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Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>THE OAKLAWN FOUNDATION, INC.</b>		A Employer identification number <b>13-6127896</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O WILLIAM S. KIES III POB 272</b>	Room/suite	B Telephone number <b>(203) 637-3784</b>
City or town, state or province, country, and ZIP or foreign postal code <b>OLD GREENWICH, CT 06870</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) <b>\$ 16,497,539.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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		7.	7.		STATEMENT 1
4 Dividends and interest from securities		388,858.	388,858.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		618,340.			
b Gross sales price for all assets on line 6a		4,414,642.			
7 Capital gain net income (from Part IV, line 2)			618,340.		
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		1,007,205.	1,007,205.		
13 Compensation of officers, directors, trustees, etc		52,000.	5,200.		46,800.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		16,925.	1,693.		14,692.
c Other professional fees STMT 4		91,033.	91,033.		0.
17 Interest					
18 Taxes STMT 5		34,978.	398.		3,580.
19 Depreciation and depletion		272.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		3,649.	365.		3,284.
22 Printing and publications					
23 Other expenses STMT 6		1,492.	149.		1,343.
24 Total operating and administrative expenses. Add lines 13 through 23		200,349.	98,838.		69,699.
25 Contributions, gifts, grants paid		725,000.			725,000.
26 Total expenses and disbursements. Add lines 24 and 25		925,349.	98,838.		794,699.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		81,856.			
b Net investment income (if negative, enter -0-)			908,367.		
c Adjusted net income (if negative, enter -0-)				N/A	

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11-24-15

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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	250,732.	814,088.	814,088.
	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>STMT 7</b>	3,285,046.	2,691,241.	2,674,728.
	b Investments - corporate stock <b>STMT 8</b>	6,834,266.	7,102,991.	10,694,191.
	c Investments - corporate bonds <b>STMT 9</b>	2,573,883.	2,416,990.	2,313,806.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 18,843.				
Less accumulated depreciation <b>STMT 10</b> ▶ 18,117.	253.	726.	726.	
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	12,944,180.	13,026,036.	16,497,539.	
<b>Liabilities</b>	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 ▶ )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds	12,944,180.	13,026,036.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 <b>Total net assets or fund balances</b>	12,944,180.	13,026,036.		
31 <b>Total liabilities and net assets/fund balances</b>	12,944,180.	13,026,036.		

**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	12,944,180.
2 Enter amount from Part I, line 27a	2	81,856.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,026,036.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,026,036.

**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.)
<b>1a SCHEDULE ATTACHED</b>			<b>P</b>		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 4,414,642.		3,796,302.	618,340.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
<b>a</b>			618,340.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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	618,340.	
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))
2014	767,869.	16,706,293.	.045963
2013	697,095.	15,065,926.	.046270
2012	726,031.	14,312,468.	.050727
2011	723,320.	14,307,628.	.050555
2010	701,285.	13,842,469.	.050662
2 Total of line 1, column (d)			2 .244177
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 .048835
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 16,776,323.
5 Multiply line 4 by line 3			5 819,272.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,084.
7 Add lines 5 and 6			7 828,356.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 794,699.

**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)		1	18,167.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	18,167.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	18,167.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	32,845.	
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	32,845.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,678.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 14,678. Refunded <input type="checkbox"/>	11	0.	

**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
1b 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
1c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, CT		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(5) for calendar year 2015 or the taxable year beginning in 2015 (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

N/A

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

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>ELIZABETH K. RAFTERY, THE OAKLAWN F</u> Telephone no. ► <u>203 249-8035</u> Located at ► <u>PO BOX 7065, WILTON, CT</u> ZIP+4 ► <u>06897</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 15 <u>N/A</u>		
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►		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 checked="" type="checkbox"/> Yes <input 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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <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.) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
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 2015 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 2015.) <u>N/A</u>	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 2015?	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

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

If "Yes" to 6b, file Form 8870.

6b

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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 11		52,000.	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"	0.00	0.	0.	0.

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

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	16,548,263.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	483,047.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	490.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	17,031,800.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	17,031,800.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	255,477.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	16,776,323.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	838,816.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	838,816.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	18,167.
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	18,167.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	820,649.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	820,649.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	820,649.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	794,699.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	794,699.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	794,699.

**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 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7				820,649.
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			99,437.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 794,699.				
<b>a</b> Applied to 2014, but not more than line 2a			99,437.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2015 distributable amount				695,262.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	0.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				125,387.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				



**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
<b>a Paid during the year</b>				
SEE SCHEDULE ATTACHED	NONE	PUBLIC CHARITIES	VARIOUS	725,000.
<b>Total</b>			<b>3a</b>	725,000.
<b>b Approved for future payment</b>				
COLBY COLLEGE 4000 MAYFLOWER HILL WATERVILL, ME 04901	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$25,000 FOR 2016 & 2017	50,000.
CUMBERLAND COLLEGE 6191 COLLEGE STATION DRIVE WILLIAMSBURG, KY 40769	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$25,000 FOR 2016, 2017 & 2018	75,000.
KIDS IN CRISIS ONE SALEM STREET COS COB, CT 06807	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$30,000 FOR 2016	30,000.
<b>Total</b>			<b>3b</b>	SEE CONTINUATION SHEET(S) 550,000.





**Part XV Supplementary Information****3 Grants and Contributions Approved for Future Payment (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
SOUTHERN CONNECTICUT STATE UNIVERSITY 501 CRESCENT STREET NEW HAVEN, CT 06515-1355	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$25,000 FOR 2016, 2017, 2018 & 2019	100,000.
THE HILL SCHOOL 717 EAST HIGH STREET POTTSTOWN, PA 19464-5791	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$25,000 FOR 2016, 2017, 2018 & 2019	100,000.
UNC WILMINGTON 601 SOUTH COLLEGE ROAD WILMINGTON, NC 28403-5990	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$30,000 FOR 2016, 2017 & \$20,000 FOR 2018	80,000.
UVM FOUNDATION 411 MAIN STREET BURLINGTON, VT 05401	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$25,000 FOR 2016 & \$20,000 FOR 2017	45,000.
WATERSIDE SCHOOL 700 PACIFIC STREET STAMFORD, CT 06902	NONE	PUBLIC CHARITIES	MULTI YEAR GRANT: \$30,000 PER YEAR FOR 2016 & \$40,000 FOR 2017	70,000.
<b>Total from continuation sheets</b>				<b>395,000.</b>

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA-CHECKING (62090)	1.	1.	
BANK OF NEW YORK-CHECKING(79360)	6.	6.	
TOTAL TO PART I, LINE 3	7.	7.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THE BANK OF NEW YORK-NOMINEE (275269)	393,528.	0.	393,528.	393,528.	
THE BANK OF NEW YORK-NOMINEE PURCH INT(275269)	-4,670.	0.	-4,670.	-4,670.	
TO PART I, LINE 4	388,858.	0.	388,858.	388,858.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EDWARD M. DEDON, CPA (ACCTG & TAX PREP)	16,925.	1,693.		14,692.
TO FORM 990-PF, PG 1, LN 16B	16,925.	1,693.		14,692.



FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GILLESPIE, ROBINSON & GRIMM, INC. (INVESTMENT MANAGEMENT FEES)	81,227.	81,227.		0.	
BANK OF NEW YORK (CUSTODY FEES)	9,806.	9,806.		0.	
TO FORM 990-PF, PG 1, LN 16C	91,033.	91,033.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	3,978.	398.		3,580.	
FEDERAL EXCISE TAX PAID	31,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	34,978.	398.		3,580.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE MAINTENANCE & EXPENSES	742.	74.		668.	
FILING FEES	750.	75.		675.	
TO FORM 990-PF, PG 1, LN 23	1,492.	149.		1,343.	

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT/AGENCY OBLIGATIONS	X		2,691,241.	2,674,728.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,691,241.	2,674,728.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,691,241.	2,674,728.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK & EQUITY ETF	7,102,991.	10,694,191.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,102,991.	10,694,191.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS & BOND ETF	2,416,990.	2,313,806.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,416,990.	2,313,806.

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FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER/FAX MACHINE	3,385.	3,385.	0.
FURNITURE & FIXTURES	5,148.	5,148.	0.
COPIER	1,100.	1,100.	0.
COMPUTER	2,403.	2,403.	0.
FURNITURE	353.	353.	0.
PRINTER	236.	236.	0.
COMPUTER	1,605.	1,605.	0.

The Oaklawn Foundation  
 EIN 13-6127896  
 Schedule of Investments  
 December 31, 2015

<u>U.S. Government and Agency Bonds</u>	<u>Par Value</u>	<u>Book Value</u>	<u>Quoted Value</u>	<u>Unrealized Gain(Loss)</u>
U.S. Treasury Notes 4.5% 02/15/2016	350,000	342,284	351,652	9,368
U.S. Treasury Notes 3.25% 05/31/2016	300,000	322,875	303,351	(19,524)
U.S. Treasury Notes 3% 08/31/2016	300,000	320,750	304,452	(16,298)
U.S. Treasury Notes 7.5% 11/15/2016	200,000	224,371	211,414	(12,957)
U.S. Treasury Notes 4.625% 2/15/2017	250,000	248,828	260,263	11,435
U.S. Treasury Notes 4.5% 5/15/2017	250,000	242,430	262,002	19,572
U.S. Treasury Notes 4.75% 8/15/2017	200,000	201,625	212,008	10,383
U.S. Treasury Notes 2.25% 11/30/2017	300,000	314,062	306,633	(7,429)
U.S. Treasury Notes 2.625% 01/31/2018	250,000	266,016	257,735	(8,281)
U.S. Treasury Notes 2.25% 07/31/2018	200,000	208,000	205,218	(2,782)
 Total U.S. Government and Agency Bonds		<u>\$ 2,691,241</u>	<u>\$ 2,674,728</u>	<u>\$ (16,513)</u>

The Oaklawn Foundation  
 EIN 13-6127896  
 Schedule of Investments  
 December 31, 2015

<u>Corporate Stocks and Equity ETF</u>	<u>Shares</u>	<u>Book Value</u>	<u>Quoted Value</u>	<u>Unrealized Gain(Loss)</u>
Accenture PLC Cl A	4,000	\$ 217,981	\$ 418,000	\$ 200,019
Allergan PLC	1,378	420,373	430,625	10,252
Alphabet Inc Cl A	335	60,420	260,633	200,213
Alphabet Inc Cl C	486	122,000	368,816	246,816
Amphenol Corp	7,000	168,688	365,610	196,922
Beckton Dickinson and Company	3,300	240,496	508,497	268,001
Chevron Corporation	2,500	228,802	224,900	(3,902)
CVS Caremark Corp	4,900	143,905	479,073	335,168
Dollar General Corp	5,700	268,165	409,659	141,494
Dunkin' BrandsGroup Inc	7,950	365,844	338,590	(27,254)
Eaton Corporation PLC	5,200	304,477	270,608	(33,869)
Ecolab, Inc	3,600	409,871	411,768	1,897
Exxon Mobil Corp	3,584	123,954	279,373	155,419
Facebook Inc	5,000	415,463	523,300	107,837
Grainger W W Inc	1,375	343,045	278,561	(64,484)
Johnson & Johnson	3,850	112,098	395,472	283,374
Lowe's Companies Inc	5,100	213,056	387,804	174,748
Mettler-Toledo Intl Inc	1,175	215,613	398,478	182,865
Nike Inc	7,000	140,441	437,500	297,059
Old Dominion Fght Line	4,900	332,477	289,443	(43,034)
Oracle Corporation	7,400	151,260	270,322	119,062
Pepsico Inc	4,000	68,949	399,680	330,731
Prudential Financial Inc	1,800	152,769	146,538	(6,231)
State Street Corp	5,100	209,153	338,436	129,283
Suntrust Banks Inc	8,800	255,035	376,992	121,957
Union Pac Corp	3,600	290,716	281,520	(9,196)
Valeant Pharmaceuticals Intl Inc	2,750	387,859	279,537	(108,322)
Visa Inc Cl A	6,030	134,833	467,627	332,794
Vmware Inc	4,500	412,706	254,565	(158,141)
Wells Fargo & Co	7,400	192,542	402,264	209,722
<b>Total Corporate Stocks</b>		<b><u>\$ 7,102,991</u></b>	<b><u>\$10,694,191</u></b>	<b><u>\$ 3,591,200</u></b>

The Oaklawn Foundation  
 EIN 13-6127896  
 Schedule of Investments  
 December 31, 2015

<u>Corporate Bonds, Notes and Bond ETF</u>	<u>Par Value</u>	<u>Book Value</u>	<u>Quoted Value</u>	<u>Unrealized Gain(Loss)</u>
Abbott Laboratories 4.125% 05/27/2020	\$100,000	\$110,544	\$108,187	\$ (2,357)
American Express BK 6% 09/13/2017	100,000	115,738	107,114	(8,624)
Berkshire Hathaway Inc. 5.4% 05/15/2018	100,000	115,574	108,541	(7,033)
Boston Properties LP 5.625% 11/15/2020	100,000	112,300	111,302	(998)
Centerpoint Energy Resources 6.125% 11/01/2017	100,000	116,320	107,600	(8,720)
Comcast Corp 6.5% 01/15/2017	100,000	116,507	105,261	(11,246)
E I DuPont de Nemour & Co 1.95% 01/15/2016	100,000	103,890	100,031	(3,859)
Enbridge Inc 5.6% 04/01/2017	100,000	112,563	102,860	(9,703)
General Electric Cap Corp 3.35% 10/17/2016	100,000	105,506	101,926	(3,580)
General Electric Cap Corp 4.65% 10/17/2021	100,000	111,530	110,717	(813)
Johnson & Johnson 2.15% 05/15/2016	100,000	103,927	100,614	(3,313)
JPMorgan Chase & Co 3.15% 07/05/2016	100,000	102,657	101,034	(1,623)
Kellogg Co 4.45% 05/30/2016	100,000	112,170	101,314	(10,856)
Met Life Glob Funding 3.125% 01/01/2016	100,000	99,202	100,034	832
Oracle Corp 5.75% 4/15/2018	100,000	113,371	109,113	(4,258)
Pacific Gas & Electric 5.625% 11/30/2017	100,000	115,333	106,892	(8,441)
Subtotal		1,767,132	1,682,540	(84,592)

The Oaklawn Foundation  
 EIN 13-6127896  
 Schedule of Investments  
 December 31, 2015

<u>Corporate Bonds, Notes and Bond ETF</u>	<u>Par Value</u>	<u>Book Value</u>	<u>Quoted Value</u>	<u>Unrealized Gain(Loss)</u>
(Carried Forward)		\$ 1,767,132	\$ 1,682,540	\$ (84,592)
Southern Co 1.95% 09/01/2016	100,000	102,620	100,417	(2,203)
Stryker Corp 2% 09/30/2016	100,000	104,968	100,758	(4,210)
Verizon Communications 6.35% 04/01/2019	100,000	117,397	112,503	(4,894)
Vodafone Group PLC 5345% 06/10/2019	100,000	112,893	109,600	(3,293)
Wal-Mart Stores, Inc. 3.625% 07/08/2020	100,000	109,760	106,996	(2,764)
Wells Fargo & Company 2.1% 05/08/2017	100,000	102,220	100,992	(1,228)
 Total Corporate Bonds, Notes and ETF		<u>\$ 2,416,990</u>	<u>\$ 2,313,806</u>	<u>\$ (103,184)</u>

COMPUTER	779.	779.	0.
FURNITURE	1,646.	1,646.	0.
COMPUTER & PRINTER	1,443.	1,443.	0.
DELL LAPTOP MODEL 7537	744.	19.	725.
TOTAL TO FM 990-PF, PART II, LN 14	18,842.	18,117.	725.

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT 11  
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEPHEN K. GRIMM 80 FIELD POINT ROAD P.O. BOX 2220 GREENWICH, CT 06836	DIRECTOR 0.00	0.	0.	0.
CAMERON F. HOPPER, ESQ 51 AMOGERONE CROSSWAY GREENWICH, CT 06830	DIRECTOR 0.00	0.	0.	0.
WILLIAM S. KIES III 15 GRANT AVENUE OLD GREENWICH, CT 06870	PRESIDENT/DIRECTOR 25.00	30,000.	0.	0.
AUDREY S. PAIGHT 2991 EAGLE ESTATES CIRCLE WEST CLEARWATER, FL 34681	DIRECTOR 0.00	0.	0.	0.
BETSY K. RAFTERY 34 WICKS END LANE WILTON, CT 06897	TREASURER/DIRECTOR 25.00	22,000.	0.	0.
JOSEPH PAIGHT 4880 BAY HERON PLACE, UNIT #220 TAMPA, FL 33616	DIRECTOR 0.00	0.	0.	0.
WILLIAM S. KIES IV 19 MEADOW DRIVE COC COB, CT 06807	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		52,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WILLIAM S. KIES III, PRESIDENT, OAKLAWN FOUNDATION  
PO BOX 272  
OLD GREENWICH, CT 06870

TELEPHONE NUMBER

203 637-3784

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD INCLUDE DATA AS TO THE PURPOSE AND PROPOSED USE OF THE GRANT; PERTINENT FINANCIAL DATA SHOULD BE SUBMITTED.

ANY SUBMISSION DEADLINES

NO DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTEE MUST BE AN EXEMPT ORGANIZATION UNDER SECTION 501(C) OF THE INTERNAL REVENUE CODE. NO OTHER SPECIAL FACTORS.



## 2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	FURNITURE & FIXTURES											
2	FURNITURE & FIXTURES	061592	SL	7.00	16	5,148.			5,148.	5,148.		0.
5	FURNITURE	120196	SL	7.00	16	353.			353.	353.		0.
9	FURNITURE	041504	SL	7.00	16	1,646.			1,646.	1,646.		0.
	* 990-PF PG 1 TOTAL											
	FURNITURE & FIXTURES					7,147.		0.	7,147.	7,147.	0.	0.
	MACHINERY & EQUIPMENT											
	COMPUTER/FAX											
1	MACHINE	061592	SL	5.00	16	3,385.			3,385.	3,385.		0.
3	COPIER	061594	SL	5.00	16	1,100.			1,100.	1,100.		0.
4	COMPUTER	081596	SL	5.00	16	2,403.			2,403.	2,403.		0.
6	PRINTER	030898	SL	5.00	16	236.			236.	236.		0.
7	COMPUTER	011150	SL	5.00	16	1,605.			1,605.	1,605.		0.
8	COMPUTER	120804	SL	5.00	16	779.			779.	779.		0.
	DELL LAPTOP MODEL 117537	102615	SL	5.00	19B	744.			744.			19.
	* 990-PF PG 1 TOTAL											
	MACHINERY & EQUIPM					10,252.		0.	10,252.	9,508.	0.	19.
	OTHER											
10	COMPUTER & PRINTER	100610	SL	5.00	17	1,443.			1,443.	1,190.		253.
	* 990-PF PG 1 TOTAL											
	OTHER					1,443.		0.	1,443.	1,190.	0.	253.
	* GRAND TOTAL											
	990-PF PG 1 DEPR					18,842.		0.	18,842.	17,845.	0.	272.

528102  
04-01-15

(D) - Asset disposed

\* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

The Oaklawn Foundation  
EIN 13-6127896  
Schedule of Grants Paid  
December 31, 2015

Educational & Social Services

Boys & Girls Club of Greenwich	\$ 20,000	
Friends of Nathaniel Witherell	15,000	
Greenwich Family Centers Inc.	20,000	
Kids in Crisis	30,000	
Manhattan Institute	20,000	
Mercy Housing & Shelter Corp	25,000	
Sound Waters	20,000	
Stamford Museum & Nature Center	25,000	
The Workplace, Inc	20,000	
YMCA of Greenwich	10,000	
Total		205,000

Schools

Center for Educational Innovation (CEI-PEA)	20,000	
Choate Rosemary Hall	20,000	
Domus Trailblazers Academy	20,000	
Greenwich Academy	15,000	
Inner City Scholarship Fund	25,000	
Mount Dora Christian Academy and Children's Home	25,000	
Summer on the Hill	25,000	
The Hill School	25,000	
Waterside School	30,000	
Total		205,000

Colleges & Universities

Colby College	25,000	
Cumberland College	25,000	
Hillsdale College	20,000	
Sacred Heart University	25,000	
Southern Conn. State University	25,000	
UNC Wilmington	30,000	
UVM Foundation	25,000	
Total		175,000

The Oaklawn Foundation  
EIN 13-6127896  
Schedule of Grants Paid  
December 31, 2015

Directors' Grants to 501c organizations

American Red Cross, Greenwich	\$	2,500	
Berkeley Preparatory		5,000	
Boys & Girls Club of Greenwich		5,000	
Brunswick School		5,000	
Choate-Rosemary Hall		2,000	
Christ Church		3,500	
Colby College		5,000	
Darden School Foundation		3,000	
Friends of the Norwalk River Valley Trail		5,000	
Greenwich Community Gardens		2,000	
Hanover High School Athletic Department		5,500	
Kids in Crisis		6,500	
Masters School		2,500	
Morning Star Catholic School		5,000	
Mount Dora Christian Academy and Children's Home		5,000	
Pathways, Inc		1,000	
Project Healing Waters Fly Fishing		1,000	
SCSU Foundation, Inc		20,000	
Sound Waters		3,000	
St. Lawrence University		5,000	
Stamford Museum & Nature Center		3,000	
The Hill School		12,000	
Trinity College		5,000	
University of Pittsburgh		2,500	
University of Richmond		5,000	
University of Vermont & State Agriculture Fdn., Inc		7,000	
Vermont Institute of Natural Sciences		1,000	
UNC-Wilmington		5,000	
Waterside School		7,000	
Total		<u>140,000</u>	
Grand total		<u><u>\$725,000</u></u>	

The Oaklawn Foundation  
EIN 13-6127896  
Realized Gains and Losses  
on Disposition of Investments  
December 31, 2015

Security Description	Shares/ Par Value	Date Sold	Sales Proceeds	Date Acquired	Cost	Gain (Loss)
Accenture PLC	300	11/18/15	\$ 31,976	10/16/14	\$ 22,965	\$ 9,011
Actavis PLC	0.675	04/09/15	200	03/17/15	206	(6)
Alphabet Inc Cl A	50	12/08/15	38,274	10/12/06	10,665	27,609
Alphabet Inc Cl C	0.332	05/22/15	180	10/12/06	71	109
Allergan Inc	2,000	03/17/15	484,300	08/08/11	147,267	337,033
Allergan Inc	250	03/17/15	60,538	05/02/13	25,220	35,318
Anheuser-Busch Inbev 3.62% 04/15/15	100,000	04/15/15	100,000	02/24/12	107,850	(7,850)
AT&T Inc 2.5% 8/15/2015	66,000	08/15/15	66,000	10/12/12	69,716	(3,716)
Colgate Palmolive Co 3.15% 08/05/15	100,000	08/05/15	100,000	02/07/12	108,670	(8,670)
CVS Caremark Corp	300	02/05/15	30,077	10/01/06	9,184	20,893
CVS Caremark Corp 6.25% 05/18/15	100,000	05/18/15	100,000	08/22/12	106,364	(6,364)
Dollar General Corp	200	06/24/15	15,674	12/13/12	9,010	6,664
Donaldson Co	1,000	09/03/15	31,229	12/23/14	39,310	(8,080)
Donaldson Co	300	09/22/15	8,815	05/19/10	6,655	2,161
Donaldson Co	1,000	09/22/15	29,385	01/03/13	34,702	(5,318)
Donaldson Co	4,400	09/29/15	120,219	03/05/10	95,223	24,996
Donaldson Co	2,000	09/29/15	54,645	05/07/10	42,341	12,304
Donaldson Co	600	09/29/15	16,394	05/19/10	13,310	3,084
Dunkin Brands Group Inc	250	07/10/15	13,667	01/17/14	11,747	1,920
Dunkin Brands Group Inc	500	07/10/15	27,334	04/24/14	23,564	3,770
E I Dupont de Nemours 3.25% 01/15/15	100,000	01/15/15	100,000	01/10/12	107,520	(7,520)
Eaton Corporation PLC	200	08/21/15	11,472	12/18/13	14,575	(3,103)
Eaton Corporation PLC	100	08/21/15	5,736	02/19/14	7,225	(1,489)
Eaton Corporation PLC	100	10/13/15	5,355	06/07/13	6,459	(1,104)
Eaton Corporation PLC	300	10/13/15	16,066	10/16/13	20,002	(3,936)
Eaton Corporation PLC	100	10/13/15	5,355	02/19/14	7,225	(1,870)
Eaton Corporation PLC	300	10/13/15	16,066	08/05/14	20,415	(4,349)
Grainger, W. W., Inc	200	09/03/15	44,387	01/16/14	53,127	(8,740)
Halliburton Co	200	11/18/15	7,677	04/08/10	6,290	1,387
Halliburton Co	1,500	11/18/15	57,578	04/30/10	45,882	11,696
Halliburton Co	1,300	11/18/15	49,901	06/03/10	30,511	19,390
Halliburton Co	1,700	11/18/15	65,255	09/30/10	52,901	12,354
Halliburton Co	700	11/18/15	26,870	06/05/12	20,396	6,474
Subtotal			1,740,626		1,276,568	464,058

The Oaklawn Foundation  
EIN 13-6127896  
Realized Gains and Losses  
on Disposition of Investments  
December 31, 2015

<u>Security Description</u>	<u>Shares/ Par Value</u>	<u>Date Sold</u>	<u>Sales Proceeds</u>	<u>Date Acquired</u>	<u>Cost</u>	<u>Gain (Loss)</u>
(Carried Forward)			\$ 1,740,626		\$ 1,276,568	\$ 464,058
Halliburton Co	600	11/18/15	23,031	10/10/14	33,081	(10,050)
Halliburton Co	200	11/18/15	7,677	10/16/14	9,842	(2,165)
Halliburton Co	500	11/18/15	19,193	10/17/14	26,390	(7,197)
JPMorgan Chase & Co	1,000	03/25/15	60,394	12/16/09	41,080	19,314
JPMorgan Chase & Co	1,000	03/25/15	60,394	03/02/10	42,268	18,126
JPMorgan Chase & Co	800	03/25/15	48,315	06/25/10	30,862	17,453
JPMorgan Chase & Co	400	03/25/15	24,158	12/10/10	16,391	7,766
JPMorgan Chase & Co	500	03/25/15	30,197	10/05/11	15,212	14,985
JPMorgan Chase & Co	2,000	03/25/15	120,788	11/29/11	57,980	62,808
JPMorgan Chase & Co	500	03/25/15	30,197	05/14/12	18,120	12,077
JPMorgan Chase & Co	400	03/25/15	24,158	05/23/12	13,514	10,643
Lily Eli & Co						
6.75% 01/01/16	100,000	06/11/15	103,560	05/02/08	109,864	(6,304)
Lowe's Companies Inc	500	01/09/15	34,469	10/16/13	24,213	10,256
Lowe's Companies Inc	300	01/09/15	20,682	02/19/14	14,142	6,540
Lowe's Companies Inc	500	04/28/15	35,796	02/19/14	23,570	12,226
Mettler-Toledo Intl Inc.	75	12/08/15	25,208	09/30/15	21,513	3,695
Nike Inc	200	06/24/15	21,278	01/14/11	8,377	12,900
Nike Inc	300	12/08/15	39,329	01/14/11	12,566	26,763
Oceaneering Intl Inc	1,300	10/28/15	56,792	10/30/14	86,099	(29,307)
Oceaneering Intl Inc	500	10/28/15	21,843	11/11/14	35,174	(13,331)
Oceaneering Intl Inc	1,500	11/12/15	67,111	10/30/14	99,345	(32,234)
Oceaneering Intl Inc	500	11/12/15	22,370	05/15/15	26,585	(4,215)
Oceaneering Intl Inc	1,000	11/12/15	44,740	07/10/15	45,097	(357)
Oracle Corporation	900	06/24/15	37,351	11/02/07	19,672	17,679
Oracle Corporation	300	06/24/15	12,450	11/16/07	6,223	6,227
Praxair Inc	1,200	06/08/15	145,996	01/16/13	135,498	10,498
Praxair Inc	500	06/08/15	60,832	01/23/13	55,137	5,695
Praxair Inc	200	06/08/15	24,333	04/22/13	21,909	2,424
Praxair Inc	400	06/08/15	48,665	04/24/13	45,319	3,346
Praxair Inc	150	06/08/15	18,250	10/10/14	18,203	47
Praxair Inc	150	06/08/15	18,250	10/16/14	18,416	(166)
Roche Holdings Ltd						
Spon ADR	5,600	01/15/15	199,532	10/18/13	188,860	10,672
Roche Holdings Ltd						
Spon ADR	2,400	01/15/15	85,514	12/04/13	81,249	4,265
Roche Holdings Ltd						
Spon ADR	600	01/15/15	21,378	01/29/14	20,067	1,311
Roche Holdings Ltd						
Spon ADR	400	01/15/15	14,252	08/05/14	14,568	(316)
Subtotal			3,369,107		2,712,975	656,132

The Oaklawn Foundation  
EIN 13-6127896  
Realized Gains and Losses  
on Disposition of Investments  
December 31, 2015

<u>Security Description</u>	<u>Shares/ Par Value</u>	<u>Date Sold</u>	<u>Sales Proceeds</u>	<u>Date Acquired</u>	<u>Cost</u>	<u>Gain (Loss)</u>
(Carried Forward)			\$ 3,369,107		\$ 2,712,975	\$ 656,132
Shell International 3 25% 09/22/15	100,000	09/22/15	100,000	02/28/12	108,440	(8,440)
Twenty-First Century Fox Inc	5,000	05/15/15	168,999	05/15/14	168,435	564
Twenty-First Century Fox Inc	1,500	05/15/15	50,700	06/20/14	51,930	(1,230)
Twenty-First Century Fox Inc	1,500	05/15/15	50,700	10/23/14	50,098	602
Twenty-First Century Fox Inc	800	05/15/15	50,700	01/23/15	51,518	(818)
Twenty-First Century Fox Inc		05/15/15	27,040	02/05/15	26,412	628
U S. Treasury Bonds 9 875% 11/15/15	150,000	11/15/15	150,000	02/17/95	191,910	(41,910)
U.S. Treasury Notes 2 25% 01/31/15	150,000	01/31/15	150,000	09/21/12	156,879	(6,879)
U.S. Treasury Notes 4.25% 08/15/15	100,000	08/15/15	100,000	10/19/05	98,531	1,469
U S. Treasury Notes 4.25% 08/15/16	50,000	08/15/15	50,000	11/14/05	48,734	1,266
U.S. Treasury Notes 4.25% 08/15/17	100,000	08/15/15	100,000	01/26/06	97,750	2,250
Visa Inc Cl A	250	11/18/15	19,915	09/15/14	13,395	6,520
Wells Fargo & Co	100	05/01/15	5,496	04/28/11	2,929	2,567
Wells Fargo & Co	400	05/01/15	21,985	10/10/13	16,366	5,619
Total			<u>\$ 4,414,642</u>		<u>\$ 3,796,302</u>	<u>\$ 618,340</u>