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

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

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

Name of foundation The NewMarket Foundation		A Employer identification number 27-1586209
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 804-788-5000
330 South Fourth Street		C If exemption application is pending, check here ☐
City or town, state or province, country, and ZIP or foreign postal code Richmond, VA 23219		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,986,276	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	2,243,300			
	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				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications			14,523	
	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	2,243,300		14,523		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	25			25
	24 Total operating and administrative expenses. Add lines 13 through 23				
	25 Contributions, gifts, grants paid	980,665			980,665
26 Total expenses and disbursements. Add lines 24 and 25	980,690			980,690	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,262,610				
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			14,523		

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	3,709,143	4,986,276	4,986,276
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	3,709,143	4,986,276	4,986,276
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	3,709,143	4,986,276	
	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			
	30 Total net assets or fund balances (see instructions)	3,709,143	4,986,276	
	31 Total liabilities and net assets/fund balances (see instructions)	3,709,143	4,986,276	

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	3,709,143
2 Enter amount from Part I, line 27a	2	1,262,610
3 Other increases not included in line 2 (itemize) ▶	3	14,523
4 Add lines 1, 2, and 3	4	4,986,276
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,986,276

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				
b N/A				
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	
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	

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.

(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	1,206,580	3,573,485	3376
2013	1,414,911	2,773,624	5101
2012	1,509,588	2,243,906	6728
2011	579,332	755,128	7672
2010	711,236	281,493	2 7398
2 Total of line 1, column (d)			2 5 0275
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 1.0055
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 3,834,602
5 Multiply line 4 by line 3			5 3,855,693
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7 3,855,693
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.			8 980,690

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		
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		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		
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		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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		
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ 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	✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>	1b	✓
c Did the foundation file Form 1120-POL for this year?	1c	✓
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? <i>If "Yes," attach a detailed description of the activities.</i>	2	✓
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? <i>If "Yes," attach a conformed copy of the changes.</i>	3	✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	✓
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	✓
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	✓
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Virginia		
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? <i>If "No," attach explanation</i>	8b	✓
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)? <i>If "Yes," complete Part XIV</i>	9	✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	✓

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)		✓
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)		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	✓	
14 The books are in care of ▶ Jennifer Stephenson Telephone no. ▶ 804-788-5542 Located at ▶ 330 South Fourth Street, Richmond, VA ZIP+4 ▶ 23219		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 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 ▶		✓

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)? ☐ Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	✓
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	✓
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 ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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	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?				
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		✓
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	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (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
See Attached Schedules				

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 ▶

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		
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	The foundation makes grants to qualifying public charities and does not carry on any direct charitable activities	
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	N/A	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3 ▶		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	3,892,997
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,892,997
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	3,892,997
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	58,395
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,834,602
6	Minimum investment return. Enter 5% of line 5	6	191,730

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	191,730
2a	Tax on investment income for 2015 from Part VI, line 5	2a	
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	191,730
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	191,730
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	191,730

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	980,690
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	980,690
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	980,690

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				191,730
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015:				
a From 2010	757,161			
b From 2011	541,576			
c From 2012	1,397,393			
d From 2013	1,276,230			
e From 2014	1,027,906			
f Total of lines 3a through e	5,000,266			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ _____ 980,690				
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				191,730
e Remaining amount distributed out of corpus	788,960			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	5,789,226			
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)	757,161			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	5,032,065			
10 Analysis of line 9:				
a Excess from 2011	541,576			
b Excess from 2012	1,397,393			
c Excess from 2013	1,276,230			
d Excess from 2014	1,027,906			
e Excess from 2015	788,960			

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 $\frac{2}{3}$ 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))

N/A

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

N/A

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

Check here ☐ 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:

Bruce Hazelgrove, P.O. Box 2189, Richmond, VA 23218 804-788-5000

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

For matching gifts 3 part form completed by eligible individual and institution

- c** Any submission deadlines:

September 2015

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

For matching gifts: Nonprofit educational institutions - secondary school in the US

Part XV Supplementary Information (continued)

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

Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Please see attached list				
Total				3a
b Approved for future payment				
N/A				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

(See worksheet in line 13 instructions to verify calculations.)

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

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

OMB No 1545-0047

2015

▶ 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.**Name of the organization**

The NewMarket Foundation

Employer identification number

27-1586209

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 foundationCheck 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

Employer identification number

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	NewMarket Corporation 330 South Fourth Street Richmond, VA 23219	\$ 2,243,300	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

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

Name of organization

Employer identification number

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
	----- ----- -----		----- ----- -----

NewMarket Foundation
Attachment to Form 990-PF
Part I, Line 23
2015

Other Expenses Line 23:

VA State Corporation Registration Fee	25
Total	<u>25</u>

The NewMarket Foundation

FEIN: 27-1586209

Form 990-PF

Part VIII Question # 1

2015

Information about Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees and Contractors

(a) Name and Address	(b) Total and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Thomas E. Gottwald 330 South Fourth Street Richmond, VA 23219	President and Director Hours : 5	0	0	0
M. Rudolph West 330 South Fourth Street Richmond, VA 23219	Secretary Hours : 5	0	0	0
Bruce Hazelgrove III 330 South Fourth Street Richmond, VA 23219	Vice President and Director Hours . 5	0	0	0
Bruce C. Gottwald, Sr. 330 South Fourth Street Richmond, VA 23219	Director Hours . 5	0	0	0

NewMarket Foundation
Average Monthly Cash balances
Form 990, Part X Line 1b
2015

N:\Return 2015\NewMarket Foundation\[Form 990-PF Attachment Part I.xlsx]Part I line 16a

	Average Monthly Balance	
Jan	3,695,855	
Feb	3,889,456	
Mar	3,831,242	
April	3,698,587	
May	3,651,292	
June	3,576,106	
July	3,511,505	
Aug	3,477,047	
Sept	3,589,770	
Oct	4,614,297	
Nov	4,504,607	
Dec	4,676,196	
	<u>46,715,959</u> /12	<u>Yearly Average 3,892,997</u>

NewMarket Foundation
FEIN 27-1586209
Attachment to Form 990-PF
Part XV, Line 3A
2015

Recipient Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
1 1708 Gallery 319 West Broad Street Richmond, VA 23241	Public	InLight Richmond 2015	6,000
2 Alzheimer's Association - Greater Richmond Chapter 4600 Cox Road, Suite 130 Glen Allen, VA 23060	Public	General Use Fund	150
3 American Cancer Society PO Box 43025 Baltimore, MD 21236-0025	Public	Cure by Design	2,500
4 American Cancer Society (Richmond Chapter) 4240 Park Place Court Glen Allen, VA 23060	Public	General Use Fund	250
5 American Chemical Society - Virginia Section PO Box 27972 Richmond, VA 23261	Public	General Use Fund	2,000
5 American Heart Association 4217 Park Place Ct Glen Allen, VA 23060	Public	Heart Ball	2,500
6 Army Historical Foundation 2425 Wilson Boulevard Arlington, VA 22201	Public	General Use Fund	50,000
7 Arthritis Foundation Mid-Atlantic Region 2201 West Broad St , Ste 100 Richmond, VA 23220	Public	Jingle Bell Run	1,500
8 ASK Childhood Cancer Foundation P O Box 17184 Richmond, VA 23226	Public	Fun Walk & 5K Event	5,000
9 Big Brothers Big Sisters 1707 Summit Ave, Suite 200 Richmond, VA 23230	Public	General Use Fund	2,500
10 Boy Scouts of America P O Box 6809 Richmond, VA 23230	Public	Heart of Virginia Council	1,000
11 Boy Scouts of America P O Box 6809 Richmond, VA 23230	Public	Troop 400	300
12 CARITAS PO Box 25790 Richmond, VA 23260-5790	Public	General Use Funds	1,000
13 Children's Hospital of Richmond at VCU 2924 Brook Road Richmond, VA 23220-1298	Public	Children's Hospital Foundation Ball Event	10,000
14 College Orientation Workshop, Inc Virginia Military Institute Room 320 Lexington, VA 24450	Public	General Use Fund	25,000
15 Comfort Zone Camp Inc 7201 Glen Forest Drive, Suite 301 Richmond, VA 23230	Public	Grief Relief Gala	3,000
16 Comfort Zone Camp Inc 7201 Glen Forest Drive, Suite 301 Richmond, VA 23230	Public	General Use Funds	25,000

17	Communities in Schools of Richmond, Inc. 2922 W Marshall St , Ste 2 Richmond, VA 23230	Public	General Use Funds	20,000
18	Ducks Unlimited Inc One Waterfowl Way Memphis, TN 38120-2351	Public	Waterfowl & Wetlands Conservation	5,000
19	Elk Hill PO Box 99 Goochland, VA 23063	Public	General Use Fund	125,000
20	Fan Free Clinic 1010 N Thompson Street Richmond, VA 23230	Public	Hunger Flames Food Drive	1,000
21	Godwin High School 2101 Pump Road Henrico, VA 23238	Public	General Use Funds	1,250
22	Goodwill of Central and Coastal Virginia 6301 Midlothian Turnpike Richmond, VA 23225	Public	Capital Campaign	50,000
23	Greater Richmond Chamber Foundation 919 East Main Street, #1700 Richmond, VA 23219	Public	General Use Funds	30,000
24	Hanover Tavern Foundation 13181 Hanover Courthouse Rd Hanover, VA 23069	Public	General Use Funds	5,000
25	Henrico CASA 3001 Hungary Spring Road, Suite A Henrico, VA 23228	Public	General Use Funds	2,500
26	Hospital Hospitality House of Richmond Inc 612 East Marshall Street Richmond, VA 23219	Public	SAVOR	2,500
27	Innsbrook Foundation 4600 Cox Road, Suite 109 Glen Allen, VA 23060	Public	General Use Fund	3,500
28	Jamestown-Yorktown Foundation PO Box 3605 Williamsburg, VA 23187-3605	Public	2019 Commemoration Fund	25,000
29	JDRF International 1801 Libbie Avenue, Suite 106 Richmond, VA 23226	Public	Time for a Cure	3,500
30	JHW Foundation, Inc 1200 Dover Creek Lane Manakin-Sabot, VA 23103	Public	Oyster Roast	1,500
30	Junior Achievement of Central Virginia 7217 West Broad Street Richmond, VA 23294	Public	General Use Fund	25,000
31	Junior League of Richmond Virginia 205 West Franklin Street Richmond, VA 23220	Public	Book & Author Sponsorship	2,500
32	Junior League of Richmond Virginia 205 West Franklin Street Richmond, VA 23220	Public	Touch A Truck Sponsorship	1,000
33	Keep Virginia Beautiful 4121 Cox Road, Suite 200 Glen Allen, VA 23060	Public	Shiver in the River	2,500
34	KOVAR Corporation 10806 Moore Drive Manassas, VA 20111-2926	Public	KOVAR Campaign	1,000
35	Leukemia & Lymphoma Society Inc Virginia Chapter 5540 Falmouth Street, Suite 101 Richmond, VA 23230	Public	2015 Light the Night Walk	3,000

36	Maggie L Walker Governor's School Foundation 1000 N Lombardy Street Richmond, VA 23220	Public	We the People	2,500
37	Maggie L Walker Governor's School Foundation 1000 N Lombardy Street Richmond, VA 23220	Public	Robotics Team	5,000
38	Massey Cancer Center - VCU PO Box 843042 Richmond, VA 23284	Public	Women & Wellness Fund	1,500
39	MathScience Innovation Center Foundation 2401 Hartman Street Richmond, VA 23223	Public	General Use Fund	3,000
40	Mattaponi & Pamunkey Rivers Association Inc. P O Box 157 Walkerton, VA 23177	Public	River Stewardship Day	1,000
41	Maymont Foundation 1700 Hampton Street Richmond, VA 23220	Public	General Use Fund	2,500
42	MCV Foundation 1228 East Broad Street Richmond, VA 23298	Public	General Use Fund	5,000
43	Meals on Wheels 1415 Rhoadmiller Street Richmond, VA 23220	Public	Zest Fest	2,500
44	National Merit Scholarship Corporation 1560 Sherman Avenue, Suite 200 Evanston, IL 60201-4897	Public	Annual Scholarship Commitments	18,755
45	National Multiple Sclerosis Society Central & Eastern Virginia Chapter 4200 Innslake Drive, Suite #301 Glen Allen, VA 23060	Public	General Use Fund	1,000
46	National Multiple Sclerosis Society Central & Eastern Virginia Chapter 4200 Innslake Drive, Suite #301 Glen Allen, VA 23060	Public	Bike Virginia	4,800
47	National Multiple Sclerosis Society Central & Eastern Virginia Chapter 4200 Innslake Drive, Suite #301 Glen Allen, VA 23060	Public	Dinner of Champions	5,000
48	Noah's Children Hospice and Palliative Care 5855 Brevoort Road, Suite 409 Richmond, VA 23226	Public	General Use Fund	2,500
49	Norfolk Botanical Garden Foundation 6700 Azalea Garden Road Norfolk, VA 23518-5337	Public	Moses Ezekiel Restoration Campaign	10,000
50	Richmond Area Bicycling Association Foundation, Inc P O Box 6565 Ashland, VA 23005	Public	Bikes for Kids	1,500
51	Richmond 2015, Inc 200 South 3rd Street Richmond, VA 23219	Public	General Use Fund	20,000
52	Richmond History Center 1015 East Clay Street Richmond, VA 23219	Public	Valentine Museum	2,500
53	Richmond Parade, Inc 5306 Caledonia Road Richmond, VA 23225	Public	2015 Christmas Parade	4,000
54	Richmond Tennis Association P O Box 17612 Richmond, VA 23226	Public	Autumn Cup	500

55	Science Museum of Virginia Foundation Incorporated 2500 West Broad Street Richmond, VA 23220	Public	2015 Kugel Ball	5,000
56	Semper Fi Fund 825 College Boulevard, Suite 102, PMB 609 Oceanside, CA 92057	Public	General Use Fund	500
57	Sheltering Arms Hospital P O Box 8762 Richmond, VA 23226	Public	Bal du Bois	1,500
58	St Baldrick's Foundation 1333 S Mayflower Avenue, Suite 400 Monrovia, CA 91016	Public	General Use Fund	2,500
59	St Catherine's School Foundation 6001 Grove Avenue Richmond, VA 23226	Public	Girls Innovate STEM	10,000
60	St John's Church Foundation 2319 East Broad Street Richmond, VA 23223	Public	General Use Fund	2,000
61	The Richmond Christmas Mother Fund 300 E Franklin Street Richmond, VA 23219	Public	General Use Fund	5,000
62	The Virginia Home 1101 Hampton Street Richmond, VA 23220	Public	Stones of Courage & Grace	10,000
63	Thomas Jefferson Foundation Inc PO Box 217 Charlottesville, VA 22902	Public	Monticello Annual Fund	10,000
65	United Way of Greater Richmond 2001 Maywill Street P O Box 11807 Richmond, VA 23230-8007	Public	Annual Contribution for General Use Purposes	50,000
66	Upsilon Nu Scholarship and Social Action Foundation 316 W Clay Street Richmond, VA 23220	Public	Scholarship Program	1,500
67	Virginia Institute of Marine Science 1208 Greate Road Gloucester Point, VA 23062	Public	General Use Funds	2,000
68	Varina Lions Club Foundation P O Box 38292 Richmond, VA 23231	Public	Paddling for Sight	1,500
69	Virginia Repertory Theatre 114 W Broad Street Richmond, VA 23220	Public	Anything Goes Gala	2,500
70	Virginia Commonwealth University Foundation P O Box 843042 Richmond, VA 23284-3042	Public	Institute for Contemporary Art Construction Fund	250,000
71	Virginia Commonwealth University Foundation P O Box 843042 Richmond, VA 23284-3042	Public	VCU Broad Street Mile	2,500
72	Virginia Institute of Marine Science - William & Mary PO Box 1693 Williamsburg, VA 23187-1693	Public	VIMS Impact Fund	6,675
73	Venture Richmond 200 South Third Street Richmond, VA 23219	Public	General Use Funds	5,000
74	Virginia Foundation for Independent Colleges 8010 Ridge Road, Suite B Richmond, VA 23229-7288	Public	Undergraduate Science Research Fellowships Program	5,000
75	Virginia Historical Society 428 N Boulevard P O Box 7311	Public	Annual Fund	5,000

Richmond, VA 23221-0311

76	Virginia Home for Boys & Girls 8716 West Broad Street Henrico, VA 23294	Public	Band Together	5,000
77	Virginia Museum of Fine Arts Foundation 200 N Boulevard Richmond, VA 23220-4007	Public	General Use Funds	2,500
78	Virginia Tech Foundation 902 Pnces Fork Road, Suite 4500 Blacksburg, VA 24060	Public	Virginia Tech Gala	2,500
78	World Pediatric Project 7201 Glen Forest Drive, Suite 304 Richmond, VA 23226	Public	Rock 'n' Heal Event	5,000
79	World Pediatric Project 7201 Glen Forest Drive, Suite 304 Richmond, VA 23226	Public	Treasures in Paradise Auction and Fashion Show	10,000
80	YWCA of Richmond 6 N 5th Street Richmond, VA 23219	Public	Outstanding Women Awards	2,000
81	Carleton College One North College Street Northfield, MN 55057	Public	Matching Gift Donations	150
82	Carnegie Mellon University P O Box 371525 Pittsburg, PA 15251-7525	Public	Matching Gift Donations	200
83	Carthage College 2001 Alford Park Drive Kenosha, WI 53140	Public	Matching Gift Donations	1,000
84	Clemson University Foundation ATTN Peter Thomas Barry P O Box 1889 Clemson, SC 29633-1889	Public	Matching Gift Donations	1,600
85	DePaul University 2320 North Kenmore Avenue Chicago, IL 60614	Public	Matching Gift Donations	100
85	Duchesne High School Office of Advancement 2550 Elm Street St Charles, MO 63301	Public	Matching Gift Donations	1,200
86	Emory University 1762 Clifton Road, Suite 1400 Atlanta, GA 30322	Public	Matching Gift Donations	250
87	Father McGivney Catholic High School 7190 Bouse Road Glen Carbon, Illinois 62034	Public	Matching Gift Donations	3,500
88	Georgia Tech Foundation Inc. Matching Gifts Program 190 North Avenue NW Atlanta, GA 30313-9806	Public	Matching Gift Donations	450
89	Grinnell College Office of Development and Alumni Relations Grinnell, Iowa 50112-1690	Public	Matching Gift Donations	100
90	Haverford College 370 Lancaster Avenue Haverford, PA 19041-1392	Public	Matching Gift Donations	1,900
90	Kenrick-Glennon Seminary 5200 Glennon Drive St Louis, MO 63119	Public	Matching Gift Donations	3,600
91	James Madison University 220 University Blvd , MSC 3603 Hamsonburg, VA 22807	Public	Matching Gift Donations	600

92	Maggie L Walker Governor's School Foundation 1000 N Lombardy Street Richmond, VA 23220	Public	Matching Gift Donations	170
93	Millwood School 15100 Millwood School Lane Midlothian, VA 23112-2278	Public	Matching Gift Donations	1,000
94	Missouri University of Science & Technology 112 Campus Support Facility 1201 N State St Rolla, MO 65409-1320	Public	Matching Gift Donations	100
95	Moravian Academy 7 East Market Street Bethlehem, PA 18018	Public	Matching Gift Donations	50
96	Oswego State University of New York 7060 NY-104 Oswego, NY 13126	Public	Matching Gift Donations	100
97	Pennsylvania State University Office of Donor Services One Old Main University Park, PA 16802-1506	Public	Matching Gift Donations	250
98	William Marsh Rice University Office of Development-MS-81 P O Box 1892 Houston, TX 77251-1892	Public	Matching Gift Donations	300
99	St Christopher's School 711 St Christopher's Road Richmond, VA 23226	Public	Matching Gift Donations	500
100	St Catherine's School Foundation 6001 Grove Avenue Richmond, VA 23226	Public	Matching Gift Donations	2,300
64	United States Naval Academy 247 King George Street Annapolis, MD 21402	Public	Matching Gift Donations	1,200
101	University of Illinois Foundation Harker Hall 1305 West Green Street Urbana, IL 61801-2962	Public	Matching Gift Donations	650
102	University of Minnesota Foundation McNamara Alumni Center 200 Oak Street SE, Suite 500 Minneapolis, MN 55455-2010	Public	Matching Gift Donations	100
103	University of Montana Foundation PO Box 7159 Missoula, MT 59807-7159	Public	Matching Gift Donations	500
104	University of North Carolina at Chapel Hill Office of University Development 208 West Franklin Street, PO Box 309 Chapel Hill, NC 27514-0309	Public	Matching Gift Donations	100
105	University of Richmond 28 Westhampton Way Richmond, VA 23173	Public	Matching Gift Donations	3,100
106	University of Scranton 800 Linden Street Scranton, PA 18510	Public	Matching Gift Donations	40
107	University of Virginia College Foundation P O Box 5527 Charlottesville, VA 22905	Public	Matching Gift Donations	3,000
108	University of Wisconsin Milwaukee 1440 East North Avenue Milwaukee, WI 53202	Public	Matching Gift Donations	100
109	Virginia Commonwealth University Foundation 700 W Grace Street Richmond, VA 23284-9091	Public	Matching Gift Donations	200

110 West Virginia Univ Foundation Inc One Waterfront Place, 7th Floor P O Box 1650 Morgantown, WV 26507	Public	Matching Gift Donations	525
111 Washington & Lee University 204 W Washington St Development Building Lexington, VA 24450	Public	Matching Gift Donations	50
112 The College of William & Mary Foundation P O Box 8795 Williamsburg, VA 23187-8795	Public	Matching Gift Donations	4,500
			Total <u><u>980,665</u></u>