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Form **990-PF****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 , and ending

Name of foundation Capricorn Foundation Charitable Tru c/o Allen Steinbock		A Employer identification number 31-1096396
Number and street (or P O box number if mail is not delivered to street address) P.O. Box 17183	Room/suite	B Telephone number (see instructions) 502-637-1451
City or town, state or province, country, and ZIP or foreign postal code Louisville KY 40217		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,914,462	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2	2	2	
4 Dividends and interest from securities		24,563	24,563	24,563	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		62,135			
b Gross sales price for all assets on line 6a 1,067,047					
7 Capital gain net income (from Part IV, line 2)			62,135		
8 Net short-term capital gain				0	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		86,700	86,700	24,565	
13 Compensation of officers, directors, trustees, etc		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) Stmt 1		3,425	3,425		
c Other professional fees (attach schedule) Stmt 2		25,037	17,526	7,511	
17 Interest					
18 Taxes (attach schedule) (see instructions) Stmt 3		1,407	764	328	
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (att sch) Stmt 4		434			
24 Total operating and administrative expenses. Add lines 13 through 23		30,303	21,715	7,839	0
25 Contributions, gifts, grants paid		117,000			117,000
26 Total expenses and disbursements. Add lines 24 and 25		147,303	21,715	7,839	117,000
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-60,603			
b Net investment income (if negative, enter -0-)			64,985		
c Adjusted net income (if negative, enter -0-)				16,726	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

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923

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	67,074	71,614	71,616
	2	Savings and temporary cash investments	-11,996	5,208	5,208
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	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 sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 5	1,534,981	1,452,634	1,837,638
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
Liabilities	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,590,059	1,529,456	1,914,462
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	943,689	943,689	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	646,370	585,767	
	30	Total net assets or fund balances (see instructions)	1,590,059	1,529,456	
	31	Total liabilities and net assets/fund balances (see instructions)	1,590,059	1,529,456	

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	1,590,059
2	Enter amount from Part I, line 27a	2	-60,603
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,529,456
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	1,529,456

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached	P		
b	See Attached	P		
c	American Funds New Perspect A			
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	548,661		605,187	-56,526
b	497,546		399,725	97,821
c	20,840			20,840
d				
e				

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

	(i) FMV 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				-56,526
b				97,821
c				20,840
d				
e				

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	62,135
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.

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	128,683	2,033,743	0.063274
2013	101,100	1,807,011	0.055949
2012	67,600	1,550,485	0.043599
2011	78,100	1,565,872	0.049876
2010	79,500	1,647,262	0.048262

2 Total of line 1, column (d)	2	0.260960
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052192
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,044,563
5 Multiply line 4 by line 3	5	106,710
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	650
7 Add lines 5 and 6	7	107,360
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	117,000

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	650
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	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	650
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	650
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,640
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	2,640
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,990
11	Enter the amount of line 10 to be Credited to 2016 estimated tax 1,990 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) None		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

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	Yes	No 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? Website address ► N/A	13	X	

14 The books are in care of ► **Allen F. Steinbock, Trustee** Telephone no ► **502-584-9793**
943 South First Street
 Located at ► **Louisville** KY ZIP+4 ► **40203**

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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	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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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.)	N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b	X

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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)? Organizations relying on a current notice regarding disaster assistance check here</p> <p>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)</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A</p>	<p>5b</p> <p>6b</p> <p>7b</p>	<p>X</p>
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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 Statement 6				

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

0

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 N/A	
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	2,009,747
b	Average of monthly cash balances	1b	65,951
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,075,698
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,075,698
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	31,135
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,044,563
6	Minimum investment return. Enter 5% of line 5	6	102,228

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	102,228
2a	Tax on investment income for 2015 from Part VI, line 5	2a	650
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	650
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	101,578
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	101,578
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	101,578

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	117,000
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B		
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	117,000
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	650
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	116,350

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				101,578
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				
b From 2011				121
c From 2012				
d From 2013				15,690
e From 2014				32,266
f Total of lines 3a through e	48,077			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 117,000				
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				101,578
e Remaining amount distributed out of corpus	15,422			
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	63,499			
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				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)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	63,499			
10 Analysis of line 9				
a Excess from 2011				121
b Excess from 2012				
c Excess from 2013				15,690
d Excess from 2014				32,266
e Excess from 2015				15,422

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See att sch of contributions for the yr ending 12/31/15		501(c) (3)		117,000
Total			▶ 3a	117,000
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				14	2	
4 Dividends and interest from securities				14	24,563	
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	62,135	
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)			0		86,700	0
13 Total. Add line 12, columns (b), (d), and (e)					13	86,700

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

[illegible]

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

- 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
- (2)** Other assets
- b** Other transactions
- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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
N/A		

**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.

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

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Margaret Anderson

Margaret Anderson

06/18/16

Firm's name ▶ **Baldwin CPAs, PLLC**

PTIN P00016882

Firm's address ▶ **943 S 1st Street**

Firm's EIN ▶ 20-1416603

Louisville, KY 40203

Phone no **502-584-9793**

Federal Statements

6/18/2016 3:32 PM

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 3,425	\$ 3,425	\$	\$
Total	\$ 3,425	\$ 3,425	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Other Professional Fees	\$ 25,037	\$ 17,526	\$ 7,511	\$
Total	\$ 25,037	\$ 17,526	\$ 7,511	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Estimated Taxes	\$ 315	\$	\$	\$
Foreign Taxes	1,092	764	328	
Total	\$ 1,407	\$ 764	\$ 328	\$ 0

Federal Statements

6/18/2016 3:32 PM

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Bank service charges	9			
Dues, memberships, publicatio	400			
Miscellaneous	25			
Total	434	0	0	0

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See attached schedule	\$ 1,534,981	\$ 1,452,634	Cost	\$ 1,837,638
Total	\$ 1,534,981	\$ 1,452,634		\$ 1,837,638

Statement 6 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Allen F. Steinbock 1700 Cherokee Road Louisville KY 40205	Trustee	0.00	0	0	0
David J. Steinbock 2332 Brookside Drive Louisville KY 40205	Trustee	0.00	0	0	0
Anne Steinbock 5801 S. Watterson Trail Louisville KY 40291	Trustee	0.00	0	0	0
Stuart Steinbock 2311 Ralieggh Court	Trustee	0.00	0	0	0

102520 Capricorn Foundation Charitable Tru
31-1096396
FYE: 12/31/2015

Federal Statements

6/18/2016 3:32 PM

Statement 6 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc. (continued)

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Louisville KY 40206					
Grover Potts 500 W. Jefferson St, Ste 2800 Louisville KY 40202	Trustee	0.00	0	0	0
R. Ted Steinbock, MD 3311 Zorn Place, #5 Louisville KY 40206	Trustee	0.00	0	0	0

Federal Statements**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description

See attached.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

None

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

None

Capricorn Foundation Charitable Trust
Statement of Assets, Liabilities and Net Assets -
Cash Basis
December 31, 2015

ASSETS

CASH	
CASH	\$ 76,823.62
INVESTMENTS, at cost	
NEW PERSPECTIVE FUND	277,822.73
RITE AID CORP.	98,687.50
APPLE COMPUTER INC.	2,111.05
DOW CHEMICAL CO	56,272.42
ROGERS COMMUNICATIONS	9,190.38
VERISIGN, INC	125,542.82
REVLON INC	81,787.27
HARTFORD FINANCIAL SERVICES	119,545.74
PPL CORPORATION	2,976.97
HUNTSMAN CORP	37,879.56
KINDRED HEALTHCARE INC	35,403.48
WALGREEN COMPANY	2,064.06
T J X COS INC	2,106.08
MCKESSON CORP	2,568.58
GILEAD SCIENCES INC	3,330.90
DIAGEO PLC	3,771.45
HALLIBURTON CO	3,820.45
GOOGLE INC	2,331.95
KINDER MORGAN	3,998.95
AETHLON MED INC	364,067.25
DAVITA INC	80,089.28
FACEBOOK INC	2,118.70
COMMUNITY HEALTH SYS INC	135,146.36
TOTAL INVESTMENTS	<u>1,452,633.93</u>
TOTAL ASSETS	<u><u>\$ 1,529,457.55</u></u>

LIABILITIES AND NET ASSETS

LIABILITIES

NET ASSETS

UNRESTRICTED NET ASSETS	1,529,457.55
TOTAL NET ASSETS	<u>1,529,457.55</u>
TOTAL LIABILITIES & NET ASSETS	<u><u>\$ 1,529,457.55</u></u>

Capricorn Foundation Charitable Trust
Schedule of Charitable Disbursements
Cash Basis
For the Quarter Ended December 31, 2015

	<u>First Quarter</u>	<u>Second Quarter</u>	<u>Third Quarter</u>	<u>Fourth Quarter</u>	<u>12 Months Ended Dec. 31, 2015</u>
AM COLLEGE OF PROSTHODONISTS EDUC FND	\$ 0.00	\$ 15,000.00	\$ 0.00	\$ 0.00	\$ 15,000.00
BLUEGRASS CENTER FOR AUTISM	0.00	1,500.00	0.00	0.00	1,500.00
DENTAL TRADE ALLIANCE FOUNDATION	0.00	0.00	0.00	4,000.00	4,000.00
FALLS OF THE OHIO	0.00	1,000.00	0.00	0.00	1,000.00
FAMILY & CHILDRENS PLACE	0.00	0.00	0.00	1,000.00	1,000.00
FDTN. FOR DENTAL LABORATORY TECHNOLOGY	0.00	1,000.00	0.00	0.00	1,000.00
FILSON CLUB HISTORICAL SOCTY	0.00	0.00	0.00	2,000.00	2,000.00
FUND FOR THE ARTS	0.00	0.00	0.00	4,000.00	4,000.00
GREEN HILL THERAPY	0.00	2,500.00	0.00	0.00	2,500.00
HEALING PLACE	0.00	0.00	0.00	2,000.00	2,000.00
HILDEGARD HOUSE	0.00	0.00	0.00	10,000.00	10,000.00
HOLY SPIRIT CHURCH	0.00	0.00	0.00	500.00	500.00
HOLY TRINITY CHURCH	0.00	0.00	0.00	500.00	500.00
IU-PUI SCHOOL OF DENTISTRY	0.00	0.00	0.00	2,000.00	2,000.00
JUNIOR ACHIEVEMENT	3,000.00	0.00	0.00	0.00	3,000.00
LD PANKEY DENTAL FOUNDATION, INC.	0.00	1,800.00	0.00	0.00	1,800.00
LIBRARY FOUNDATION	0.00	0.00	0.00	5,000.00	5,000.00
LIGHT HOUSE PROMISE, INC.	2,000.00	0.00	0.00	0.00	2,000.00
METRO UNITED WAY	0.00	14,000.00	0.00	0.00	14,000.00
NATURE CONSERVANCY	4,500.00	0.00	0.00	1,000.00	5,500.00
NEW DIRECTION HOUSING CORP	0.00	0.00	0.00	10,000.00	10,000.00
ORAL HEALTH AMERICA	0.00	0.00	2,500.00	1,500.00	4,000.00
PARKLAND OF FLOYDS FORK	0.00	0.00	0.00	1,000.00	1,000.00
PLANNED PARENTHOOD OF IN/KY	0.00	0.00	1,200.00	1,000.00	2,200.00
SPEED ART MUSEUM	0.00	0.00	0.00	5,000.00	5,000.00
ST. FRANCIS OF ASSISI CHURCH	0.00	0.00	0.00	500.00	500.00
ST. FRANCIS XAVIER SOCIETY	0.00	0.00	0.00	2,500.00	2,500.00

Capricorn Foundation Charitable Trust
Schedule of Charitable Disbursements
Cash Basis
For the Quarter Ended December 31, 2015

	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	12 Months Ended Dec. 31, 2015
TREES LOUISVILLE	0.00	0.00	0.00	2,000.00	2,000.00
U OF K COLLEGE OF DENTISTRY	0.00	0.00	0.00	1,000.00	1,000.00
U OF L SCHOOL OF DENTISTRY	0.00	0.00	0.00	8,000.00	8,000.00
UNITED WAY OF LARIMER COUNTY	0.00	0.00	0.00	2,000.00	2,000.00
UNIVERSITY OF LOUISVILLE	0.00	0.00	500.00	0.00	500.00
TOTAL CHARITABLE DISBURSEMENTS	\$ 9,500.00	\$ 36,800.00	\$ 4,200.00	\$ 66,500.00	\$ 117,000.00

Capricorn Foundation
FEIN: 31-1096396
Schedule of Gain/Loss From Sale
2015

Trade Date	Purchase Date	Shrs/Company	Term	Proceeds	Basis	Gain (Loss)	Brokerage
1/2/2015	Various	5,000 shrs Armour Residential	S	18,480.09	20,869.84	(2,389.75)	Fidelity
1/8/2015	12/31/2015	Credit Suisse	S	41,099.09	41,099.09	-	Fidelity
1/9/2015	12/29/2015	10,000 shrs Credit Suisse	S	35,070.02	68,471.61	(33,401.59)	Fidelity
1/20/2015	Various	1,000 shrs DOW Chemical	L	42,839.05	35,037.72	7,801.33	Fidelity
2/19/2015	11/7/2012	40 shrs TJX Cos Inc	L	2,738.00	1,684.87	1,053.13	Schwab
2/19/2015	7/20/2012	40 shrs Walgreens	L	3,137.99	1,376.04	1,761.95	Schwab
5/8/2015	3/19/2009	3,080 shrs Cresud SACIF YA 15 WTS F Warrents	L	1.61	4,943.40	(4,941.79)	Schwab
4/20/2015	Various	1,000 shrs Verisign Inc	L	67,725.65	36,226.96	31,498.69	Fidelity
4/23/2015	Various	1,000 shrs Revlon Inc	L	39,544.60	12,538.60	27,006.00	Fidelity
5/8/2015	Various	1,000 shrs Health Net Inc	L	54,123.67	28,591.77	25,531.90	Fidelity
6/8/2015	Various	5,000 shrs Kindred Healthcare	S	111,146.95	90,500.60	20,646.35	Fidelity
6/25/2015	Various	5,000 shrs Cliffs Nat Res Inc	S	24,669.14	30,700.00	(6,030.86)	Fidelity
7/17/2015	Various	1,000 shrs Fireeye Inc	S	49,789.08	50,960.00	(1,170.92)	Fidelity
7/23/2015	Various	10,000 shrs Armour Residential	L	28,399.47	42,533.57	(14,134.10)	Fidelity
7/23/2015	Various	1,000 shrs Zions Bancorp	S	30,485.43	25,278.03	5,207.40	Fidelity
7/27/2015	Various	10,000 shrs Armour Residential	L	28,448.37	41,843.79	(12,605.92)	Fidelity
7/27/2015	Various	Armour Residential (see above)	S	Short-term portion		(789.50)	Fidelity
7/31/2015	Various	5,000 shrs Genesis Healthcare	L	32,637.14	30,658.85	1,978.29	Fidelity
8/11/2015	Various	432 shrs Armour Residential	S	9,742.47	13,160.05	(3,005.72)	Fidelity
8/11/2015	Various	Armour Residential (see above)	L	Long-term portion of sale		(411.86)	Fidelity
9/4/2015	7/31/2015	1,000 shrs Ishares Trust MSCI	S	42,529.69	49,747.46	(7,217.77)	Fidelity
9/21/2015	Various	5,000 shrs Genesis Healthcare	L	34,370.71	30,658.85	3,711.86	Fidelity
8/31/2015	4/26/2013	15 shrs International Business Machines (IBM)	L	2,118.26	2,888.70	(770.44)	Schwab
10/15/2015	Various	7,000 shrs Coupons com	S	60,711.14	86,512.55	(25,801.41)	Fidelity
10/27/2015	12/1/2014	1,000 shrs Davita	S	75,034.47	74,665.42	369.05	Fidelity
10/29/2015	9/21/2015	5,000 shrs Xerox Corp	S	49,903.73	53,222.55	(3,318.82)	Fidelity
12/4/2015	9/23/2014	5,000 shrs Rite Aid Corp	L	39,469.27	27,597.20	11,872.07	Fidelity
12/21/2015	Various	10,000 shrs Genesis Healthcare	L	42,128.02	62,535.90	(20,407.88)	Fidelity
12/21/2015	Various	2,000 shrs Huntsman Corp	L	20,478.72	5,420.60	15,058.12	Fidelity
12/21/2015	Various	5,000 shrs Rite Aid Corp	L	39,385.27	27,597.20	11,788.07	Fidelity
10/28/2015	Various	514 054 shrs New Perspective FD A	L	20,000.00	7,591.34	12,408.66	Wells Fargo
12/24/2015	Capital Gain	New Perspective FD A (Capital Gain)	L	20,840.45	-	20,840.45	Wells Fargo

	1,067,047.55	1,004,912.56	62,134.99
Short Term	548,661.30	605,187.20	(56,903.54)
Long Term	518,386.25	399,725.36	119,038.53
Net Gain/(Loss)	1,067,047.55	1,004,912.56	62,134.99
Fidelity Totals	1,011,321.24	986,428.21	31,783.03
Schwab Totals	7,995.86	10,893.01	(2,897.15)
Wells Fargo	40,840.45	7,591.34	33,249.11
	1,067,047.55	1,004,912.56	62,134.99

CAPRICORN FOUNDATION CHARITABLE TRUST

REQUEST FOR FUNDS

Short Form

Complete the following: (Print or Type)

Name of organization _____

Contact person _____

Address of organization _____

Phone number _____

Submission date _____

Federal ID # _____

501(c)(3) organization _____ Yes _____ No Exempt number _____

Purpose of organization _____

Amount requested _____ Total drive _____

Purpose of request _____

Submitted by: _____ Date: _____

For office use only:

Date received: _____

Approval granted: _____ yes _____ no

Amount approved: _____

By (trustee): _____

Date: _____