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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation ATHENE CHARITABLE FOUNDATION		A Employer identification number 42-1431745
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 315-3346
7700 MILLS CIVIC PARKWAY MS: 7C 10		
City or town, state or province, country, and ZIP or foreign postal code WEST DES MOINES, IA 50266-3862		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply:		D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,943,332.		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.				
	4 Dividends and interest from securities	72,090.	72,090.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-8,332.			
	b Gross sales price for all assets on line 6a	303,921.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain.				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	63,758.	72,090.			
13 Compensation of officers, directors, trustees, etc.	0.				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) [2]	6,080.				
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23.	6,080.				
25 Contributions, gifts, grants paid	369,857.			368,857.	
26 Total expenses and disbursements Add lines 24 and 25	375,937.			368,857.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-312,179.				
b Net investment income (if negative, enter -0-)		72,090.			
c Adjusted net income (if negative, enter -0-)					

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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				
	2	Savings and temporary cash investments	60,236.	60,311.	60,311.	
	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) <u>ATCH 3</u>	2,610,472.	2,298,179.	2,883,021.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	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)	2,670,708.	2,358,490.	2,943,332.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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.			
Foundations that follow SFAS 117, check here. <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
24	Unrestricted	2,670,708.	2,358,490.			
25	Temporarily restricted					
26	Permanently restricted					
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>						
27	Capital stock, trust principal, or current funds					
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds .					
30	Total net assets or fund balances (see instructions)	2,670,708.	2,358,490.			
31	Total liabilities and net assets/fund balances (see instructions)	2,670,708.	2,358,490.			

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	2,670,708.
2	Enter amount from Part I, line 27a	2	-312,179.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,358,529.
5	Decreases not included in line 2 (itemize) ▶ <u>ATCH 4</u>	5	39.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,358,490.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					
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	-8,332.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0.	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	313,900.	3,433,880.	0.091413
2013	2,037,205.	3,478,878.	0.585593
2012	1,947,867.	3,076,728.	0.633097
2011	1,155,578.	2,273,380.	0.508308
2010	1,182,356.	2,099,979.	0.563032
2 Total of line 1, column (d)			2 2.381443
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 0.476289
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 3,278,651.
5 Multiply line 4 by line 3			5 1,561,585.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 721.
7 Add lines 5 and 6			7 1,562,306.
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.			8 368,857.

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	1,442.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	1,442.
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	1,442.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,215.	
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	5,215.	
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	3,773.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 3,773. Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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?	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.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IA, _____		
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

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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
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 <u>WWW.ATHENE.COM</u>	13	X	
14	The books are in care of <u>KAREN LYNN</u> Telephone no. <u>515-342-3910</u> Located at <u>7700 MILLS CIVIC PARKWAY WEST DEMOINES, IA</u> ZIP+4 <u>50266-3862</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> N/A			
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 <u></u>	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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 <input type="checkbox"/>	1b	N/A	
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 <u>N/A</u>		Yes	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)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>N/A</u>			
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☒ Yes ☐ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** XOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** 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
ATCH 5		0.	0.	0.

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	▶

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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	3,210,255.
b	Average of monthly cash balances	1b	118,325.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	3,328,580.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,328,580.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	49,929.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,278,651.
6	Minimum investment return. Enter 5% of line 5	6	163,933.

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	163,933.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,442.
b	Income tax for 2015. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,442.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	162,491.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	162,491.
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	162,491.

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	368,857.
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	368,857.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	368,857.

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				162,491.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u>				
3 Excess distributions carryover, if any, to 2015:				
a From 2010	1,078,335.			
b From 2011	1,042,871.			
c From 2012	1,797,059.			
d From 2013	1,866,087.			
e From 2014	144,713.			
f Total of lines 3a through e	5,929,065.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>368,857.</u>				
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.				162,491.
e Remaining amount distributed out of corpus.	206,366.			
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	6,135,431.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	1,078,335.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	5,057,096.			
10 Analysis of line 9				
a Excess from 2011	1,042,871.			
b Excess from 2012	1,797,059.			
c Excess from 2013	1,866,087.			
d Excess from 2014	144,713.			
e Excess from 2015	206,366.			

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

NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(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					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

ATCH 6

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

AN ORGANIZATION FACT SHEET IS AVAILABLE UPON REQUEST

c Any submission deadlines:

N/A

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

N/A

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 SEE ATTACHMENT 7				369,857.
Total			▶ 3a	369,857.
b Approved for future payment NONE				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments .					
4 Dividends and interest from securities			14	72,090.	
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	-8,332.	
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)				63,758.	
13 Total. Add line 12, columns (b), (d), and (e)				13	63,758.

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


		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.		

[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

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.

Sign Here  7/22/16 **HEAD OF CORP AFFAIR**

Signature of officer or trustee Date Title

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 <input type="checkbox"/> if self-employed	PTIN
	JENNIFER D RHODERICK	<i>Jennifer D Rhoderick</i>	07/21/16		P00395735
	Firm's name ▶ ERNST & YOUNG U.S. LLP	Firm's EIN ▶ 34-6565596			
	Firm's address ▶ 111 MONUMENT CIRCLE, STE 4000 INDIANAPOLIS, IN 46204	Phone no 317-681-7000			

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
33,581.		500 SHS ENERGY SEL SECT SPDR FD PROPERTY TYPE: SECURITIES 35,730.				P	10/25/2012	11/17/2015
							-2,149.	
112,633.		4,000 SHS SPDR BARCAP SHRT TERM HI YIELD PROPERTY TYPE: SECURITIES 121,219.				P	VAR	07/27/2015
							-8,586.	
85,430.		2,500 SHS VANGUARD FTSE EMERGING MARKETS PROPERTY TYPE: SECURITIES 104,706.				P	10/25/2012	11/12/2015
							-19,276.	
72,277.		3,000 SHS THE FINANCIAL SEL SECT SPDR FD PROPERTY TYPE: SECURITIES 50,598.				P	VAR	11/17/2015
							21,679.	
TOTAL GAIN (LOSS)							<u>-8,332.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS & INTEREST	72,090.	72,090.
TOTAL	<u>72,090.</u>	<u>72,090.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
2014 TAX PAYMENT PER NOTICE	1,080.
2015 EST EXCISE TAX PAYMENT	5,000.
TOTALS	<u>6,080.</u>

ATTACHMENT 3

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ENERGY SEL SECT SPDR FD	142,918.	120,640.
ISHARES CORE U.S. AGGREGATE	244,658.	237,622.
ISHARES IBOXX INVEST GR COR BD	315,003.	302,127.
ISHARES RUSSELL 1000 GRW ETF	259,829.	397,920.
ISHARES RUSSELL MID-CAP ETF	160,367.	240,270.
POWERSHARES SENIOR LOAN PORT	199,839.	181,440.
SPDR S&P MIDCAP 400 ETF TRUST	163,000.	241,338.
SPDR TRUST SERIES 1	591,270.	861,351.
THE FINANCIAL SEL SECT SPDR FD	137,766.	208,513.
VANGUARD FTSE DEVELOPED MKTS E	83,529.	91,800.
SPDR BARCAP SHRT TERM HI YIELD		
VANGUARD FTSE EMERGING MARKETS		
TOTALS	2,298,179.	2,883,021.

ATTACHMENT 4FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
OTHER DECREASE	39.
TOTAL	<u>39.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 5

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JIM BELARDI 7700 MILLS CIVIC PARKWAY MS: 7C 10 WEST DES MOINES, IA 50266-3862	PRESIDENT .50	0.	0.	0.
GRANT KVALHEIM 7700 MILLS CIVIC PARKWAY MS: 7C 10 WEST DES MOINES, IA 50266-3862	VICE PRESIDENT .50	0.	0.	0.
KAREN LYNN 7700 MILLS CIVIC PARKWAY MS: 7C 10 WEST DES MOINES, IA 50266-3862	SECRETARY & TREASURER .50	0.	0.	0.
GRAND TOTALS		0.	0.	0.

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

KAREN LYNN
7700 MILLS CIVIC PARKWAY
WEST DES MOINES, IA 50266
515-342-3910

Athene Charitable Foundation
Grants and Contributions Paid During the Year
EIN # 42-1431745
Form 990 PF, Part XV
For Calendar Year 2015
Attachment 7

Recipient Name	Address	Amount	Relationship to Contributor	Purpose of Grant or Contribution	Foundation status of recipient
ADEL DESOTO SOCCER CLUB	ADEL, IA 50003	2,000	NONE	Civic & Community	PC
ALTOONA YOUTH SOCCER	ALTOONA, IA 50009	2,000	NONE	Civic & Community	PC
ALTOONA YOUTH SOCCER	ALTOONA, IA 50009	2,000	NONE	Civic & Community	PC
AMERICAN CANCER SOCIETY	DES MOINES, IA 50309	1,000	NONE	Health & Human Services	PC
AMERICAN LUNG ASSOCIATION IN IOWA	URBANDALE, IA 50322	500	NONE	Health & Human Services	PC
BALLET DES MOINES	WEST DES MOINES, IA 50265	500	NONE	Arts & Culture	PC
BEADFORLIFE	BOULDER, CO 80302	750	NONE	Civic & Community	PC
BETHANY CHRISTIAN SCHOOL	THOUSAND OAKS, CA 91360	500	NONE	Education	PC
BRIAR CLIFF UNIVERSITY	SIoux CITY, IA 51104-0100	100	NONE	Education	PC
BUENA VISTA UNIVERSITY	STORM LAKE, IA 50588	50	NONE	Education	PC
CENTRAL COLLEGE	PELLA, IA 50219	500	NONE	Education	PC
CHILDREN AND FAMILIES OF IOWA	DES MOINES, IA 50314	750	NONE	Health & Human Services	PC
CHRIST CATHEDRAL ACADEMY	GARDEN GROVE, CA 92840	300	NONE	Education	PC
CLARKE UNIVERSITY	DUBUQUE, IA 52001-3198	500	NONE	Education	PC
COMMUNITY AWARENESS INITIATIVE	ANKENY, IA 50021	1,000	NONE	Civic & Community	PC
COMMUNITY FOUNDATION OF GREATER DSM	DES MOINES, IA 50309	4,000	NONE	Civic & Community	PC
COURAGE LEAGUE SPORTS	URBANDALE, IA 50323	150	NONE	Civic & Community	PC
COWLES MONTESSORI PARENT GROUP	WINDSOR HEIGHTS, IA 50311	750	NONE	Health & Human Services	PC
DES MOINES ARTS FESTIVAL	DES MOINES, IA 50309	2,000	NONE	Arts & Culture	PC
DES MOINES COMMUNITY PLAYHOUSE	DES MOINES, IA 50312	750	NONE	Arts & Culture	PC
DES MOINES COMMUNITY PLAYHOUSE	DES MOINES, IA 50312	1,000	NONE	Arts & Culture	PC
DES MOINES METRO OPERA, INC.	INDIANOLA, IA 50125	750	NONE	Arts & Culture	PC
DOBERMAN RESCUE MN	BUFFALO, MN 55313	2,000	NONE	Health & Human Services	PC
DRAKE UNIVERSITY	DES MOINES, IA 50311-4505	100	NONE	Education	PC
ELMIRA COLLEGE	ELMIRA, NY 14901	500	NONE	Education	PC
ERSKINE COLLEGE	DUE WEST, SC 29639	500	NONE	Education	PC
FOOD EQUALITY INITIATIVE INC	OVERLAND PARK, KS 66213	2,000	NONE	Health & Human Services	PC
FREEDOM FOR YOUTH MINISTRIES	DES MOINES, IA 50310	1,000	NONE	Civic & Community	PC
FURMAN UNIVERSITY	GREENVILLE, SC 29613	500	NONE	Education	PC
FURRY FRIENDS REFUGE	WEST DES MOINES, IA 50265	2,000	NONE	Health & Human Services	PC
GRAND VIEW COLLEGE	DES MOINES, IA 50316	500	NONE	Education	PC
GRAND VIEW LITTLE LEAGUE	DES MOINES, IA 50317	1,000	NONE	Civic & Community	PC
HEINZ 57 PET TRANSPORT	DE SOTO, IA 50069	2,000	NONE	Health & Human Services	PC

Athene Charitable Foundation
Grants and Contributions Paid During the Year
EIN # 42-1431745
Form 990 PF, Part XV
For Calendar Year 2015
Attachment 7

Recipient Name	Address	Amount	Relationship to Contributor	Purpose of Grant or Contribution	Foundation status of recipient
HISTORIC VALLEY JUNCTION FOUNDATION	WEST DES MOINES, IA 50265	500	NONE	Civic & Community	PC
HORIZON ELEMENTARY SCHOOL PARENT TEACHER ORGANIZATION	JOHNSTON, IA 50132	300	NONE	Education	PC
HOSPICE OF CENTRAL IOWA	WEST DES MOINES, IA 50266	750	NONE	Health & Human Services	PC
IA DUCKS UNLIMITED	POLK CITY, IA 50226	2,000	NONE	Civic & Community	PC
IA LEGAL AID FOUNDATION	DES MOINES, IA 50314	1,000	NONE	Civic & Community	SO I
INTERNATIONAL CHARITABLE FUND OF BERMUDA	HAMILTON, HM FX	763	NONE	Civic & Community	PC
INTERNATIONAL CHARITABLE FUND OF BERMUDA	HAMILTON, HM FX	510	NONE	Civic & Community	PC
IOWA STATE UNIVERSITY FOUNDATION	AMES, IA 50010	1,000	NONE	Education	PC
IOWA STATE UNIVERSITY FOUNDATION	AMES, IA 50010	600	NONE	Education	PC
IOWA STATE UNIVERSITY FOUNDATION	AMES, IA 50010	700	NONE	Education	PC
JOPPA OUTREACH INC (JOPPA)	DES MOINES, IA 50309	750	NONE	Health & Human Services	PC
LINN CHRISTIAN EDUCATION ASSOCIATION	CEDAR RAPIDS, IA 52402	500	NONE	Education	PC
MAKE A WISH IOWA CHAPTER	URBANDALE, IA 50322-3220	2,000	NONE	Health & Human Services	PC
MANHATTAN BEACH EDUCATION FOUNDATION	MANHATTAN BEACH, CA 90267	500	NONE	Education	PC
MEALS FROM THE HEARTLAND	WEST DES MOINES, IA 50265	2,419	NONE	Health & Human Services	PC
MENTOR IOWA	DES MOINES, IA 50312	2,000	NONE	Health & Human Services	PC
MERCY FOUNDATION OF DSM IA	DES MOINES, IA 50314	750	NONE	Health & Human Services	PC
MORNINGSIDE COLLEGE	SIOUX CITY, IA 51106	100	NONE	Education	PC
NATIONAL FALLEN FIREFIGHTERS FOUNDATION	CROFTON, MD 21114	500	NONE	Civic & Community	PC
NSDC 2016 INC	MORRISON, IL 61270	2,000	NONE	Civic & Community	PC
PLANNED PARENTHOOD OF THE HEARTLAND	DES MOINES, IA 50314	2,000	NONE	Health & Human Services	PC
PREVENT BLINDNESS IOWA	DES MOINES, IA 50309	1,000	NONE	Health & Human Services	PC
SAVE A VET	LINDENHURST, IL 60046	5,000	NONE	Health & Human Services	PC
SIMPSON COLLEGE	INDIANOLA, IA 50125	125	NONE	Education	PC
SOUTH CENTRAL IA COMMUNITY FOUNDATION	CHARITON, IA 50049	500	NONE	Civic & Community	PC
SPECIAL OLYMPICS IOWA INC	GRIMES, IA 50111-0620	500	NONE	Health & Human Services	PC
SURVIVEALL ASSOCIATION OF IOWA	ALTOONA, IA 50009	1,000	NONE	Health & Human Services	PC
SURVIVEALL ASSOCIATION OF IOWA	ALTOONA, IA 50009	750	NONE	Health & Human Services	PC
SYRACUSE UNIVERSITY	SYRACUSE, NY 13244	100	NONE	Education	PC
THE HOMESTEAD FOUNDATION	ALTOONA, IA 50009	750	NONE	Health & Human Services	SO II
TOWER CANCER RESEARCH FOUNDATION	BEVERLY HILLS, CA 90210	9,000	NONE	Health & Human Services	PC
UNITED WAY OF CENTRAL IOWA	DES MOINES, IA 50314-2500	1,000	NONE	Civic & Community	PC
UNITED WAY OF CENTRAL IOWA	DES MOINES, IA 50314-2500	6,000	NONE	Civic & Community	PC

Athene Charitable Foundation
Grants and Contributions Paid During the Year
EIN # 42-1431745
Form 990 PF, Part XV
For Calendar Year 2015
Attachment 7

Recipient Name	Address	Amount	Relationship to Contributor	Purpose of Grant or Contribution	Foundation status of recipient
UNITED WAY OF CENTRAL IOWA	DES MOINES, IA 50314-2500	185,271	NONE	Civic & Community	PC
UNITED WAY OF ROCKLAND COUNTY	NYACK, NY 10960	2,000	NONE	Civic & Community	PC
UNIVERSITY OF IOWA FOUNDATION	IOWA CITY, IA 52244	500	NONE	Education	PC
UNIVERSITY OF NORTHERN IA FOUNDATION	CEDAR FALLS, IA 50614	50	NONE	Education	PC
UNIVERSITY OF NORTHERN IA FOUNDATION	CEDAR FALLS, IA 50614	308	NONE	Education	PC
UNIVERSITY OF NORTHERN IA FOUNDATION	CEDAR FALLS, IA 50614	100	NONE	Education	PC
USO	WASHINGTON, DC 20077-7677	10,000	NONE	Civic & Community	PC
WALNUT CREEK YMCA	WINDSOR HEIGHTS, IA 50324	850	NONE	Civic & Community	PC
WAUKEE PARENT TEACHER ORGANIZATION	WAUKEE, IA 50263	500	NONE	Education	PC
WAUKEE ROTARY CLUB FOUNDATION	WAUKEE, IA 50263	2,000	NONE	Civic & Community	PC
WDSM GIRLS SOFTBALL ASSOC	WEST DES MOINES, IA 50265	500	NONE	Civic & Community	NC
WDSM POLICE BENEVOLENT ASSOC	WEST DES MOINES, IA 50265	500	NONE	Civic & Community	NC
WEST DES MOINES EMS	WEST DES MOINES, IA 50266	250	NONE	Health & Human Services	PC
WEST DES MOINES HUMAN SERVICES FRIENDS FOUNDATION	WEST DES MOINES, IA 50265	500	NONE	Health & Human Services	PC
YMCA OF GREATER DSM - YCAMP	BOONE, IA 50036	2,000	NONE	Civic & Community	PC
ZETA KAPPA LAMBDA EDUCATIONAL FOUNDATION	JOHNSTON, IA 50301	1,000	NONE	Education	PC
DES MOINES PUBLIC SCHOOLS	DES MOINES, IA 50312	82,361	NONE	Distribution of coats & shoes to needy students	PC
		<u>369,857</u>			
		<u>(1,000)</u>			
		<u>368,857</u>			

NONQUALIFYING DISTRIBUTIONS