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 , and ending

Name of foundation THE GEORGE W ANDREWS CHARITABLE FOUNDATION, INC			**A** Employer identification number 27-2236905
Number and street (or P O box number if mail is not delivered to street address) 2025 WIMBLEDON LANE	Room/suite		**B** Telephone number (see instructions) (859) 384-7571
City or town UNION	State KY	ZIP code 41091	
Foreign country name	Foreign province/state/county	Foreign postal code	**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 ☒ 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)* ▶ $ 405,997

J Accounting method ☒ 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))*	**(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	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	8,171	8,171		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,420			
b	Gross sales price for all assets on line 6a 131,537				
7	Capital gain net income (from Part IV, line 2)		9,420		
8	Net short-term capital gain			2,770	
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)	102	102		
12	**Total.** Add lines 1 through 11	17,693	17,693	2,770	
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)	1,435			1,435
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	868	68		68
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	9,305	9,305		
24	**Total operating and administrative expenses.** Add lines 13 through 23	11,608	9,373	0	1,503
25	Contributions, gifts, grants paid	121,448			121,448
26	**Total expenses and disbursements.** Add lines 24 and 25	133,056	9,373	0	122,951
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-115,363			
b	**Net investment income** (if negative, enter -0-)		8,320		
c	**Adjusted net income** (if negative, enter -0-)			2,770	

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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	25,034	31,005	31,005
	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)	397,800	276,590	374,992
	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)	422,834	307,595	405,997
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	422,834	307,595	
	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)	422,834	307,595	
	31	**Total liabilities and net assets/fund balances** (see instructions)	422,834	307,595	

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	422,834
2	Enter amount from Part I, line 27a	2	-115,363
3	Other increases not included in line 2 (itemize) ▶ NON DIVIDEND DISTRIBUTIONS	3	124
4	Add lines 1, 2, and 3	4	307,595
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	307,595

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	ML STMT ATTACHED	P		12/31/2015
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	131,537		122,117	9,420
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				9,420
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	9,420
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	2,770

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	132,778	513,654	0 258497
2013	124,852	577,242	0 216291
2012	121,258	669,411	0 181141
2011	94,337	446,511	0 211276
2010	99,112	2,007	49 383159

2	**Total** of line 1, column (d)	2	50 250364
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	10 050073
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	451,783
5	Multiply line 4 by line 3	5	4,540,452
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	83
7	Add lines 5 and 6	7	4,540,535
8	Enter qualifying distributions from Part XII, line 4	8	122,951

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	166
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	166
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	166
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 1,161		
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	1,161
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	995
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 995 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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	N/A	
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) ▶ KY			
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

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 ▶ JEFFREY W ANDREWS Telephone no ▶ 859-384-7571

Located at ▶ 2025 WIMBLEDON LANE UNION KY ZIP+4 ▶ 41091

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	N/A	
	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 ▶ 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		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

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?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**	No: 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**	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
THOMAS W ANDREWS 546 LOCUST RUN ROAD CINCINNATI, OH 45245	DIRECTOR 1 00	0		
JEFFREY W ANDREWS 2025 WIMBLEDON LANE UNION, KY 41091	DIRECTOR 1 00	0		
JUDY ANDREWS 35 LONG MEADOW CIRCLE PITTSFORD, NY 14534	DIRECTOR 1 00	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 ▶

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 NA	
2	
3	
4	

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

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

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	431,806
b	Average of monthly cash balances	1b	29,565
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	461,371
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	461,371
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	9,588
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	451,783
6	**Minimum investment return.** Enter 5% of line 5	6	22,589

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	22,589
2a	Tax on investment income for 2015 from Part VI, line 5	2a	166		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	166
3	Distributable amount before adjustments Subtract line 2c from line 1			3	22,423
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	22,423
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	22,423

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	122,951
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	122,951
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	122,951

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					22,423
2	Undistributed income, if any, as of the end of 2015					
a	Enter amount for 2014 only				0	
b	Total for prior years 20 ___, 20 ___, 20 ___					
3	Excess distributions carryover, if any, to 2015					
a	From 2010	99,012				
b	From 2011	72,077				
c	From 2012	88,189				
d	From 2013	97,453				
e	From 2014	110,083				
f	**Total** of lines 3a through e		466,814			
4	Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 122,951					
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					22,423
e	Remaining amount distributed out of corpus		100,528			
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		567,342			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount—see instructions					
e	Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)					
8	Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)		99,012			
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		468,330			
10	Analysis of line 9					
a	Excess from 2011	72,077				
b	Excess from 2012	88,189				
c	Excess from 2013	97,453				
d	Excess from 2014	110,083				
e	Excess from 2015	100,528				

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

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			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

NONE

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

NONE

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

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

c Any submission deadlines

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

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*				
NORTH CAROLINA COMMUNITY FOUNDATION 4601 SIX FORKS ROAD STE 524 RALEIGH, NC 27609		PC	PROGRAM SUPPORT	91,448
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		PC	PROGRAM SUPPORT	10,000
AMERICAN DIABETES ASSN 1701 NORTH BEAUREGARD ST ALEXANDRIA, VA 22311		PC	PROGRAM SUPPORT	10,000
CINCINNATI CITY LINK CENTER 800 BANK STREET CINCINNATI, OH 45214		PC	PROGRAM SUPPORT	10,000
Total			▶ 3a	121,448
b *Approved for future payment*				
Total			▶ 3b	0

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					
4 Dividends and interest from securities			14	8,171	
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	9,420	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b CAPITAL GAIN DISTRIBUTION			18	102	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		17,693	0
13 Total. Add line 12, columns (b), (d), and (e)				13	17,693

(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

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? ☐ 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

Signature of officer or trustee | Date: 06/08/16 | Title: DIRECTOR

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL SMITH		6/7/2016		P00829075
Firm's name ▶ MR MAYER & CO			Firm's EIN ▶ 31-0840467	
Firm's address ▶ ONE W 4th ST, STE 2000, CINCINNATI, OH 45202			Phone no 513-621-1743	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			397,800	276,590	488,620	374,992
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	M L STMT ATTACHED		397,800	276,590	488,620	374,992

file: ga99015

THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC
2015 FORM 990-PF, PAGE 2, PART II, LINE 10b

SHARES	LINE 10b-INVESTMENTS-CORPORATE STOCK	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
27	AMDOCS LIMITED	1,090	1,473
5	AMDOCS LIMITED	235	273
6	AMDOCS LIMITED	337	327
89	ALCOA INC	771	878
49	ALCOA INC	461	484
57	ALCOA INC	541	563
28	ANALOG DEVICES INC COM	1,355	1,549
29	APPLIED MATERIAL INC	466	541
8	AVERY DENNISON CORP	227	501
9	AVERY DENNISON CORP	460	564
51	BROADRIDGE FINL SOLUTIONS INC	1,459	2,740
5	BROADRIDGE FINL SOLUTIONS INC	251	269
29	BAXTER INTERNTL INC	1,111	1,106
45	BWX TECHNOLOGIES INC	1,013	1,430
47	BOSTON SCIENTIFIC CORP	286	867
30	BOSTON SCIENTIFIC CORP	172	553
37	BOSTON SCIENTIFIC CORP	191	682
75	CAMECO CORP COM	1,574	925
37	CORRECTIONS CORP OF AMER	1,052	980
15	CORRECTIONS CORP OF AMER	466	397
32	CINEMARK HLDGS INC	941	1,070
14	CINEMARK HLDGS INC	441	468
7	CINEMARK HLDGS INC	202	234
11	CLOROX CO DEL COM	943	1,395
54	DISCOVERY COMMUNICATN INC SER C	1,675	1,362
3	ESTERLINE TECHNLOGIES CP	287	243
9	ESTERLINE TECHNLOGIES CP	859	729
8	ESTERLINE TECHNLOGIES CP	641	648
8	ENTERGY CORP NEW	559	547
3	ENTERGY CORP NEW	201	205
4	ENTERGY CORP NEW	253	273
37	ENDURANCE SPECIALTY HLDG	1,955	2,368
1	ENDURANCE SPECIALTY HLDG	61	64
25	EXPEDITORS INTL WASH INC	1,012	1,128
27	FASTENAL COMPANY	1,131	1,102
77	FIRST AMERICAN FINL CORP SHS	1,712	2,764
16	GRACE W.R. & CO (NEW	1,205	1,593
15	GENUINE PARTS CO	889	1,288
8	GENUINE PARTS CO	503	687
30	HARTFORD FINAL SVCS GROUP	1,000	1,304
14	HARTFORD FINAL SVCS GROUP	503	608
34	HAEMONETICS CORP MASS	1,544	1,096
38	HCP INC	1,707	1,453
23	HCP INC	866	880
37	HASBRO INC COM	1,741	2,492
3	HASBRO INC COM	211	202
13	HERSHEY COMPANY	1,133	1,160

file: ga99015

THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC
2015 FORM 990-PF, PAGE 2, PART II, LINE 10b

SHARES	LINE 10b-INVESTMENTS-CORPORATE STOCK	END OF YEAR BOOK VALUE	END OF YEAR FAIR MARKET VALUE
35	ITC HLDGS CORP	1,096	1,374
72	INVESCO LTD	2,559	2,411
96	JANUS CAPITAL GROUP INC	890	1,353
11	JANUS CAPITAL GROUP INC	170	155
20	KOHLS CORP WISC PV 1CT	916	953
13	KOHLS CORP WISC PV 1CT	604	619
1	KOHLS CORP WISC PV 1CT	53	48
2	KOHLS CORP WISC PV 1CT	102	95
14	LEIDOS HOLDINGS INC SHS	571	788
32	LIBERTY MEDIA CORP SHS SERIES SER-C-CL C	1,168	1,219
14	LIBERTY MEDIA CORP SHS SERIES SER-C-CL C	506	533
16	LIBERTY MEDIA CORP SHS SERIES SER-C-CL C	575	609
8	LIBERTY MEDIA CORP SHS SERIES SER-C-CL C	400	415
12	LIBERTY MEDIA CORP SHS SERIES SER-C-CL C	644	622
4	LIBERTY MEDIA CORP SHS SERIES SER-C-CL C	161	207
11	M&T BANK CORPORATION	869	1,333
2	M&T BANK CORPORATION	144	242
15	MCKESSON CORPORATION COM	1,380	2,958
40	MATTEL INC COM	1,068	1,087
25	MATTEL INC COM	664	679
28	NISOURCE INC	352	546
36	NISOURCE INC	588	702
114	NEW YORK CMNTY BANCORP	1,541	1,861
13	NEW YORK CMNTY BANCORP	158	212
17	NAT FUEL GAS CO NJ $1	902	727
4	NAT FUEL GAS CO NJ $1	196	171
4	NAT FUEL GAS CO NJ $1	226	171
2	NAT FUEL GAS CO NJ $1	114	86
2	NAT FUEL GAS CO NJ $1	126	86
62	OLD REPUB INTL CORP	1,018	1,155
22	OMNICOM GROUP COM	1,551	1,665
10	OMNICOM GROUP COM	658	757
3	QUEST DIAGNOSTICS INC	161	213
10	QUEST DIAGNOSTICS INC	532	711
3	QUEST DIAGNOSTICS INC	180	213
81	REGAL ENTME GROUP CL A	1,493	1,529
25	REGAL ENTME GROUP CL A	468	472
26	ROCKWELL COLLINS INC	1,839	2,400
15	SUN COMMNTYS INC REIT	490	1,028
15	SUN COMMNTYS INC REIT	520	1,028
11	SUN COMMNTYS INC REIT	453	754
4	SUN COMMNTYS INC REIT	162	274
40	ST JUDE MEDICAL INC	2,083	2,471
12	SYNCHRONY FINL COM	300	365
24	SYNCHRONY FINL COM	608	730
6	SYNCHRONY FINL COM	154	183
26	SONOCO PRODUCTS CO	997	1,063

file: ga99015

THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC
2015 FORM 990-PF, PAGE 2, PART II, LINE 10b

		END OF YEAR	
SHARES	LINE 10b-INVESTMENTS-CORPORATE STOCK	BOOK VALUE	FAIR MARKET VALUE
20	WELLTOWER INC	1,288	1,361
52	SUNTRUST BKS INC COM	1,810	2,228
56	SYSCO CORPORATION	1,937	2,296
14	VARIAN MEDICAL SYS INC	1,093	1,131
14	VERIFONE SYSTEMS INC	496	392
3	VERIFONE SYSTEMS INC	53	84
15	VERIFONE SYSTEMS INC	549	420
17	ZIMMER BIOMET HOLDI	918	1,744
1	ZIMMER BIOMET HOLDI	52	102
3	ZIMMER BIOMET HOLDI	212	308
60	WESTERN UN CO	1,017	1,075
31	WESTERN UN CO	542	555
30	WESTERN UN CO	544	537
33	XCEL ENERGY INC	983	1,185
41	WORTHINGTON INDSTRS OHIO	1,122	1,236
33	ABBOTT LABS	1,053	1,482
201	ABBOTT LABS	6,663	9,027
59	ABBOTT LABS	1,989	2,650
45	ABBOTT LABS	1,518	2,021
15	ABOBE SYS DEL PV$ 0.001	1,160	1,409
18	ABOBE SYS DEL PV$ 0.001	1,403	1,691
30	ABOBE SYS DEL PV$ 0.001	2,294	2,818
3	ABOBE SYS DEL PV$ 0.001	227	282
46	ABOBE SYS DEL PV$ 0.001	3,774	4,321
20	ABOBE SYS DEL PV$ 0.001	1,649	1,879
126	ACCENTURE PLC SHS	8,339	13,167
16	ALPHABET INC SHS CL C	4,789	12,142
8	ALPHABET INC SHS CL C	4,275	6,071
16	ALPHABET INC SHS CL C	4,804	12,448
99	APPLE INC	6,214	10,421
112	AUTOMATIC DATA PROC	7,374	9,489
13	AUTOMATIC DATA PROC	1,077	1,101
20	AUTOMATIC DATA PROC	1,682	1,694
5	AUTOMATIC DATA PROC	424	424
21	CELGENE CORP COM	2,480	2,515
16	CELGENE CORP COM	1,896	1,916
42	CELGENE CORP COM	4,621	5,030
42	FASTENAL COMPANY	2,222	1,714
3	FASTENAL COMPANY	164	122
48	FASTENAL COMPANY	2,206	1,959
45	FASTENAL COMPANY	2,091	1,837
73	FASTENAL COMPANY	3,087	2,980
34	FASTENAL COMPANY	1,447	1,388
98	FACEBOOK INC CLASS A COMMON STOCK	7,978	10,257
8	GARTNER INC	420	726
7	GARTNER INC	368	635
37	GARTNER INC	2,231	3,356

file: ga99015

THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC
2015 FORM 990-PF, PAGE 2, PART II, LINE 10b

SHARES	LINE 10b-INVESTMENTS-CORPORATE STOCK	END OF YEAR BOOK VALUE	END OF YEAR FAIR MARKET VALUE
5	GARTNER INC	329	454
6	GARTNER INC	398	544
4	GARTNER INC	268	363
6	GARTNER INC	402	544
13	GARTNER INC	879	1,179
6	GARTNER INC	406	544
13	GARTNER INC	883	1,179
57	MASTERCARD INC	3,553	5,550
123	NESTLE S A REP RG SH ADR	9,669	9,154
41	NESTLE S A REP RG SH ADR	3,135	3,051
46	NIKE INC CL B	1,096	2,875
176	NIKE INC CL B	4,068	11,000
104	NIKE INC CL B	2,842	6,500
4	O'REILLY AUTOMOTIVE INC	602	1,014
5	O'REILLY AUTOMOTIVE INC	759	1,267
9	O'REILLY AUTOMOTIVE INC	1,356	2,281
4	O'REILLY AUTOMOTIVE INC	603	1,014
12	O'REILLY AUTOMOTIVE INC	1,806	3,041
9	O'REILLY AUTOMOTIVE INC	1,353	2,281
116	ORACLE CORP $0.01 DEL	3,900	4,237
1	ORACLE CORP $0.01 DEL	30	37
107	ORACLE CORP $0.01 DEL	3,239	3,909
114	ORACLE CORP $0.01 DEL	3,829	4,164
3	THE PRICELINE GROUP INC	3,730	3,825
4	THE PRICELINE GROUP INC	4,782	5,100
4	THE PRICELINE GROUP INC	4,611	5,100
9	REGENERON PHARMACTCLS	2,890	4,886
11	REGENERON PHARMACTCLS	3,478	5,971
7	REGENERON PHARMACTCLS	2,263	3,800
298	STARBUCKS CORP	10,906	17,889
15	TJX COS INC NEW	932	1,064
16	TJX COS INC NEW	998	1,134
45	TJX COS INC NEW	2,725	3,191
65	TJX COS INC NEW	3,980	4,609
49	TJX COS INC NEW	2,894	3,474
108	VISA INC CL A SHRS	4,247	8,375
168	VISA INC CL A SHRS	8,111	13,028
	TOTALS	276,590	374,992

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		102	102	0
1	CAPITAL GAIN DISTRIBUTION	102	102	0

Part I, Line 16a (990-PF) - Legal Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,435	0	0	1,435
1	CORS & BASSETT LEGAL	1,435			1,435

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		868	68	0	68
1	FOREIGN TAXES	68	68		68
2	EXCISE TAXES	800			

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		9,305	9,305	0	0
1	INVESTMENT MANAGEMENT FEES	9,305	9,305		

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	THOMAS W ANDREWS		546 LOCUST RUN ROAD	CINCINNATI	OH	45245		DIRECTOR	1 00	0	0	0
2	JEFFREY W ANDREWS		2025 WIMBLEDON LANE	UNION	KY	41091		DIRECTOR	1 00	0	0	0
3	JUDY ANDREWS		35 LONG MEADOW CIRCLE	PITTSFORD	NY	14534		DIRECTOR	1 00	0	0	0

Part X, Line 4 (990-PF) - Explanation for Entering Amount Larger than 1 1/2% FMV of Assets

Cash deemed held for charitable activities 9,588

Please provide an explanation for entering a cash amount larger than 1 1/2% of the fair market value of all assets

TEMPORARY AMOUNTS BETWEEN CHARITABLE DISTRIBUTIONS

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Capital Gains/Losses	131,537	122,117	9,420
Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	ML STMT ATTACHED		X			P		12/31/2015	131,537	122,117					9,420

Fiscal Statement

THE GEORGE W ANDREWS

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
6 0000	US BANCORP (NEW)	08/21/13	01/20/15	245 78	221 55	24 23 LT
21 0000	BAXTER INTERNTL INC	07/26/13	02/24/15	1,447 22	1,535 31	(88 09) LT
5 0000	BAXTER INTERNTL INC	02/28/14	02/24/15	344 58	347 09	(2 51) ST
4 0000	KRAFT FOODS GROUP INC	07/26/13	02/24/15	256 23	225 08	31 15 LT
1 0000	LOCKHEED MARTIN CORP	08/02/13	02/24/15	205 89	123 47	82 42 LT
1 0000	LYONDELLBASELL INDUSTRIE	04/09/14	02/24/15	91 21	89 01	2 20 ST
5 0000	MCDONALDS CORP COM	04/09/14	01/28/15	447 90	492 25	(44 35) ST
24 0000	BAXTER INTERNTL INC	02/28/14	02/25/15	1,653 88	1,666 04	(12 16) ST
5 0000	LOCKHEED MARTIN CORP	08/05/13	02/26/15	1,006 99	619 92	387 07 LT
2 0000	LOCKHEED MARTIN CORP	08/21/13	02/26/15	402 81	246 97	155 84 LT
30 0000	KRAFT FOODS GROUP INC	07/26/13	04/14/15	2,624 22	1,688 07	936 15 LT
32 0000	KRAFT FOODS GROUP INC	07/26/13	04/15/15	2,782 84	1,800 61	982 23 LT
12 0000	PHILIP MORRIS INTL INC	07/26/13	04/14/15	930 11	1,061 37	(131 26) LT
2 0000	HERSHEY COMPANY	09/10/14	04/28/15	186 66	183 69	2 97 ST
1 0000	HERSHEY COMPANY	09/10/14	04/29/15	91 75	91 85	(0 10) ST
7 0000	HERSHEY COMPANY	09/11/14	04/29/15	642 31	644 95	(2 64) ST
8 0000	HERSHEY COMPANY	09/12/14	04/29/15	734 07	739 15	(5 08) ST
2 0000	HERSHEY COMPANY	11/05/14	04/29/15	183 52	191 12	(7 60) ST
8 0000	HERSHEY COMPANY	11/06/14	04/29/15	734 08	771 81	(37 73) ST
1 0000	HERSHEY COMPANY	11/06/14	04/30/15	91 32	96 48	(5 16) ST
14 0000	PROCTER & GAMBLE CO	07/26/13	04/28/15	1,124 62	1,122 19	2 43 LT
23 0000	PROCTER & GAMBLE CO	07/26/13	04/29/15	1,840 45	1,843 60	(3 15) LT
24 0000	COCA COLA COM	07/26/13	06/25/15	963 37	971 94	(8 57) LT
13 0000	MCDONALDS CORP COM	04/09/14	06/25/15	1,248 51	1,279 85	(31 34) LT
6 0000	BCE INC	07/26/13	07/21/15	247 41	248 21	(0 80) LT
25 0000	BCE INC	07/26/13	07/22/15	1,019 24	1,034 20	(14 96) LT
18 0000	BCE INC	07/26/13	07/23/15	721 29	744 63	(23 34) LT
5 0000	GENERAL ELECTRIC	07/26/13	07/21/15	134 41	122 69	11 72 LT
4 0000	NOVARTIS ADR	07/26/13	07/21/15	414 72	286 95	127 77 LT
27 0000	NOVARTIS ADR	07/26/13	07/22/15	2,748 13	1,936 92	811 21 LT
5 0000	NOVARTIS ADR	07/26/13	07/23/15	515 86	358 69	157 17 LT
45 0000	GENERAL ELECTRIC	07/26/13	08/03/15	1,158 76	1,104 21	54 55 LT
8 0000	ABBOTT LABS	12/18/14	09/11/15	345 03	365 06	(20 03) ST
25 0000	ABBOTT LABS	12/19/14	09/11/15	1,078 23	1,153 52	(75 29) ST
30 0000	CHEVRON CORP	10/27/11	09/11/15	2,269 75	3,296 10	(1,026 35) LT
4 0000	CHEVRON CORP	04/16/14	09/11/15	302 64	487 43	(184 79) LT
4 0000	CROWN CASTLE REIT INC	07/21/15	09/11/15	316 43	323 17	(6 74) ST
10 0000	CROWN CASTLE REIT INC	07/22/15	09/11/15	791 08	808 11	(17 03) ST
6 0000	CROWN CASTLE REIT INC	07/23/15	09/11/15	474 66	501 36	(26 70) ST
4 0000	CARE CAPITAL PROPERTIES	07/26/13	09/11/15	120 55	141 93	(21 38) LT

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EMA Fiscal Statement

THE GEORGE W ANDREWS

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3 0000	CARE CAPITAL PROPERTIES	08/08/14	09/11/15	90 42	98 07	(7 65) LT
3 0000	CARE CAPITAL PROPERTIES	08/11/14	09/11/15	90 42	98 87	(8 45) LT
38 0000	COCA COLA COM	07/26/13	09/11/15	1,444 73	1,538 90	(94 17) LT
16 0000	COCA COLA COM	08/02/13	09/11/15	608 31	673 91	(65 60) LT
50 0000	EMERSON ELEC CO	04/09/14	09/11/15	2,313 45	3,350 37	(1,036 92) LT
4 0000	EMERSON ELEC CO	12/18/14	09/11/15	185 07	247 27	(62 20) ST
11 0000	EMERSON ELEC CO	12/19/14	09/11/15	508 97	686 91	(177 94) ST
3 0000	FASTENAL COMPANY	04/28/15	09/11/15	115 07	128 33	(13 26) ST
28 0000	FASTENAL COMPANY	04/29/15	09/11/15	1,074 06	1,202 44	(128 38) ST
34 0000	FASTENAL COMPANY	04/30/15	09/11/15	1,304 22	1,453 19	(148 97) ST
8 0000	FASTENAL COMPANY	05/01/15	09/11/15	306 88	341 58	(34 70) ST
15 0000	GENUINE PARTS CO	07/26/13	09/11/15	1,244 38	1,226 40	17 98 LT
13 0000	KINDER MORGAN INC DEL	12/18/14	09/11/15	392 46	526 40	(133 94) ST
12 0000	KINDER MORGAN INC DEL	12/19/14	09/11/15	362 27	492 58	(130 31) ST
13 0000	KINDER MORGAN INC DEL	01/14/15	09/11/15	392 46	526 04	(133 58) ST
25 0000	KINDER MORGAN INC DEL	04/14/15	09/11/15	754 74	1,074 29	(319 55) ST
16 0000	KINDER MORGAN INC DEL	04/15/15	09/11/15	483 04	691 10	(208 06) ST
31 0000	LYONDELLBASELL INDUSTRIE	04/09/14	09/11/15	2,591 86	2,759 17	(167 31) LT
11 0000	MARSH & MCLENNAN COS INC	06/25/14	09/11/15	588 15	572 30	15 85 LT
15 0000	MARSH & MCLENNAN COS INC	06/26/14	09/11/15	802 03	776 77	25 26 LT
1 0000	MARSH & MCLENNAN COS INC	06/27/14	09/11/15	53 46	51 89	1 57 LT
13 0000	MARSH & MCLENNAN COS INC	01/20/15	09/11/15	695 12	738 72	(43 60) ST
27 0000	MAXIM INTEGRATED PRODS	06/05/14	09/11/15	907 72	953 22	(45 50) LT
12 0000	MAXIM INTEGRATED PRODS	06/06/14	09/11/15	403 43	423 42	(19 99) LT
16 0000	MAXIM INTEGRATED PRODS	08/08/14	09/11/15	537 91	486 90	51 01 LT
3 0000	MAXIM INTEGRATED PRODS	08/11/14	09/11/15	100 85	92 38	8 47 LT
1 0000	MAXIM INTEGRATED PRODS	04/28/15	09/11/15	33 62	33 07	0 55 ST
7 0000	MAXIM INTEGRATED PRODS	04/29/15	09/11/15	235 35	231 82	3 53 ST
9 0000	PRICE T ROWE GROUP INC	04/14/15	09/11/15	631 96	735 47	(103 51) ST
8 0000	PRICE T ROWE GROUP INC	04/15/15	09/11/15	561 75	661 37	(99 62) ST
14 0000	PRICE T ROWE GROUP INC	04/16/15	09/11/15	983 06	1,156 18	(173 12) ST
6 0000	PRICE T ROWE GROUP INC	04/17/15	09/11/15	421 32	493 30	(71 98) ST
16 0000	PHILIP MORRIS INTL INC	07/26/13	09/11/15	1,262 86	1,415 16	(152 30) LT
43 0000	QUALCOMM INC	04/09/14	09/11/15	2,367 11	3,422 65	(1,055 54) LT
1 0000	J M SMUCKER CO	04/28/15	09/11/15	114 32	116 19	(1 87) ST
4 0000	J M SMUCKER CO	04/29/15	09/11/15	457 31	464 69	(7 38) ST
7 0000	J M SMUCKER CO	04/30/15	09/11/15	800 29	812 43	(12 14) ST
2 0000	J M SMUCKER CO	05/01/15	09/11/15	228 65	233 63	(4 98) ST
4 0000	J M SMUCKER CO	05/04/15	09/11/15	457 31	473 51	(16 20) ST
5 0000	J M SMUCKER CO	05/05/15	09/11/15	571 66	584 68	(13 02) ST

THE GEORGE W ANDREWS

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description		Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
94 0000	SPECTRA ENERGY CORP		04/09/14	09/11/15	2,617 85	3,587 97	(970 12) LT
26 0000	TARGET CORP	COM	06/25/15	09/11/15	1,997 80	2,204 50	(206 70) ST
8 0000	TARGET CORP	COM	06/26/15	09/11/15	614 71	674 92	(60 21) ST
16 0000	VENTAS INC		07/26/13	09/11/15	833 90	954 06	(120 16) LT
14 0000	VENTAS INC		08/08/14	09/11/15	729 66	769 09	(39 43) LT
13 0000	VENTAS INC		08/11/14	09/11/15	677 56	720 02	(42 46) LT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
7 0000	GENUINE PARTS CO	07/26/13	01/14/15	663 85	572 32	91 53 LT
26 0000	JOHNSON AND JOHNSON COM	05/31/11	01/27/15	2,661 49	1,749.54	911 95 LT
18 0000	MCDONALDS CORP COM	04/09/14	01/27/15	1,616.18	1,772 10	(155 92) ST
24 0000	ONEOK INC (OKLAHOMA)	04/09/14	01/14/15	975 29	1,427.04	(451 75) ST
7 0000	PHILIP MORRIS INTL INC	07/26/13	01/27/15	573 07	619 13	(46 06) LT
47 0000	US BANCORP (NEW)	07/26/13	01/20/15	1,925.26	1,756 86	168 40 LT

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE GEORGE W ANDREWS

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
15 0000	ALLERGAN INC	04/08/14	02/09/15	3,358 78	1,767 45	1,591 33 ST
44 0000	ALLERGAN INC	04/08/14	02/10/15	9,947 12	5,184 53	4,762 59 ST
3 0000	FACTSET RESH SYS INC	12/15/11	03/05/15	463 74	264 72	199 02 LT
2 0000	FACTSET RESH SYS INC	12/15/11	03/06/15	305 23	176 48	128 75 LT
6 0000	FACTSET RESH SYS INC	12/15/11	03/09/15	916 11	529 44	386 67 LT
4 0000	FACTSET RESH SYS INC	12/15/11	03/10/15	605 68	352 96	252 72 LT
6 0000	FACTSET RESH SYS INC	12/15/11	03/11/15	902 26	529 44	372 82 LT
6 0000	FACTSET RESH SYS INC	12/15/11	03/12/15	913 50	529 44	384 06 LT
4 0000	ABBOTT LABS	07/30/12	04/08/15	186 07	127 64	58 43 LT
2 0000	ACCENTURE PLC SHS	11/16/12	04/08/15	190 09	132.36	57 73 LT
1 0000	APPLE INC	07/26/13	04/08/15	125 67	62 76	62 91 LT
1 0000	AUTOMATIC DATA PROC	04/08/14	04/08/15	86 36	65 84	20 52 ST
4 0000	CELGENE CORP COM	12/08/14	04/08/15	461 11	472.36	(11 25) ST
3 0000	FASTENAL COMPANY	02/15/13	04/08/15	121 28	158 73	N/C
1 0000	FACTSET RESH SYS INC	12/15/11	04/08/15	160 66	88 24	72 42 LT
1 0000	GARTNER INC	01/25/13	04/08/15	84 11	52 56	31 55 LT
1 0000	W W GRAINGER INCORP	10/16/12	04/08/15	233 32	208 40	24 92 LT
1.0000	NESTLE S A REP RG SH ADR	05/14/14	04/08/15	77 05	78.61	(1 56) ST
2 0000	NIKE INC CL B	08/15/12	04/08/15	201 37	95.34	106 03 LT
1 0000	O'REILLY AUTOMOTIVE INC	07/29/14	04/08/15	216 56	150 59	65 97 ST
3 0000	ORACLE CORP $0 01 DEL	10/27/11	04/08/15	129 14	100 86	28 28 LT
2 0000	STARBUCKS CORP	07/26/13	04/08/15	189 97	146 39	43 58 LT
5 0000	FACTSET RESH SYS INC	12/15/11	06/17/15	810 28	441 20	369 08 LT
3 0000	FACTSET RESH SYS INC	04/03/12	06/17/15	486 18	300 60	185 58 LT
13 0000	FACTSET RESH SYS INC	04/03/12	06/18/15	2,140 59	1,302 60	837 99 LT
8 0000	FACTSET RESH SYS INC	04/03/12	06/18/15	1,318 72	801 60	517 12 LT
4 0000	FACTSET RESH SYS INC	04/03/12	06/22/15	658 52	400 80	257 72 LT
10 0000	W W GRAINGER INCORP	10/16/12	08/13/15	2,297 97	2,084 00	213 97 LT
5 0000	W W GRAINGER INCORP	10/16/12	08/13/15	1,131 33	1,042 00	89 33 LT
6 0000	W W GRAINGER INCORP	07/26/13	08/14/15	1,348 58	1,536 57	(187 99) LT
8 0000	W W GRAINGER INCORP	07/26/13	08/17/15	1,801 68	2,048 76	(247 08) LT
2 0000	ABBOTT LABS	07/30/12	10/07/15	81 41	63 82	17 59 LT
1 0000	ACCENTURE PLC SHS	11/16/12	10/07/15	101 94	66 18	35 76 LT
1 0000	ALPHABET INC SHS CL C	10/27/11	10/07/15	642 64	299 32	343 32 LT
1 0000	ALPHABET INC SHS CL A	10/27/11	10/07/15	671 22	300 28	370 94 LT
1 0000	APPLE INC	07/26/13	10/07/15	111 26	62 76	48 50 LT
1 0000	CELGENE CORP COM	12/08/14	10/07/15	114 99	118 09	(3 10) ST
2 0000	FASTENAL COMPANY	02/15/13	10/07/15	75 54	105 82	(30 28) LT
2 0000	FACEBOOK INC	05/14/15	10/07/15	186 28	162 81	23 47 ST

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE GEORGE W ANDREWS

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1 0000	MASTERCARD INC	09/03/13	10/07/15	94 61	62 34	32 27 LT
1 0000	NESTLE S A REP RG SH ADR	05/14/14	10/07/15	76.20	78 61	(2 41) LT
1.0000	NIKE INC CL B	08/15/12	10/07/15	123 36	47 67	75 69 LT
3 0000	ORACLE CORP $0 01 DEL	10/27/11	10/07/15	113 54	100 86	12 68 LT
1 0000	THE PRICELINE GROUP INC	06/11/14	10/07/15	1,284 07	1,243.21	40 86 LT
2 0000	STARBUCKS CORP	07/26/13	10/07/15	116 57	73 20	43 37 LT
2 0000	TJX COS INC NEW	12/04/13	10/07/15	143 47	124 31	19 16 LT

Fiscal Statement

THE GEORGE W ANDREWS

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
7 0000	CATAMARAN CORP SHS	05/20/14	07/09/15	429 16	299 13	130 03 LT
29 0000	CATAMARAN CORP SHS	05/20/14	07/14/15	1,778 71	1,239 23	539 48 LT
8 0000	CATAMARAN CORP SHS	09/15/14	07/14/15	490 69	379 65	111 04 ST
14 0000	CHUBB CORP	10/27/11	07/10/15	1,701 51	979 58	721 93 LT
1 0000	CHUBB CORP	11/16/11	07/10/15	121 53	66 51	55 02 LT
2 0000	CHUBB CORP	03/06/12	07/10/15	243 09	134 66	108 43 LT
34 0000	TECO ENERGY INC	04/09/14	07/17/15	715 97	584 99	130 98 LT
36 0000	ULTRA PETROLEUM CORP	07/26/13	07/09/15	401 27	763 20	(361 93) LT
12 0000	COACH INC	12/04/13	08/12/15	371 10	673 74	(302 64) LT
7 0000	COACH INC	12/05/13	08/12/15	216 49	393 61	(177 12) LT
28 0000	COLUMBIA PIPELINE GROUP	04/09/14	07/31/15	835 37	628 35	207 02 LT
55 0000	TECO ENERGY INC	04/09/14	09/09/15	1,452 48	946 31	506 17 LT
12 0000	ALBEMARLE CORP COM	03/04/14	11/10/15	600 71	794 95	(194 24) LT
3 0000	ALBEMARLE CORP COM	03/04/14	11/12/15	141 01	198 74	(57 73) LT
8 0000	ALBEMARLE CORP COM	04/21/14	11/12/15	376 03	536 37	(160 34) LT
93 0000	OLD REPUB INTL CORP	04/09/14	11/03/15	1,687 93	1,527 06	160 87 LT
22 0000	APPLIED MATERIAL INC	07/26/13	12/01/15	422 17	353 54	68 63 LT
13 0000	AVERY DENNISON CORP	10/27/11	12/04/15	841 15	368 68	472 47 LT
5 0000	QUEST DIAGNOSTICS INC	10/03/13	11/25/15	343 83	312 47	31 36 LT
1 0000	QUEST DIAGNOSTICS INC	01/24/14	11/25/15	68 77	53 75	15 02 LT
78 0000	STAPLES INC	08/16/13	12/08/15	775 68	1,313 99	(538 31) LT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
12 0000	HEALTH CARE REIT INC COM	07/26/13	01/28/15	1,001 35	772 61	228 74 LT
58 0000	PEABODY ENERGY CORP COM	04/09/14	02/03/15	406 07	1,028.33	(622.26) ST
33.0000	ITC HLDGS CORP	12/17/12	04/06/15	1,216 52	856.68	359 84 LT
6 0000	AMERICAN CAP AGY CORP	10/27/11	05/08/15	123 78	165 48	(41 70) LT
28 0000	AMERICAN CAP AGY CORP	03/30/12	05/08/15	577 67	823 20	(245 53) LT
12 0000	AMERICAN CAP AGY CORP	10/15/12	05/08/15	247 58	381 84	(134 26) LT
12 0000	QUEST DIAGNOSTICS INC	10/03/13	05/27/15	928 11	749 92	178.19 LT
12 0000	VERIFONE SYSTEMS INC	01/24/13	06/19/15	433.08	425.28	7 80 LT
14 0000	BABCOCK AND WILCOX	07/26/13	07/20/15	259 00	235.23	23 77 LT
8 0000	BABCOCK AND WILCOX	07/26/13	07/21/15	148 71	134 41	14 30 LT

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