Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: RAMESH & KALPANA BHATIA FAMILY FOUNDATION

A Employer identification number: 20-5345499

Number and street (or P O box number if mail is not delivered to street address): 7101 ATCO DRIVE

Room/suite:

B Telephone number (see instructions): (817) 595-2894

City or town, state or province, country, and ZIP or foreign postal code: FORT WORTH, TX 76118

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,773,642.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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).)*

	Line		(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)	1,005,823.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	38,079.	38,079.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	254,641.			
	b	Gross sales price for all assets on line 6a 1,580,826.				
	7	Capital gain net income (from Part IV, line 2)		254,641.		
	8	Net short-term capital gain			5,488.	
	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)				
	12	**Total.** Add lines 1 through 11	1,298,543.	292,720.	5,488.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)[2].	608.	608.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 3	7,200.	7,200.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	7,808.	7,808.		
	25	Contributions, gifts, grants paid	20,325.			20,325.
	26	**Total expenses and disbursements** Add lines 24 and 25	28,133.	7,808.		20,325.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	1,270,410.			
	b	**Net investment income** (if negative, enter -0-)		284,912.		
	c	**Adjusted net income** (if negative, enter -0-)			5,488.	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	400,000.	767,819.	767,819.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	439,602.	1,005,823.	1,005,823.
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)	839,602.	1,773,642.	1,773,642.
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.	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			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	839,602.	1,773,642.	
30	**Total net assets or fund balances** (see instructions)	839,602.	1,773,642.	
31	**Total liabilities and net assets/fund balances** (see instructions)	839,602.	1,773,642.	

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	839,602.
2	Enter amount from Part I, line 27a	2	1,270,410.
3	Other increases not included in line 2 (itemize) ▶ ATCH 4	3	1,282.
4	Add lines 1, 2, and 3	4	2,111,294.
5	Decreases not included in line 2 (itemize) ▶ ATCH 5	5	337,652.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,773,642.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	254,641.
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	0.

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	108,150.	675,541.	0.160094
2013	8,800.	47,491.	0.185298
2012	5,975.	43,253.	0.138141
2011	10,450.	27,660.	0.377802
2010	3,830.	8,043.	0.476190

2	Total of line 1, column (d)	2	1.337525
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	0.267505
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,287,023.
5	Multiply line 4 by line 3	5	344,285.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,849.
7	Add lines 5 and 6	7	347,134.
8	Enter qualifying distributions from Part XII, line 4	8	20,325.

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

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

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,698.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	5,698.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	5,698.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . 6a		
b	Exempt foreign organizations - tax withheld at source 6b		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c 7,200.		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments Add lines 6a through 6d	7	7,200.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	6.
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	1,496.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 1,496. **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
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? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RAMESH BHATIA Telephone no ▶ 214-969-1508

Located at ▶ 7101 ATCO DRIVE FORTH WORTH, TX ZIP+4 ▶ 76118

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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)*	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)? **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** X
If "Yes" to 6b, file Form 8870

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

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
ATCH 6		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0.
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 ONLY CHARITABLE ACTIVITY DURING THE TAX YEAR WAS THE DIRECT CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,250,143.
b	Average of monthly cash balances	1b	56,479.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,306,622.
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	
3	Subtract line 2 from line 1d	3	1,306,622.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	19,599.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,287,023.
6	**Minimum investment return.** Enter 5% of line 5	6	64,351.

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	64,351.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	5,698.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,698.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	58,653.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	58,653.
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	58,653.

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	20,325.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	20,325.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	20,325.

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
1 Distributable amount for 2015 from Part XI, line 7					58,653.
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only					
b Total for prior years 20 13 ,20 12 ,20 11					
3 Excess distributions carryover, if any, to 2015					
a From 2010	3,428.				
b From 2011	9,067.				
c From 2012	3,812.				
d From 2013	6,425.				
e From 2014	74,595.				
f **Total** of lines 3a through e		97,327.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 20,325.					
a Applied to 2014, but not more than line 2a					
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 2015 distributable amount					20,325.
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a))*		38,328.			38,328.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		58,999.			
b Prior years' undistributed income Subtract line 4b from line 2b					
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					
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016					
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 2010 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		58,999.			
10 Analysis of line 9					
a Excess from 2011					
b Excess from 2012					
c Excess from 2013					
d Excess from 2014	58,999.				
e Excess from 2015					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities 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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

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

RAMESH & KALPANA BHATIA

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

N/A

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

Check here ▶ ☐ 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:

ATCH 7

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

N/A

c Any submission deadlines:

THERE ARE NO SUBMISSION DEADLINES

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

NO RESTRICTIONS

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 8				
Total . . . . . . ▶ **3a**				20,325.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	38,079.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	254,641.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				292,720.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 292,720.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [X] Yes [ ] No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

RAMESH BHATIA — PRESIDENT

Signature of officer or trustee: Ramesh Bhatia — Date: 8-8-16 — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
BRANDY L ARBUTHNOT, CPA	Brandy L Arbuthnot	8/3/16		P00535650
Firm's name ▶ BDO USA, LLP			Firm's EIN ▶ 13-5381590	
Firm's address ▶ 700 NORTH PEARL ST; SUITE 2000 DALLAS, TX 75201			Phone no 214-969-7007	

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ORIGINAL

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www irs gov/form990

OMB No 1545-0047

2015

Name of the organization
RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number
20-5345499

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number 20-5345499

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RAMESH BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	$ 1,005,823.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number 20-5345499

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	INVESTMENT PROPERTY - SEE ATTACHED	$ 1,005,823.	VAR

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization RAMESH & KALPANA BHATIA FAMILY FOUNDATION

Employer identification number 20-5345499

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS		38,079.	38,079.
	TOTAL	38,079.	38,079.

ATTACHMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FOREIGN TAX		608.
	TOTALS	608.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	7,200.	7,200.
TOTALS	7,200.	7,200.

ATTACHMENT 4

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PRIOR YEAR ADJUSTMENT - NO TAX EFFECT	100.
BOOK TO TAX ADJUSTMENT	1,182.
TOTAL	1,282.

ATTACHMENT 5

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
CHANGE IN MARKET VALUE		337,652.
	TOTAL	337,652.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RAMESH BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50	0.	0.	0.
KALPANA BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50	0.	0.	0.
NIRAJ BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50	0.	0.	0.
ANITA BHATIA 7101 ATCO DRIVE FORT WORTH, TX 76118	DIRECTOR .50	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 7

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RAMESH & KALPANA BHATIA
7101 ATCO DRIVE
FT WORTH, TX 76118
817-595-2894

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EKAL VIDYALAYA FOUNDATION 3908 WESTHOLLOW PKWY HOUSTON, TX 77082	NONE PC	CHARITABLE / GENERAL SUPPORT	3,650.
TEXAS ASSOCIATION FOR THE BLIND 3232 E ABRAM ST ARLINGTON, TX 76010	NONE PC	CHARITABLE / GENERAL SUPPORT	300
PATHFINDERS INTERNATIONAL 9 GALEN STREET SUITE 217 WATERTOWN, MA 02472	NONE PC	CHARITABLE / GENERAL SUPPORT	2,000.
GREAT COMMISSION MINISTRIES 11002 LAKE HART DR #100 ORLANDO, FL 32832	NONE PC	CHARITABLE / GENERAL SUPPORT	2,000.
DISABLED AMERICAN VETERANS 3725 ALEXANDRIA PIKE COLD SPRING, KY 41076	NONE PC	CHARITABLE / GENERAL SUPPORT	25.
VEDANTA SOCIETY OF NORTH TEXAS 119 W. SCOTLAND DRIVE IRVING, TX 75062	NONE PC	CHARITABLE / GENERAL SUPPORT	200

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF THE GANDHI STATUE I WAIKIKI 4348 WAIALAE AVENUE #142 HONOLULU, HI 96816	NONE PC	CHARITABLE / GENERAL SUPPORT	10,000
ST. LABRE INDIAN SCHOOL 1000 TONGUE RIVER RD ASHLAND, MT 59003	NONE PC	CHARITABLE / GENERAL SUPPORT	50
THE LEUKEMIA AND LYMPHOMA SOCIETY 61 BROADWAY, SUITE 400 NEW YORK, NY 10006	NONE PC	CHARITABLE / GENERAL SUPPORT	100
SOUTH ASIA SOCIETY 1370 SOUTHMORE BLVD HOUSTON, TX 77004	NONE PC	CHARITABLE / GENERAL SUPPORT	500
VETERANS OF FOREIGN WAR 510 81ST ST NORTH BERGEN, NJ 07047	NONE PC	CHARITABLE / GENERAL SUPPORT	500.
SHANTINIKETAN ASHRAM INC. 1103 IMPERIAL ROAD CARY, NC 27511	NONE PC	CHARITABLE / GENERAL SUPPORT	1,000
		TOTAL CONTRIBUTIONS PAID	20,325

RAMESH & KALPANA BHATIA FAMILY FOUNDATION 20-5345499

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					5,140.	
		ST - COMERICA - SEE ATTACHED					VAR	VAR
748,506.		743,018.					5,488.	
		LT - COMERICA - SEE ATTACHED					VAR	VAR
832,320.		588,307.					244,013.	
TOTAL GAIN(LOSS)							254,641.	

BHATIA FAMILY FDN IMA 1045006678

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
289.447 THE ARBITRAGE FUND R	01/28/2014	01/22/2015	3,777.28	3,716.50			60.78
513.948 THE ARBITRAGE FUND R	09/26/2014	03/09/2015	6,748.14	6,665.22			82.92
48. B & G FOODS HLDGS CORP CLASS A	12/11/2014	01/22/2015	1,515.37	1,384.55			130.82
1107. B & G FOODS HLDGS CORP CLASS A	02/19/2015	09/04/2015	39,467.04	31,466.29			8,000.75
3. B & G FOODS HLDGS CORP CLASS A	12/10/2014	09/11/2015	107.15	84.42			22.73
3. B & G FOODS HLDGS CORP CLASS A	12/10/2014	09/25/2015	113.06	84.42			28.64
8. B & G FOODS HLDGS CORP CLASS A	12/10/2014	10/30/2015	291.99	225.12			66.87
20. CISCO SYS INC	02/06/2014	01/22/2015	564.79	451.96			112.83
36.478 COHEN & STEERS REALTY SHS	01/28/2014	01/22/2015	3,039.35	2,339.71			699.64
223.037 COHEN & STEERS REALTY SHS	09/26/2014	03/09/2015	17,269.75	16,011.38			1,258.37
40. COMMERCIAL METAL CO	12/10/2014	03/09/2015	591.32	641.90			-50.58
233. COMMERCIAL METAL CO	12/12/2014	11/09/2015	3,365.51	3,755.31			-389.80
52. COMMERCIAL METAL CO	12/12/2014	11/10/2015	752.58	823.45			-70.87
202. COMMERCIAL METAL CO	09/04/2015	11/17/2015	2,839.84	3,109.55			-269.71
167. COMMERCIAL METAL CO	09/04/2015	11/23/2015	2,415.66	2,498.58			-82.92
51. COMMERCIAL METAL CO	09/04/2015	11/25/2015	751.41	763.04			-11.63
117. COMMERCIAL METAL CO	09/04/2015	11/30/2015	1,733.58	1,750.50			-16.92
55. COMMERCIAL METAL CO	09/04/2015	12/09/2015	792.68	822.89			-30.21
119. COMMERCIAL METAL CO	09/04/2015	12/10/2015	1,726.14	1,780.42			-54.28
57. COMMERCIAL METAL CO	09/04/2015	12/10/2015	820.05	788.09			31.96
30. CONAGRA INC	02/06/2014	01/22/2015	1,108.68	916.04			192.64
182. CONAGRA INC	09/26/2014	09/04/2015	7,473.18	5,943.00			1,530.18
2. CONAGRA INC	09/12/2014	09/11/2015	82.69	64.70			17.99
10. CONOCOPHILLIPS	08/14/2014	03/09/2015	625.78	800.69			-174.91
30. CORNING INCORPORATED	02/06/2014	01/22/2015	708.58	540.63			167.95
2766.531 CREDIT SUISSE COMMODITY RETURN S	09/26/2014	01/22/2015	16,156.54	19,677.46			-3,520.92
50. EDUCATION RLTY TR INC	02/06/2014	01/22/2015	1,907.76	1,305.93			601.83
73. EDUCATION RLTY TR INC	09/26/2014	04/17/2015	2,555.34	2,226.24			329.10
40. F N B CORP PA	09/04/2014	03/09/2015	520.39	514.54			5.85
40. FIRSTMERIT CORPORATION	04/01/2014	03/09/2015	765.79	858.79			-93.00
50. FORD MOTOR CO	04/01/2014	03/09/2015	801.98	820.75			-18.77
4102.869 ABSOLUTE STRATEGIES FUND-I	01/22/2015	03/09/2015	45,254.65	45,919.96			-665.31
20. GALLAGHER ARTHUR J & CO	10/06/2014	03/09/2015	922.18	914.66			7.52
Totals							

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DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
146.484 GOLDMAN SACHS TR STRATEGIC INCOME FD	05/05/2014	01/22/2015	1,479.49	1,552.73			-73.24
3011.8028 GOLDMAN SACHS TR STRATEGIC INCOME FD	08/27/2014	03/09/2015	30,660.15	31,914.60			-1,254.45
20. GOOGLE INC CL A	02/04/2015	09/04/2015	12,567.37	10,597.79			1,969.58
7. HANOVER INS GROUP INC	09/26/2014	08/21/2015	561.91	432.74			129.17
23. HANOVER INS GROUP INC	09/26/2014	08/27/2015	1,801.89	1,421.86			380.03
1861.861 HARBOR INTL FD	09/26/2014	01/22/2015	121,225.77	128,352.50			-7,126.73
50. HATTERAS FINL CORP	01/22/2015	08/06/2015	807.09	924.28			-117.19
55. HATTERAS FINL CORP	09/26/2014	08/07/2015	882.04	1,008.61			-126.57
47. HATTERAS FINL CORP	09/26/2014	08/10/2015	750.77	861.90			-111.13
38. HATTERAS FINL CORP	09/26/2014	08/11/2015	612.67	696.86			-84.19
17. INNOPHOS HLDGS INC	07/23/2014	03/09/2015	931.80	974.88			-43.08
40. INTEL CORP	02/06/2014	01/22/2015	1,471.17	961.20			509.97
50. ISHARES MSCI EMERGING MKT INDEX	01/22/2015	03/09/2015	1,960.46	2,048.00			-87.54
1810. ISHARES MSCI EAFE INDEX FD	01/22/2015	03/09/2015	115,627.19	111,957.91			3,669.28
40. LEGGETT & PLATT INC	02/06/2014	01/22/2015	1,770.21	1,196.11			574.10
25. LEGGETT & PLATT INC	09/26/2014	08/13/2015	1,205.73	882.25			323.48
15. LEGGETT & PLATT INC	09/26/2014	08/17/2015	728.66	529.35			199.31
85. M D C HLDGS INC	09/04/2015	11/30/2015	2,229.74	2,433.43			-203.69
14. M D C HLDGS INC	09/04/2015	12/09/2015	353.61	400.80			-47.19
48. M D C HLDGS INC	09/04/2015	12/10/2015	1,201.36	1,374.17			-172.81
62. M D C HLDGS INC	09/04/2015	12/14/2015	1,529.43	1,774.97			-245.54
37. M D C HLDGS INC	09/04/2015	12/15/2015	929.48	1,059.26			-129.78
98. M D C HLDGS INC	09/04/2015	12/15/2015	2,461.85	2,805.59			-343.74
3014.028 MFS INTL NEW DISCOVERY I	09/26/2014	01/22/2015	83,669.42	84,900.11			-1,230.69
3337.724 MAINSTAY MARKETFIELD FUND -I	09/26/2014	01/22/2015	53,336.83	59,455.56			-6,118.73
5. MERCK & CO INC NEW	01/22/2015	12/02/2015	271.49	312.01			-40.52
20. MEREDITH CORP	02/06/2014	01/22/2015	1,062.63	887.00			175.63
11. MEREDITH CORP	09/26/2014	08/06/2015	494.59	482.13			12.46
13. MEREDITH CORP	09/26/2014	08/07/2015	591.08	569.79			21.29
7. MEREDITH CORP	09/26/2014	08/10/2015	319.29	306.81			12.48
9. MEREDITH CORP	09/26/2014	08/11/2015	402.90	394.47			8.43
12. MEREDITH CORP	09/26/2014	08/12/2015	533.28	525.96			7.32
8. MEREDITH CORP	09/26/2014	08/13/2015	358.80	350.64			8.16
Totals							

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DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
1745.221 OPPENHEIMER DEVELOPING MARKETS FUND-Y	09/26/2014	01/22/2015	62,531.27	63,559.08			-1,027.81
303. PBF ENERGY INC	09/12/2014	09/04/2015	8,637.79	7,408.53			1,229.26
9. SELECT MED HLDGS CORP	09/26/2014	08/05/2015	130.22	113.00			17.22
83. SELECT MED HLDGS CORP	09/26/2014	08/06/2015	1,190.03	1,042.12			147.91
88. SELECT MED HLDGS CORP	09/26/2014	08/07/2015	1,261.89	1,104.89			157.00
140. STARBUCKS CORP	10/03/2014	09/04/2015	7,544.04	5,313.14			2,230.90
468. STEELCASE INC	01/22/2015	09/04/2015	8,127.25	7,505.14			622.11
80. SUMMIT HOTEL PROPERTIES INC (REIT)	02/06/2014	01/22/2015	1,071.68	708.24			363.44
20. TARGET CORP	04/01/2014	03/09/2015	1,564.90	1,214.68			350.22
130. TARGET CORP	09/26/2014	09/04/2015	9,914.54	8,131.20			1,783.34
180. WISDOMTREE INTL L/C DVD FUND	01/22/2015	03/09/2015	8,774.83	8,637.16			137.67
2742. SCORPIO TANKERS INC	10/07/2014	09/04/2015	25,273.09	24,153.34			1,119.75
13. SCORPIO TANKERS INC	10/06/2014	09/21/2015	127.75	114.51			13.24
Totals			748,505.66	743,017.99			5,487.67

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
130. ADVANCE AUTO PARTS	05/13/2013	09/04/2015	22,278.47	11,052.28			11,226.19
440. AMPHENOL CORP CL A	05/13/2013	09/04/2015	22,222.19	17,618.35			4,603.84
350. APPLE COMPUTER INC	06/10/2011	09/04/2015	38,081.29	16,291.71			21,789.58
656.733 THE ARBITRAGE FUND R	02/06/2014	03/09/2015	8,622.90	8,428.83			194.07
50. ARES CAPITAL CORP	02/06/2014	03/09/2015	878.23	899.42			-21.19
160. BERKSHIRE HATHAWAY CL B	05/13/2013	09/04/2015	20,690.01	17,970.35			2,719.66
30. CA INC	02/06/2014	03/09/2015	955.63	947.39			8.24
20. CISCO SYS INC	02/06/2014	03/09/2015	587.19	451.96			135.23
410. COGNIZANT TECHNOLOGY SOLUTIONS	05/13/2013	09/04/2015	25,167.83	13,034.37			12,133.46
146.092 COHEN & STEERS REALTY SHS	02/06/2014	03/09/2015	11,311.90	9,499.52			1,812.38
630. CONAGRA INC	08/11/2014	09/04/2015	25,868.70	18,599.75			7,268.95
2. CONAGRA INC	09/12/2014	09/25/2015	83.97	64.70			19.27
7. CONAGRA INC	09/12/2014	10/30/2015	286.08	226.45			59.63
4. CONAGRA INC	09/12/2014	12/02/2015	163.86	129.40			34.46
164. CORNING INCORPORATED	02/06/2014	09/04/2015	2,814.18	2,955.44			-141.26
7. CORNING INCORPORATED	09/26/2014	09/28/2015	114.90	138.88			-23.98
20. CORNING INCORPORATED	09/26/2014	12/02/2015	374.19	396.80			-22.61
360. DOLLAR TREE INC	05/13/2013	09/04/2015	24,377.55	17,704.26			6,673.29
180. ECOLAB INC	10/11/2012	09/04/2015	19,208.85	11,520.59			7,688.26
20. EDUCATION RLTY TR INC	02/06/2014	03/09/2015	701.37	519.56			181.81
100. EDUCATION RLTY TR INC	02/06/2014	04/17/2015	3,500.47	2,597.79			902.68
220. EXPRESS SCRIPTS HLDG CO	12/06/2012	09/04/2015	18,172.46	11,843.15			6,329.31
547.382 ABSOLUTE STRATEGIES FUND-I	02/06/2014	03/09/2015	6,037.63	6,039.09			-1.46
182. GENERAL ELECTRIC CO	02/06/2014	09/04/2015	4,342.44	4,529.98			-187.54
4. GENERAL ELECTRIC CO	02/06/2014	09/21/2015	100.20	99.56			0.64
6. GENERAL ELECTRIC CO	09/26/2014	10/13/2015	167.66	153.48			14.18
10. GENERAL ELECTRIC CO	09/26/2014	12/02/2015	299.69	255.80			43.89
20. GREIF INC CL A	02/06/2014	03/09/2015	730.98	981.50			-250.52
10. HANOVER INS GROUP INC	02/06/2014	03/09/2015	698.50	547.47			151.03
21. HANOVER INS GROUP INC	02/06/2014	08/11/2015	1,701.72	1,149.69			552.03
18. HANOVER INS GROUP INC	02/06/2014	08/12/2015	1,445.60	985.45			460.15
20. HANOVER INS GROUP INC	02/06/2014	08/13/2015	1,619.25	1,094.95			524.30
6. HANOVER INS GROUP INC	02/06/2014	08/17/2015	494.81	328.48			166.33
Totals							

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
5. HANOVER INS GROUP INC	02/06/2014	08/21/2015	401.37	273.74			127.63
30. HATTERAS FINL CORP	02/07/2014	03/09/2015	529.19	563.10			-33.91
63. HATTERAS FINL CORP	02/10/2014	07/31/2015	1,023.01	1,202.31			-179.30
49. HATTERAS FINL CORP	02/10/2014	08/03/2015	794.57	929.48			-134.91
46. HATTERAS FINL CORP	02/07/2014	08/04/2015	745.04	863.41			-118.37
38. HATTERAS FINL CORP	02/07/2014	08/05/2015	614.35	713.25			-98.90
4. HATTERAS FINL CORP	02/07/2014	08/06/2015	64.57	75.08			-10.51
10. INTEL CORP	02/06/2014	03/09/2015	327.20	240.30			86.90
10. LEGGETT & PLATT INC	02/06/2014	03/09/2015	450.16	299.03			151.13
57. LEGGETT & PLATT INC	02/06/2014	08/11/2015	2,719.27	1,704.46			1,014.81
48. LEGGETT & PLATT INC	02/06/2014	08/12/2015	2,276.13	1,435.34			840.79
5. LEGGETT & PLATT INC	02/06/2014	08/13/2015	241.15	149.51			91.64
20. M D C HLDGS INC	02/06/2014	03/09/2015	529.39	578.04			-48.65
126. M D C HLDGS INC	02/06/2014	11/09/2015	3,135.81	3,641.63			-505.82
26. M D C HLDGS INC	09/26/2014	11/10/2015	669.70	716.91			-47.21
41. M D C HLDGS INC	09/26/2014	11/23/2015	1,081.86	1,066.96			14.90
25. M D C HLDGS INC	09/26/2014	11/25/2015	668.72	650.58			18.14
42. M D C HLDGS INC	09/26/2014	11/30/2015	1,101.75	1,092.98			8.77
200. MASTERCARD INC	05/13/2013	09/04/2015	18,005.96	11,153.81			6,852.15
43. MERCK & CO INC NEW	02/06/2014	09/04/2015	2,207.58	2,304.30			-96.72
6. MERCK & CO INC NEW	09/26/2014	10/13/2015	297.83	353.07			-55.24
20. MEREDITH CORP	02/06/2014	03/09/2015	1,075.22	887.00			188.22
40. MEREDITH CORP	03/10/2014	07/31/2015	1,898.06	1,806.15			91.91
5. MEREDITH CORP	02/06/2014	08/03/2015	236.65	221.75			14.90
16. MEREDITH CORP	02/06/2014	08/04/2015	764.64	709.60			55.04
8. MEREDITH CORP	02/06/2014	08/05/2015	374.41	354.80			19.61
1. MEREDITH CORP	02/06/2014	08/06/2015	44.96	44.35			0.61
480. NOVO NORDISK A S ADR	05/13/2013	09/04/2015	25,921.92	16,696.87			9,225.05
215. OLD REP INTL CORP	02/06/2014	09/04/2015	3,265.57	3,188.45			77.12
8. OLD REP INTL CORP	02/06/2014	09/21/2015	127.83	118.64			9.19
19. OLD REP INTL CORP	02/06/2014	10/30/2015	343.13	281.77			61.36
9. OLD REP INTL CORP	02/06/2014	12/02/2015	169.24	133.47			35.77
180. PBF ENERGY INC	04/01/2014	09/04/2015	5,131.36	4,791.84			339.52
Totals							

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
6. PBF ENERGY INC	09/12/2014	09/25/2015	168.51	146.70			21.81
10. PBF ENERGY INC	09/12/2014	10/30/2015	339.39	244.51			94.88
3. PBF ENERGY INC	09/12/2014	12/08/2015	113.90	73.35			40.55
70. PHILLIPS 66	05/15/2012	09/04/2015	5,385.00	2,227.39			3,157.61
30. PRICELINE.COM	05/13/2013	09/04/2015	36,975.51	23,024.84			13,950.67
9032.707 PRINCIPAL MIDCAP BLEND	02/26/2014	09/04/2015	197,364.65	166,321.98			31,042.67
60. SELECT MED HLDGS CORP	02/06/2014	03/09/2015	796.52	624.02			172.50
79. SELECT MED HLDGS CORP	02/06/2014	07/31/2015	1,142.40	821.62			320.78
69. SELECT MED HLDGS CORP	02/06/2014	08/03/2015	1,012.98	717.62			295.36
102. SELECT MED HLDGS CORP	02/06/2014	08/04/2015	1,474.28	1,060.83			413.45
60. SELECT MED HLDGS CORP	02/06/2014	08/05/2015	868.12	624.02			244.10
600. STARBUCKS CORP	04/14/2014	09/04/2015	32,331.62	20,775.54			11,556.08
70. STEELCASE INC	02/06/2014	03/09/2015	1,276.70	999.23			277.47
260. STEELCASE INC	02/06/2014	09/04/2015	4,515.14	3,711.42			803.72
6. STEELCASE INC	09/12/2014	09/21/2015	111.08	93.35			17.73
16. STEELCASE INC	09/12/2014	10/30/2015	311.51	248.94			62.57
13. STEELCASE INC	09/12/2014	12/02/2015	263.38	202.27			61.11
14. SUMMIT HOTEL PROPERTIES INC (REIT)	01/27/2014	09/04/2015	165.26	122.35			42.91
10. SUMMIT HOTEL PROPERTIES INC (REIT)	01/27/2014	09/21/2015	120.82	87.39			33.43
13. SUMMIT HOTEL PROPERTIES INC (REIT)	09/26/2014	10/13/2015	163.79	141.76			22.03
350. TJX COMPANIES INC NEW	05/13/2013	09/04/2015	24,635.04	17,776.46			6,858.58
10. TAL INTL GROUP INC	02/06/2014	03/09/2015	405.59	400.30			5.29
2. TAL INTL GROUP INC	03/10/2014	06/23/2015	71.96	88.62			-16.66
4. TAL INTL GROUP INC	03/10/2014	06/24/2015	142.66	176.22			-33.56
225. TARGET CORP	04/01/2014	09/04/2015	17,159.78	13,665.18			3,494.60
1. TARGET CORP	09/12/2014	09/21/2015	78.20	62.39			15.81
1. TARGET CORP	09/12/2014	10/13/2015	78.95	62.39			16.56
3. TARGET CORP	09/12/2014	10/30/2015	232.52	187.16			45.36
1. TARGET CORP	09/12/2014	12/02/2015	72.50	62.39			10.11
240. THERMO ELECTRON CORP	05/13/2013	09/04/2015	28,923.06	20,232.05			8,691.01
150. 3M CO	05/13/2013	09/04/2015	20,939.11	16,598.77			4,340.34
170. VALEANT PHARMACEUTICALS INTL INC	05/13/2013	09/04/2015	38,273.60	12,745.19			25,528.41
440. VISA INC CL A	05/15/2012	09/04/2015	30,305.64	9,427.00			20,878.64
Totals							

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DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
380. WELLS FARGO & CO NEW	05/13/2013	09/04/2015	19,345.84	14,524.13			4,821.71
140. PERRIGO CO PLC	12/20/2013	09/04/2015	24,983.93	21,308.70			3,675.23
30. SCORPIO TANKERS INC	10/06/2014	10/30/2015	273.90	264.25			9.65
18. SCORPIO TANKERS INC	10/06/2014	12/02/2015	159.30	158.55			0.75
Totals			832,320.44	588,307.26			244,013.18

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Ticker	Cusip	Tax Lots	Acquire Date	Portfolio	Units	Tax Cost	Market Value	Unrealized G/L
CTSH	192446102	LOT #2633	5/13/2013	PRINCIPAL	410	13,034.37	26,125.20	13,090.83
CAG	205887102	LOT #2284	8/8/2012	PRINCIPAL	150	3,693 50	6,259.50	2,566.00
		LOT #2882	8/11/2014	PRINCIPAL	330	10,366.26	13,770 90	3,404.64
		LOT #2954	9/12/2014	PRINCIPAL	570	18,439.50	23,786.10	5,346.60
GLW	219350105	LOT #2389	12/24/2012	PRINCIPAL	650	8,233.42	11,167.00	2,933.58
DLTR	256746108	LOT #2639	5/13/2013	PRINCIPAL	360	17,704.26	27,622.80	9,918.54
ECL	278865100	LOT #2641	10/11/2012	PRINCIPAL	180	11,520.59	19,882.80	8,362.21
GE	369604103	LOT #2031	6/15/2011	PRINCIPAL	530	9,788.73	13,334 80	3,546 07
NVO	670100205	LOT #2677	5/13/2013	PRINCIPAL	480	16,696.87	26,750.40	10,053.53
ORI	680223104	LOT #2418	3/12/2013	PRINCIPAL	860	10,651.01	13,519.20	2,868.19
PSX	718546104	LOT #2686	5/15/2012	PRINCIPAL	70	2,227.39	5,406.10	3,178.71
PCLN	741503403	LOT #2693	5/13/2013	PRINCIPAL	30	23,024.84	37,781.70	14,756.86
SBUX	855244109	LOT #2800	4/14/2014	PRINCIPAL	600	20,775.54	33,378.00	12,602.46
		LOT #2990	10/3/2014	PRINCIPAL	140	5,313.14	7,788.20	2,475.06
SCS	858155203	LOT #2970	9/12/2014	PRINCIPAL	1,230.00	19,137.45	21,488.10	2,350.65
INN	866082100	LOT #2611	1/27/2014	PRINCIPAL	728	6,362.06	8,961.68	2,599.62
TJX	872540109	LOT #2701	5/13/2013	PRINCIPAL	350	17,776.46	24,752 00	6,975.54
TMO	883556102	LOT #2703	5/13/2013	PRINCIPAL	240	20,232.05	30,364.80	10,132.75
WFC	949746101	LOT #2715	5/13/2013	PRINCIPAL	380	14,524.13	20,345.20	5,821.07
AAP	00751Y106	LOT #2627	5/13/2013	PRINCIPAL	130	11,052.28	22,942.40	11,890.12
APH	32095101	LOT #2628	5/13/2013	PRINCIPAL	440	17,618.35	23,267.20	5,648.85
AAPL	37833100	LOT #2723	12/20/2010	PRINCIPAL	70	3,190.91	7,930.30	4,739.39
		LOT #2725	6/10/2011	PRINCIPAL	280	13,100.80	31,721.20	18,620.40
BGS	05508R106	LOT #3031	12/10/2014	PRINCIPAL	1,460	41,083.52	44,544.60	3,461.08
BRK/B	84670702	LOT #2631	5/13/2013	PRINCIPAL	160	17,970.35	21,718.40	3,748.05
ESRX	30219G108	LOT #2645	12/6/2012	PRINCIPAL	220	11,843.15	18,581.20	6,738.05
GOOGL	38259P508	LOT #3114	2/4/2015	PRINCIPAL	20	10,597.79	13,193.80	2,596.01
MA	57636Q104	LOT #2668	5/13/2013	PRINCIPAL	200	11,153 81	18,816.00	7,662.19
MRK	58933Y105	LOT #1907	2/11/2011	PRINCIPAL	200	6,611.96	11,074.00	4,462.04
PBF	69318G106	.LOT #2957	9/12/2014	PRINCIPAL	850	20,783.01	24,973.00	4,189.99
PCBIX	74253Q747	LOT #2694	10/11/2012	PRINCIPAL	3,488.67	54,772.04	78,460.08	23,688.04
		LOT #2695	2/11/2013	PRINCIPAL	829.109	14,045.11	18,646.66	4,601.55
		LOT #2748	2/26/2014	PRINCIPAL	4,714.93	97,504.83	106,038.84	8,534.01
TGT	87612E106	LOT #2790	4/1/2014	PRINCIPAL	170	10,324.80	13,265.10	2,940.30
		LOT #2945	9/12/2014	PRINCIPAL	300	18,716.01	23,409.00	4,692.99
MMM	88579Y101	LOT #2704	5/13/2013	PRINCIPAL	150	16,598.77	21,631.50	5,032.73
B41NYV4	91911K102	LOT #2711	5/13/2013	PRINCIPAL	170	12,745.19	40,140.40	27,395.21
V	92826C839	LOT #2712	3/1/2011	PRINCIPAL	320	5,900.80	23,187.20	17,286.40
		LOT #2713	5/15/2012	PRINCIPAL	120	3,526.20	8,695.20	5,169.00
BGH1M56	G97822103	LOT #2718	12/20/2013	PRINCIPAL	140	21,308.70	25,958.80	4,650.10
STNG	Y7542C106	LOT #2996	10/6/2014	PRINCIPAL	3,711.00	32,687.98	35,143.17	2,455.19
						702,638	1,005,823	303,185