465,764 70	D
General Dynamics Corp	260,818 46	C	582,433 60	D
International Business Machs Corp	185,435 28	C	237,435 60	D
Lowe's	185,130 02	C	543,979 44	D
Microsoft Corp	79,181 55	C	161,710 08	D
Mosaic Co/The	247,298 91	C	172,666 90	D
NewMarket	42,322 30	C	198,444 96	D
Norfolk Southern Corp	283,175 74	C	280,105 00	D
O'Reilly Automotive Inc	293,288 17	C	331,512 00	D
Pfizer Inc	268,982 65	C	416,730 04	D
Reynolds American Inc	101,731 50	C	136,262 40	D
Verizon Communications	169,465 48	C	238,244 16	D
Visa Inc--Class A Shrs	56,103 38	C	231,809 04	D
Wells Fargo & Co	259,101 22	C	549,412 72	D
Carnival Corp	222,673 10	C	346,652 80	D
TOTAL	<u>6,104,887 46</u>		<u>9,528,428 13</u>	
Sum (C)=	6,104,887 46	Corporate Stock-Cost		
Sum (D)=	9,528,428 13	Corporate Stock-FMV		

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Alex's Lemonade Stand Foundation 333 E Lancaster Ave, #414 Wynnewood, PA 19096	56-2496146	PC	Matching Gift- Community	04/30/2015	\$200 00
American Heart Association 4217 Park Place Court Glen Allen, VA 23060	13-5613797	PC	Matching Gift- Community	04/30/2015	\$25 00
Anna Julia Cooper Episcopal School 2124 N 29th Street Richmond, VA 23223	27-0407231	PC	Matching Gift- Education	01/20/2015	\$1,000 00
Blessed Sacrament Huguenot 2501 Academy Road Powhatan, VA 23139	54-1901367	PC	Matching Gift- Education	01/20/2015	\$1,500 00
Blessed Sacrament Huguenot 2501 Academy Road Powhatan, VA 23139	54-1901367	PC	Matching Gift- Education	01/20/2015	\$1,000 00
Blessed Sacrament Huguenot 2501 Academy Road Powhatan, VA 23139	54-1901367	PC	Matching Gift- Education	08/04/2015	\$500 00
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	PC	Matching Gift- Community	01/20/2015	\$25 00
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	PC	Matching Gift- Community	04/30/2015	\$25 00
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	PC	Matching Gift- Community	04/30/2015	\$50 00
Blue Ridge Area Food Bank P O Box 937 Verona, VA 24482	52-1202644	PC	Matching Gift- Community	04/30/2015	\$50 00
Blue Sky Fund PO Box 8108 Richmond, VA 23223	14-1985225	PC	Support of the Outdoor Leadership Institute	08/04/2015	\$10,000 00
Bon Air Baptist Church 2531 Buford Road Richmond, VA 23235	54-0733158	PC	Matching Gift- Community	10/08/2015	\$1,500 00
Boy Scouts of America 4015 Fitzhugh Ave Richmond, VA 23230	54-0505872	PC	Matching Gift-Community	04/30/2015	\$125 00
Boys & Girls Club of Richmond 5511 Staples Mill Road Richmond, VA 23228	54-0564901	PC	To support the work of the Boys & Girls Club in the community	10/08/2015	\$500 00
Calvary Baptist Church 7900 Ten Ten Road Raleigh, NC 27603	56-1510207	PC	Matching Gift- Community	01/20/2015	\$500 00
Capital Region Land Conservancy P O Box 17306 Richmond, VA 23226	20-2797635	PC	Matching Gift - Community	01/20/2015	\$250 00
Capital Region Land Conservancy P O Box 17306 Richmond, VA 23226	20-2797635	PC	Support conservation efforts in Capital region	05/14/2015	\$5,000 00
CCHASM P O Box 1741 Chesterfield, VA 23832	54-1491582	PC	Matching Gift- Community	10/08/2015	\$300 00
Central United Methodist Church P O Box 297 Mathews, VA 23109	54-1072590	PC	Matching Gift- Community	01/20/2015	\$50 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Charity Global, Inc 40 Worth St, Suite 330 New York, NY 10013	22-3936753	PC	Matching Gift- Community	08/04/2015	\$110 00
Chesapeake Bay Foundation 6 Herndon Avenue Annapolis, MD 21403	52-6065757	PC	Build and populate a sanctuary oyster reef in the Lafayette River	07/30/2015	\$12,500 00
Chesapeake Wildlife Heritage P O Box 1745 Easton, MD 26101	52-0178636	PC	Restore 5 acres of wetlands, improve water quality and boost habitat	02/09/2015	\$10,000 00
Children's Home Society of Virginia 4200 Fitzhugh Ave Richmond, VA 23230	54-0505884	PC	Matching Gift- Community	04/30/2015	\$500 00
Children's Hospital of King's Daughter's 601 Children's Lane Norfolk, VA 23507	54-0506321	PC	Matching Gift- Community	01/20/2015	\$100 00
Children's Museum of Richmond 2626 West Broad Street Richmond, VA 23220	51-0220694	PC	Matching Gift- Community	01/20/2015	\$500 00
Christ Church 5000 Pouncey Tract Road Richmond, VA 23059	54-1660078	PC	Matching Gift-Community	10/30/2015	\$1,750 00
Christian Congreg of Jehovah's Witness 1789 Evergreen Rd Louisa, VA 23093	54-1276270	PC	Matching Gift - Community	01/20/2015	\$1,000 00
Christian Congreg of Jehovah's Witness 1789 Evergreen Rd Louisa, VA 23093	54-1276270	PC	Matching Gift - Community	04/30/2015	\$300 00
Christian Congreg of Jehovah's Witness 1789 Evergreen Rd Louisa, VA 23093	54-1276270	PC	Matching Gift - Community	04/30/2015	\$500 00
Christmas Mother- Goochland P O Box 322 Goochland, VA 23063	54-1682737	PC	To provide a Christmas for underprivileged Goochland County residents	10/08/2015	\$500 00
Christmas Mother- Goochland P O Box 322 Goochland, VA 23063	54-1682737	PC	Matching Gift - Community	10/22/2015	\$50 00
Church Hill Activities & Tutoring, Inc 601 N 31st Street Richmond, VA 23223	20-0220263	PC	Job experience for at-risk east end students to build edible rain gardens	05/14/2015	\$10,000 00
Cleveland Clinic Foundation 9500 Euclid Ave / DVB Cleveland, OH 44195	34-0714585	PC	Matching Gift- Community	10/08/2015	\$505 00
Collegiate School N Mooreland Road Richmond, VA 23229	54-0528203	PC	Matching Gift - Education	04/30/2015	\$250 00
County of Fairfax P O Box 814 Fairfax, VA 22038	54-0787833	GOV	Recognizing the leadership of first responders in the community	10/08/2015	\$12,500 00
County of Loudoun 801 Sycolin Road, Suite 200 Leesburg, VA 20175	54-0948306	GOV	Recognizing the leadership of first responders in the community	10/08/2015	\$37,500 00
Douglas S Freeman High School PTSA 8701 Three Chopt Road Henrico, VA 23229	54-1148304	PC	Matching Gift- Education	04/30/2015	\$250 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Receipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Earth Sangha 10123 Commonwealth Blvd Fairfax, VA 22032	54-1868546	PC	Support new development of database to improve their operations as well as conservation partners	08/04/2015	\$10,000 00
East Hanover Volunteer Rescue Squad PO Box 454 Mechanicsville, VA 23111	23-7032766	PC	Matching Gift- Community	01/20/2015	\$50 00
Eastern Michigan University Foundation P O Box 972057 Ypsilanti, MI 48197	38-2953297	PC	Matching Gift- Education	08/04/2015	\$1,620 00
Elizabeth River Project 475 Water Street, Suite C103A Portsmouth, VA 23704	54-1663058	PC	Support of the Learning Barge	08/04/2015	\$20,000 00
Elk Hill Farm P O Box 99 Goochland, VA 23063	23-7071154	PC	To provide education and community based services and treatment programs	10/08/2015	\$2,500 00
Empowerhouse P O Box 1007 Fredericksburg, VA 22402	52-1142547	PC	Matching Gift- Community	01/20/2015	\$334 00
Excel to Excellence 11357 Nuckols Rd, Suite 181 Glen Allen, VA 23059	80-0564819	PC	Program to help students excel academically	05/11/2015	\$25,000 00
Family Firm Institute 200 Lincoln St #201 Boston, MA 02111	25-1499499	PC	Matching Gift- Community	01/20/2015	\$500 00
Family Firm Institute 200 Lincoln St #201 Boston, MA 02111	25-1499499	PC	Grant to operating fund-- provides research in family business	10/08/2015	\$10,000 00
FeedMore 1415 Rhoadmiller Street Richmond, VA 23220	54-1150923	PC	Matching Gift- Community	01/20/2015	\$25 00
FeedMore 1415 Rhoadmiller Street Richmond, VA 23220	54-1150923	PC	Matching Gift- Community	01/20/2015	\$95 00
FeedMore 1415 Rhoadmiller Street Richmond, VA 23220	54-1150923	PC	Matching Gift- Community	01/20/2015	\$30 00
First Unitarian Universalist Church 1000 Blanton Ave Richmond, VA 23221	54-0738472	PC	Matching Gift- Community	08/04/2015	\$2,000 00
FOCUS PO Box 1027 Canaan, CT 86040	06-0870830	PC	Support ministry program to private schools in the community	05/14/2015	\$10,000 00
For the Love of Animals in Goochland P O Box 115 Manakin-Sabot, VA 23103	54-1394739	PC	Matching Gift - Community	01/20/2015	\$100 00
Free Clinic of Powhatan 3908 Old Buckingham Road Powhatan, VA 23139	26-1275136	PC	Matching Gift - Community	01/20/2015	\$50 00
Free Clinic of Powhatan 3908 Old Buckingham Road Powhatan, VA 23139	26-1275136	PC	To provide high quality health care to uninsured and low income residents	10/08/2015	\$1,000 00
George Mason University Foundation, Inc 4400 University Drive Fairfax, VA 22030	54-1603842	PC	To catalog and organize academic offerings into a comprehensive package	7/30/2015	\$15,000 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
George Mason University Foundation, Inc 4400 University Drive Fairfax, VA 22030	54-1603842	PC	For construction materials, techniques, & large equipment	1/23/2015	\$30,000 00
Goochland Co Fire Dept Co #3 52 Broad Street Road Manakin-Sabot, VA 23103	54-6054246	PC	To support the work of the fire department	10/08/2015	\$3,000 00
Goochland County Fire Co #5 P O Box 265 Goochland, VA 23063	54-6054246	PC	To support the work of the fire department	10/08/2015	\$3,000 00
Goochland Fire Dept Co #1 P O Box 283 Manakin-Sabot, VA 23103	54-6054246	PC	Matching Gift - Community	01/20/2015	\$50 00
Goochland Fire Dept Co #1 P O Box 283 Manakin-Sabot, VA 23103	54-6054246	PC	To support the work of the fire department	10/08/2015	\$3,000 00
Goochland County Fire Dept Co #6 P O Box 85 Hadensville, VA 23067	54-6054246	PC	Matching Gift- Community	01/20/2015	\$30 00
Goochland County Fire Dept Co #2 P O Box 118 Hadensville, VA 23067	54-6054246	PC	To support the work of the fire department	10/08/2015	\$3,000 00
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	PC	Matching Gift- Community	01/20/2015	\$100 00
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	PC	Matching Gift- Community	01/20/2015	\$50 00
Goochland Free Clinic & Family Services P O Box 116 Goochland, VA 23063	54-1967650	PC	To provide access to health care to Goochland County residents	10/08/2015	\$5,000 00
Greater Richmond Chamber Foundation P O Box 1598 Richmond, VA 23218-1598	51-0252958	PC	To support the general work of the chamber foundation in the community	06/23/2015	\$10,000 00
Grove Avenue Baptist Church 8701 Ridge Road Richmond, VA 23229	54-0694849	PC	Matching Gift- Community	01/20/2015	\$1,060 00
Grove Avenue Baptist Church 8701 Ridge Road Richmond, VA 23229	54-0694849	PC	Matching Gift- Community	04/30/2015	\$440 00
Gum Spring United Methodist Church 35 Church Lane Gum Spring, VA 23065	54-1005164	PC	Matching Gift-Community	10/08/2015	\$2,000 00
Hampden Sydney College Box 637, Graham Hall Hampden-Sydney, VA 23943	54-0505906	PC	Matching Gift - Education	08/04/2015	\$150 00
Hope Lutheran Church 3525 Rogers Rd Wake Forest, NC 27587	56-2026911	PC	Matching Gift - Community	10/08/2015	\$1,300 00
Huguenot Road Baptist Church 10525 W Huguenot Rd Richmond, VA 23235	54-6071738	PC	Matching Gift - Community	01/27/2015	\$1,000 00
Huguenot Road Baptist Church 10525 W Huguenot Rd Richmond, VA 23235	54-6071738	PC	Matching Gift - Community	04/30/2015	\$100 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Human Ties 11501 Smoketree Dr Richmond, VA 23236	31-1794738	PC	Matching Gift - Community	10/08/2015	\$50 00
James River Association 9 South 12th Street , 4th Floor Richmond, VA 23219	51-0211913	PC	Matching Gift - Community	01/20/2015	\$35 00
James River Association 9 South 12th Street , 4th Floor Richmond, VA 23219	51-0211913	PC	To implement Youth Environmental Leadership Program	05/14/2015	\$25,000 00
James River Association 9 South 12th Street, 4th Floor Richmond, VA 23219	51-0211913	PC	Matching Gift - Community	10/08/2015	\$35 00
James River Green Building Council 27 Westhampton Way Richmond, Va 23173	41-2159993	PC	To promote environmentally sustainable building practices	10/08/2015	\$500 00
Jedrey Family Foundation, Inc 4804 Woods Edge Road Wilmington, NC 28409	26-2328477	PC	Matching Gift - Community	10/16/2015	\$500 00
J Sargent Reynolds Community College 1651 E Parham Road Richmond, VA 23228	54-1130296	PC	To support efforts to provide access to education	10/08/2015	\$2,500 00
Junior Achievement of Central VA 7217 West Broad Street Richmond, VA 23294	54-0803325	PC	To improve the financial literacy of young people in Central VA	10/08/2015	\$2,500 00
Junior Achievement USA 7217 West Broad Street Richmond, VA 23294	84-1267604	PC	To inspire and prepare young people to succeed in a global economy	01/27/2015	\$7,500 00
Lewis Ginter Botanical Gardens 1800 Lakeside Avenue Richmond, VA 23228	54-1273467	PC	To support the work of the botanical gardens in the community	10/08/2015	\$1,000 00
LINC 1459 Johnston Willis Drive Richmond, VA 23235	54-1817025	PC	To ease the burden of cancer for patients and their families	07/30/2015	\$10,000 00
Little Sisters of the Poor 1503 Michaels Road Henrico, VA 23229	54-0608201	PC	Matching Gift- Community	01/20/2015	\$25 00
Mary Baldwin College P O Box 1500 Staunton, VA 24402	54-0506319	PC	For the Murphy Deming College of Health Sciences capital campaign	03/10/2015	\$25,000 00
Massey Cancer Center P O Box 980214 Richmond, VA 23298	54-6053660	PC	Matching Gift- Community	01/27/2015	\$270 00
Massey Cancer Center P O Box 980214 Richmond, VA 23298	54-6053660	PC	Matching Gift- Community	08/05/2015	\$1,000 00
Massey Cancer Center P O Box 980214 Richmond, VA 23298	54-6053660	PC	For cancer research, prevention and control, patient care and education	10/08/2015	\$2,500 00
Mineral Baptist Church P O Box 447 Mineral, VA 23117	54-1243511	PC	Matching Gift-Community	08/04/2015	\$100 00
Monroe Park Conservancy P O Box 25926 Richmond, VA 23260	38-3840559	PC	To support restoration of the park, including sustainable practices	08/04/2015	\$25,000 00
Muscular Dystrophy Association 1503 Santa Rosa Rd #120 Richmond, VA 23229	13-1665552	PC	Matching Gift-Community	05/14/2015	\$30 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
National Multiple Sclerosis Society 2219 York Road, Ste 302 Timonium, MD 21093	52-0663815	PC	Matching Gift-Community	08/04/2015	\$150 00
National Multiple Sclerosis Society 4200 Innslake Drive, Ste 301 Glen Allen, VA 23060	54-0633474	PC	Matching Gift-Community	10/08/2015	\$35 00
Nature Generation 3434 Washington Blvd 2nd Fl AC 2021 A Arlington, VA 22201	20-1670424	PC	R&D of educational games promoting environmental stewardship	01/27/2015	\$20,000 00
Neighborhood Resource Center 1519 Williamsburg Rd Richmond, VA 23231	33-1024355	PC	To support community after school program	10/08/2015	\$5,000 00
Petty Family Foundation 311 Branson Mill Road Randleman, NC 27317	80-0483917	PC	To enrich the lives of families affected by serious illness & injury	10/08/2015	\$5,000 00
Piedmont Environmental Council P O Box 460 Warrenton, VA 20188	54-0935569	PC	Support of summer fellowship program	07/30/2015	\$7,500 00
Peninsula Metropolitan YMCA 41 Old Oyster Point Rd, Suite C Newport News, VA 23602	54-0524905	PC	Matching Gift - Community	01/20/2015	\$500 00
Powhatan Community Church P O Box 834 Powhatan, VA 23139	46-1762737	PC	Matching Gift - Community	01/20/2015	\$300 00
Powhatan Community Church P O Box 834 Powhatan, VA 23139	46-1762737	PC	Matching Gift - Community	04/30/2015	\$250 00
Powhatan Community Church P O Box 834 Powhatan, VA 23139	46-1762737	PC	Matching Gift - Community	10/16/2015	\$750 00
Powhatan Community Church P O Box 834 Powhatan, VA 23139	46-1762737	PC	Matching Gift - Community	08/04/2015	\$250 00
Ramsey Memorial United Methodist Church 5900 Hull Street Road Richmond, VA 23224	54-0697088	PC	Matching Gift - Community	04/30/2015	\$300 00
Rappahannock Area YMCA 212 Butler Road Falmouth, VA 22405	54-0965826	PC	Support the work of the YMCA	03/10/2015	\$15,000 00
Rappahannock Area YMCA 5700 Smith Station Rd Falmouth, VA 22405	54-0965826	PC	Capital campaign for improvements to facility	07/30/2015	\$12,500 00
Rappahannock Goodwill Industries 4701 Market St, Suite A Fredericksburg, VA 22408	54-0808744	PC	Matching Gift- Community	05/11/2015	\$334 00
Redeemer Lutheran Church 5120 Harrison Road Fredericksburg, VA 22407	54-1471803	PC	Matching Gift- Community	04/30/2015	\$400 00
Rivanna Conservation Society P O Box 1501 Charlottesville, VA 22902	52-0194008	PC	River Stewards/Guardians projects monitoring river, educating public	02/09/2015	\$10,000 00
Sentinels of Freedom Scholarship Fndn P O Box 1316 San Ramon, CA 94583	20-8139201	PC	To assist disabled veterans and raise awareness of their sacrifice	08/04/2015	\$1,000 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Shenandoah National Park Trust 414 E Market Street, Suite A Charlottesville, VA 22902	20-8685310	PC	Programs to inspire youth to become environmental stewards	05/14/2015	\$10,000 00
Southminster Presbyterian Church 7500 Hull Street Road Richmond, VA 23235	54-0904141	PC	Matching Gift- Community	04/30/2015	\$2,000 00
Special Olympics Virginia 3212 Skipwith Road, Suite 100 Richmond, VA 23294	54-1013637	PC	Project Unity events helping students build core leadership values	08/04/2015	\$2,500 00
Sports Charities, Inc 105 Doverland Road Richmond, VA 23229	26-1238980	PC	Memorial golf event sponsorship to benefit Collegiate School	05/11/2015	\$2,500 00
St Andrew's School 227 S Cherry Street Richmond, VA 23220	54-1803252	PC	Support expansion of their after school program	08/04/2015	\$15,000 00
St Catherine's School Foundation 6001 Grove Avenue Richmond, VA 23226	54-6036896	PC	Girls Innovate program	05/11/2015	\$25,000 00
St Catherine's School Foundation 6001 Grove Avenue Richmond, VA 23226	54-6036896	PC	Matching Gift-Education	01/20/2015	\$750 00
St Christopher's School Foundation 711 St Christopher's Road Richmond, VA 23226	54-1727301	PC	Matching Gift-Education	08/04/2015	\$600 00
St Giles Presbyterian Church 5200 Grove Ave Richmond, VA 23226	54-0505948	PC	Matching Gift-Community	10/08/2015	\$2,250 00
St George's By The River Church 7 Lincoln Ave Rumson, NJ 07760	21-0684449	PC	Matching Gift-Community	10/08/2015	\$2,500 00
St Jude Children's Research Hospital 501 St Jude Place Memphis, TN 38105	62-0646012	PC	Matching Gift-Community	01/27/2015	\$300 00
St Matthews United Methodist Church 1706 St Matthew's Lane Richmond, VA 23233	54-1244992	PC	Matching Gift- Community	10/08/2015	\$2,310 00
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	PC	Matching Gift- Community	01/20/2015	\$200 00
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	PC	Matching Gift- Community	01/20/2015	\$200 00
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	PC	Matching Gift- Community	04/30/2015	\$200 00
St Michael Catholic Church 4491 Springfield Road Glen Allen, VA 23060	54-1624632	PC	Matching Gift- Community	10/16/2015	\$300 00
St Peter's United Methodist Church 15599 Mountain Road Montpelier, VA 23192	54-1255611	PC	Matching Gift- Community	08/04/2015	\$2,500 00
STEP 1900 Chamberlayne Ave Richmond, VA 23222	54-1449318	PC	Matching Gift-Community	10/08/2015	\$1,000 00
Stony Point Reformed Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	PC	Matching Gift- Community	04/30/2015	\$600 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Stony Point Reformed Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	PC	Matching Gift- Community	04/30/2015	\$700 00
Stony Point Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	PC	Matching Gift- Community	08/04/2015	\$600 00
Stony Point Presbyterian Church 2330 Buford Road Richmond, VA 23235	54-0954852	PC	Matching Gift- Community	10/08/2015	\$600 00
The Gypsy Project 10109 Krause Road Chesterfield, VA 23832	46-2839030	PC	Matching Gift-Community	04/30/2015	\$700 00
The Montpelier Foundation P O Box 911 Orange, VA 22960	31-1620682	PC	Support "we the people" program immersing youth in the constitution	02/09/2015	\$7,500 00
The Navigators PO Box 6000 Colorado Springs, CO 80934	84-6007896	PC	Matching Gift- Community	08/04/2015	\$1,000 00
The Steward School 11600 Gayton Road Richmond, VA 23238	54-0914765	PC	Matching Gift - Education	4/30/2015	\$100 00
The Steward School 11600 Gayton Road Richmond, VA 23238	54-0914765	PC	Matching Gift - Education	5/6/2015	\$100 00
The Steward School 11600 Gayton Road Richmond, VA 23238	54-0914765	PC	Matching Gift - Education	5/6/2015	\$50 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$100 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$100 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$100 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$50 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$50 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$50 00
The Ulman Fund, Inc 921 East Fort Ave, Suite 325 Baltimore, MD 21230	52-2057636	PC	Matching Gift - Community	1/20/2015	\$50 00
The USAFA Endowment 3116 Academy Drive USAFA, CO 80840	26-0537053	PC	Matching Gift-Community	4/30/2015	\$250 00
The Virginia Home 1101 Hampton Street Richmond, VA 23220	54-0577900	PC	Matching Gift-Community	8/4/2015	\$50 00
Thomas Jefferson Foundation, Inc P O Box 217 Charlottesville, VA 22902	54-0505959	PC	July 4 naturalization ceremony	09/30/2015	\$25,000 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Trinity United Methodist Church 903 Forest Avenue Richmond, VA 23229	54-0683193	PC	Matching Gift- Community	01/20/2015	\$1,000 00
Trinity United Methodist Church 903 Forest Avenue Richmond, VA 23229	54-0683193	PC	Matching Gift- Community	04/30/2015	\$1,200 00
Trinity United Methodist Church 903 Forest Avenue Richmond, VA 23229	54-0683193	PC	Matching Gift- Community	05/06/2015	\$100 00
UnboundRVA 200 South Third Street Richmond, VA 23219	46-4429894	PC	Identify & help talented low income individuals start their own businesses	05/11/2015	\$50,000 00
Unity Christ Church of Bon Air 923 Buford Road Richmond, Va 23235	27-0053040	PC	Matching Gift- Community	10/22/2015	\$2,200 00
University of Richmond 28 Westhampton Way Richmond, VA 23173	54-0505965	PC	Matching Gift-Education	05/06/2015	\$500 00
University of Richmond 28 Westhampton Way Richmond, VA 23175	54-0505965	PC	Matching Gift-Education	04/30/2015	\$25 00
University of Richmond 28 Westhampton Way Richmond, VA 23173	54-0505965	PC	Matching Gift-Education	04/30/2015	\$35 00
University of Richmond 28 Westhampton Way Richmond, VA 23175	54-0505965	PC	Matching Gift-Education	08/04/2015	\$25 00
University of Virginia 400 Ray C Hunt Drive, Suite 200 Charlottesville, VA 22904	54-6001796	PC	Mentoring/tutoring program UVA students tutor local children	03/10/2015	\$5,000 00
VA Foundation for Independent Colleges 8010 Ridge Road Richmond, VA 23229	54-0554396	PC	Fund scholarships	03/25/2015	\$15,000 00
VCU Foundation P O Box 842039 Richmond, VA 23284	54-0757884	PC	Three green roofs for the VCU Institute for Contemporary Art	07/30/2015	\$50,000 00
VCU Foundation P O Box 842039 Richmond, VA 23284	54-0757884	PC	To support the work of the Rice Center and its environmental research	10/13/2015	\$20,000 00
Veritas Classical Christian School 3400 Brook Road Richmond, VA 23227	55-0770184	PC	Matching Gift- Education	01/20/2015	\$2,500 00
Veritas Classical Christian School 3400 Brook Road Richmond, VA 23227	55-0770184	PC	Matching Gift- Education	01/20/2015	\$200 00
Virginia Engineering Foundation 351 McCormick Road Charlottesville, VA 22904	54-6052945	PC	Matching Gift-Education	01/20/2015	\$100 00
Virginia Museum Foundation 200 N Boulevard Richmond, VA 23220	51-0205333	PC	To support the Virginia Museum of Fine Arts	10/08/2015	\$2,500 00
Virginia Museum Foundation 200 N Boulevard Richmond, VA 23220	51-0205333	PC	Matching Gift- Community	04/30/2015	\$25 00
Virginia Organizing 703 Concord Ave Charlottesville, VA 22903	54-1674992	PC	Matching Gift-Community	08/04/2015	\$300 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Recipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Virginia Tech Foundation, Inc 902 Price Fork Road-0336 Blacksburg, VA 24061	54-0721690	PC	Matching Gift-Education	01/20/2015	\$150 00
Virginia Tech Foundation, Inc 445 Old Turner Street Blacksburg, VA 24061	54-0721690	PC	To provide 2 scholarships to Mining & Engineering students	05/11/2015	\$6,000 00
Virginia Tech Foundation, Inc 310 West Campus Drive Blacksburg, VA 24061	54-0721690	PC	To support Sustainability Institute connecting students to private sector	05/11/2015	\$35,000 00
Virginia Tech Foundation, Inc 902 Price Fork Road-0336 Blacksburg, VA 24061	54-0721690	PC	Matching Gift-Education	08/04/2015	\$25 00
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	PC	Matching Gift-Education	01/20/2015	\$200 00
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	PC	Matching Gift-Education	01/20/2015	\$1,200 00
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	PC	Matching Gift-Education	10/08/2015	\$1,200 00
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	PC	For support of the Virginia Military Institute	10/08/2015	\$5,000 00
Weddington Elementary PTO Inc 3927 Twelve Mile Greek Rd Matthews, NC 28104	47-2099533	PC	Matching Gift - Education	01/20/2015	\$25 00
West End Assembly of God 401 N Parham Road Richmond, VA 23229	16-1685218	PC	Matching Gift- Community	10/16/2015	\$1,500 00
Westhampton Day School 6100 Patterson Ave Richmond, VA 23226	54-1034962	PC	Matching Gift - Education	01/27/2015	\$1,000 00
Westover Baptist Church 1000 Westover Hills Blvd Richmond, VA 23225	54-0696559	PC	Matching Gift- Community	08/04/2015	\$2,500 00
Widows Mite Experience of Richmond P O Box 29021 Henrico, VA 23242-0021	27-2134444	PC	Matching Gift- Community	04/30/2015	\$1,800 00
YMCA of Greater Richmond 2 West Franklin Street Richmond, VA 23220	54-0505986	PC	Support teen programming in Goochland, Richmond & eastern Henrico	10/08/2015	\$50,000 00
YMCA of Greater Richmond 2 West Franklin Street Richmond, VA 23220	54-0505986	PC	Matching Gift- Community	01/20/2015	\$500 00
YMCA of Greater Richmond 2 West Franklin Street Richmond, VA 23220	54-0505986	PC	Matching Gift- Community	10/16/2015	\$225 00
Young Life P O Box 251 Midlothian, VA 23113	84-0385934	PC	Matching Gift- Community	01/20/2015	\$200 00
Youth Development Council P O Box 1028 Stanardsville, VA 22923	46-2873873	PC	Matching Gift- Community	10/08/2015	\$50 00
YWCA of Richmond 6 N 5th Street Richmond, VA 23219	54-0506493	PC	Matching Gift- Community	01/20/2015	\$1,500 00

Part XV - Line 3(a) - Schedule of Contributions Paid During the Year

Receipient Name and Address	TIN	Foundation Status of recipient	Purpose of Contribution	Date	Amount
Zara Aina Inc 14 Stuyvesant Oval 2-C New York, NY 10009	46-0868681	PC	Matching Gift- Community	10/08/2015	\$250 00

Contribution Total**\$822,708.00**

Part XV - Line 3(b) - Schedule of Contributions Pledged for Future Years

Recipient Name and Address	TIN	Foundation Status of recipient	Amount approved for payment in future years	Reason for Contribution	Year(s) to be Paid
Capital Region Land Conservancy P O Box 17306 Richmond, VA 23226	20-2797635	PC	\$5,000 00	Support conservation efforts in Capital region	FYE 10/31/16
Elizabeth River Project 475 Water Street, Suite C103A Portsmouth, VA 23704	54-1663058	PC	\$20,000 00	Support of the Learning Barge	FYE 10/31/16
Excel to Excellence 11357 Nuckols Rd, Suite 181 Glen Allen, VA 23059	80-0564819	PC	\$25,000 00	Program to help students excel academically	FYE 10/31/16
Faison School 1701 Byrd Avenue Richmond, VA 23230	26-0664479	PC	\$25,000 00	Support new residential building in Faison School for Autism	FYE 10/31/16
Fellowship of Christians in Universities and Schools (FOCUS) P O Box 1027 New Canaan, CT 06840	06-0870830	PC	\$10,000 00	Support ministry program to private schools in the community	FYE 10/31/16
George Mason University Foundation 4400 University Dr, MSN 4A3 Fairfax, VA 22030	54-1603842	PC	\$30,000 00	For construction materials, techniques, & large equipment	FYE 10/31/16
James River Association 4833 Old Main Street Richmond, VA 23231	51-0211913	PC	\$50,000 00	To implement Youth Environmental Leadership Program	FYE 10/31/16 - 10/31/17 (\$25,000 per yr)

Part XV - Line 3(b) - Schedule of Contributions Pledged for Future Years

Recepient Name and Address	TIN	Foundation Status of recipient	Amount approved for payment in future years	Reason for Contribution	Year(s) to be Paid
Unbound RVA 200 South Third Street Richmond, VA 23219	46-4429894	PC	\$100,000 00	Identify & help talented low income individuals start their own businesses	FYE 10/31/16 - 10/31/17 (\$50,000 per yr)
VCU Foundation (Institute of Contemporary Art) P O Box 843042 Richmond, VA 23284	54-0757884	PC	\$150,000 00	Three green roofs for the VCU Institute for Contemporary Art	FYE 10/31/16 - 10/31/18 (\$50,000 per yr)
VMI Foundation P O Box 932 Lexington, VA 24450	54-0505966	PC	\$142,856 00	For the Jackson-Hope Fund funds especially promising academic initiatives	FYE 10/31/16 - 10/31/19 (\$35,714 per yr)
Virginia Tech Foundation 100 Holden Hall, 445 Old Turner Street Blacksburg, VA 24061	54-0721690	PC	\$12,000 00	To provide 2 scholarships to Mining & Engineering students	FYE 10/31/16 - 10/31/17 (\$6,000 per yr)
YMCA of Greater Richmond 2 West Franklin Street Richmond, VA 23220	54-0505986	PC	\$100,000 00	Support teen programming in Goochland, Richmond & eastern Henrico	FYE 10/31/16 - 10/31/17 (\$50,000 per yr)

Total Contributions Pledged for Future Years

\$669,856.00