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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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE RILEY FOUNDATION		A Employer identification number 64-0707746	
Number and street (or P O box number if mail is not delivered to street address) 4518 POPLAR SPRINGS DRIVE		B Telephone number (see instructions)	
City or town, state or province, country, and ZIP or foreign postal code MERIDIAN, MS 39305		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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> 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) \$ 67,087,676		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	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				
	4 Dividends and interest from securities	2,559,179	2,559,179		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-304,627			
	b Gross sales price for all assets on line 6a 5,980,641				
	7 Capital gain net income (from Part IV, line 2) . . .		609,198		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	169,090	157,771		
	12 Total. Add lines 1 through 11	2,423,642	3,326,148		
	13 Compensation of officers, directors, trustees, etc	500,000	111,250		318,250
	14 Other employee salaries and wages	67,000	6,700		53,600
	15 Pension plans, employee benefits	153,847	16,130		112,283
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	20,519	5,130		5,130
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	31,640			
	19 Depreciation (attach schedule) and depletion . . .	94,505			
	20 Occupancy	79,258	13,587		42,360
	21 Travel, conferences, and meetings.	3,698	101		3,228
	22 Printing and publications				
	23 Other expenses (attach schedule).	89,402	9,261		60,069
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	1,039,869	162,159		594,920
	25 Contributions, gifts, grants paid	2,765,139			2,765,927
	26 Total expenses and disbursements. Add lines 24 and 25	3,805,008	162,159		3,360,847
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,381,366			
	b Net investment income (if negative, enter -0-)		3,163,989		
	c Adjusted net income (if negative, enter -0-) . . .			0	

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	2,691,464	2,455,071	2,455,071
	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	8,169	42,690	42,690
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	48,393,448	47,068,053	47,068,053
	c	Investments—corporate bonds (attach schedule)	15,693,538	13,761,077	13,761,077
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans.				
13	Investments—other (attach schedule)	170,521	191,006	191,006	
14	Land, buildings, and equipment basis ▶ <u>3,757,857</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>1,533,863</u>	2,267,905	2,223,994	3,569,779	
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	69,225,045	65,741,891	67,087,676	
Liabilities	17	Accounts payable and accrued expenses	1,146	5,442	
	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)	1,146	5,442	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	69,223,899	65,736,449	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances(see instructions)	69,223,899	65,736,449	
	31	Total liabilities and net assets/fund balances(see instructions)	69,225,045	65,741,891	

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	69,223,899
2	Enter amount from Part I, line 27a	2	-1,381,366
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	67,842,533
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,106,084
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	65,736,449

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
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	609,198
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 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	2,631,732	64,576,711	0 040754
2013	1,541,371	58,860,587	0 026187
2012	3,043,659	53,852,834	0 056518
2011	4,850,436	53,173,393	0 091219
2010	2,069,069	50,032,501	0 041354

2	Total of line 1, column (d).	2	0 256032
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 051206
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	64,783,391
5	Multiply line 4 by line 3.	5	3,317,298
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	31,640
7	Add lines 5 and 6.	7	3,348,938
8	Enter qualifying distributions from Part XII, line 4.	8	3,405,429

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 page 18 of the 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

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

31,640

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

31,640

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

67,389

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

67,389

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.

9

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

10

35,749

11

Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 35,749 Refunded ☒

11

Part VII-A

Statements Regarding Activities

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

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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.

1b

No

c

Did the foundation file Form 1120-POL for this year?

1c

No

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

No

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

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

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

Yes

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

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions).
☒ MS

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

Yes

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

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

No

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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		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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW RILEY FOUNDATION ORG	13	Yes	
14	The books are in care of ROBERT B DEEN Jr Located at 4518 POPLAR SPRINGS DRIVE MERIDIAN MS Telephone no (601) 481-1430 ZIP+4 39305			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	No
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).		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.).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
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	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes

☒ No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes

☒ No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes

☒ No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

☐ Yes

☒ No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes

☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes

☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes

☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
BEVERLY J BRYSON 7969 KING ROAD Meridian, MS 39305	ADMINISTRATIVE 40 00	67,000	27,560	0

Total

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

0

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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	
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. ▶	

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	63,331,095
b	Average of monthly cash balances.	1b	2,124,301
c	Fair market value of all other assets (see instructions).	1c	314,544
d	Total (add lines 1a, b, and c).	1d	65,769,940
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	0
3	Subtract line 2 from line 1d.	3	65,769,940
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	986,549
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	64,783,391
6	Minimum investment return. Enter 5% of line 5.	6	3,239,170

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	3,239,170
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	31,640
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	31,640
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,207,530
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,207,530
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	3,207,530

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	3,360,847
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	44,582
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	3,405,429
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	31,640
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,373,789

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				3,207,530
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.				363,096
c From 2012.				401,769
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	764,865			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 3,405,429				
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.				3,207,530
e Remaining amount distributed out of corpus	197,899			
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	962,764			
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 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				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.	962,764			
10 Analysis of line 9				
a Excess from 2011.				363,096
b Excess from 2012.				401,769
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				197,899

Part XIV

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 organization 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 organization 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

BECKY FARLEY
4518 POPLAR SPRINGS DRIVE
MERIDIAN, MS 39305
(601) 481-1430

b The form in which applications should be submitted and information and materials they should include
FOUNDATION APPLICATIONS PROVIDED UPON REQUEST

c Any submission deadlines
REFER TO WEBSITE

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

LAUDERDALE COUNTY MISSISSIPPI

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)				
<div><div>a</div><div><i>Paid during the year</i> See Additional Data Table</div></div>				
<div>Total</div>			<div>3a</div>	2,765,927
<div><div>b</div><div><i>Approved for future payment</i> See Additional Data Table</div></div>				
<div>Total</div>			<div>3b</div>	16,092,500

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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

[illegible]

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.

* * * * *

Title

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

Paid Preparer Use Only	Print/Type preparer's name GRADY H COLEMAN	Preparer's Signature	Date 2016-04-26	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00500847
	Firm's name ▶ COLEMAN & CO			Firm's EIN ▶ 64-0901244	
	Firm's address ▶ P O BOX 3629 MERIDIAN, MS 39303			Phone no (601) 693-6917	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MARATHON OIL 17600 SHARES	P	2012-08-23	2015-02-25
UNILEVER 11720 SHARES	P	2010-07-05	2015-03-09
TRANSOCEAN CORP BOND	P	2013-10-16	2015-04-29
EXXON 3440 SHARES	P	2001-02-08	2015-05-21
UNILEVER 2290 SHARES	P	2010-12-03	2015-06-05
LLOYDS BANKING 44000 FIXED	P	2011-06-23	2015-07-15
UNILEVER 10187 SHARES	P	2014-03-07	2015-08-12
VERIZON 3146 SHARES	P	2006-02-09	2015-08-12
WELLS FARGO 14000 SHARES	P	2010-08-05	2015-09-11
HOSPICA SETTLEMENT	P	2014-09-09	2015-09-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
506,074		369,841	136,233
499,878		273,841	226,037
420,000		566,229	-146,229
299,621		146,219	153,402
99,927		67,278	32,649
1,100,000		1,184,451	-84,451
446,285		358,620	87,665
150,036		92,325	57,711
493,771		507,600	-13,829
1,603			1,603

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

[illegible]

(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)
PRUDENTIAL CORP BOND	P	2009-06-30	2015-09-10
AMERICAN EXPRESS CORP BOND	P	2008-09-03	2015-09-10
RAYMOND JAMES 39088 SHARES	P	2013-07-08	2015-09-11
BLACKSTONE 7627 SHARES	P	2014-03-09	2015-09-10
AUTOZONE CORP BOND	P	2006-03-09	2015-11-16
PJT PTRS	P	2014-11-02	2015-11-02
BLACKSTONE 3815 SHARES	P	2014-03-09	2015-11-24
WALMART 4845 SHARES	P	1998-03-30	2015-11-24

(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)
131,676		92,005	39,671
50,000		50,000	
1,013,288		1,015,873	-2,585
257,499		288,114	-30,615
100,000		95,305	4,695
4,036			4,036
116,577		142,244	-25,667
290,369		121,497	168,872

[illegible]

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ROBERT B DEEN Jr 4518 POPLAR SPRINGS DRIVE MERIDIAN,MS 39305	CHAIRMAN CEO 30 00	150,000	53,861	0
MARTY DAVIDSON BOX 3804 MERIDIAN,MS 39303	PRESIDENT TREASURER 15 00	115,000	0	0
MALCOLM PORTERA 6721 WATERFRONT Tuscaloosa,AL 35406	VP SECRETARY 10 00	45,000	0	0
BECKY G FARLEY 500 AUGUSTA DRIVE Meridian,MS 39305	EXECUTIVE DIRECTOR 40 00	105,000	49,596	0
EDWIN DOWNER ALDERSGATE RETIRMENT COMMUNITY 110 Meridian,MS 39305	DIRECTOR 5 00	12,250	0	0
TOMMY DULANEY BOX 2929 MERIDIAN,MS 39302	DIRECTOR 5 00	12,750	0	0
MANNY MITCHELL 100 49TH AVENUE Meridian,MS 39305	DIRECTOR 5 00	12,000	0	0
CHRISTINE RILEY 3715 HIGHWAY 39 N Meridian,MS 39305	DIRECTOR 5 00	12,000	0	0
GAIL W RILEY 7651 STOCKTON AVE El Cerrito,CA 94530	DIRECTOR 5 00	12,000	0	0
MARY ANN RILEY 1805 36TH ST Meridian,MS 39305	DIRECTOR 5 00	12,000	0	0
RICHARD F RILEY JR 2630 THRUSH ROAD Charlottesville,VA 22901	DIRECTOR 5 00	12,000	0	0

Form 990PF Part XV Line 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				
BOYS AND GIRLS CLUBS OF EAST MS P O BOX 4202 Meridian, MS 39307			SUMMER WORK PROGRAM	4,000
BOYS AND GIRLS CLUBS OF EAST MS P O BOX 4202 Meridian, MS 39304			2015 SUMMER LEARNING PROGRAM	50,000
BOYS AND GIRLS CLUBS OF EAST MS P O BOX 4202 Meridian, MS 39304			EXTREME IMPACT	25,000
CARE LODGE DOMESTIC VIOLENCE P O BOX 5331 Meridian, MS 39302			SUMMER WORK PROGRAM	4,000
EAST MS FOOTHILLS LAND TRUST INC 2401 11TH STREET Meridian, MS 39301			SUMMER WORK PROGRAM	4,000
EXPONENT PHILANTHROPY P O BOX 247 Winooski, VT 05404			OPERATING SUPPORT	750
FEED BY FAITH P O BOX 1064 Meridian, MS 39302			SERVE HOT MEALS TO NEEDY	35,000
FEED BY FAITH P O BOX 1064 Meridian, MS 39302			OPERATING SUPPORT	5,000
FREE CLINIC OF MERIDIAN INC 4707 POPLAR SPRINGS DR Meridian, MS 39305			FREE MEDICAL CARE	20,000
FREE CLINIC OF MERIDIAN INC 4707 POPLAR SPRINGS DR Meridian, MS 39305			SUMMER WORK PROGRAM	4,000
HOPE VILLAGE FOR CHILDREN P O BOX 26 Meridian, MS 39302			CANOPY REPAIR PROJECT	75,000
JIMMIE RODGERS FOUNDATION 1725 JIMMIE RODGERS DRIVE Meridian, MS 39301			SUMMER WORK PROGRAM	4,000
LAUDERDALE COUNTY 212 CONSTITUTION AVE Meridian, MS 39301			SUMMER WORK PROGRAM	4,000
LOVE INC P O BOX 562 Meridian, MS 39302			OPERATING SUPPORT	10,000
MERIDIAN ART ASSOCIATION INC P O BOX 5773 Meridian, MS 39302			OPERATING SUPPORT	10,000
Total 3a				2,765,927

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MERIDIAN ART ASSOCIATION INC P O BOX 5773 Meridian,MS 39301			SUMMER WORK PROGRAM	4,000
MERIDIAN COMMUNITY COLLEGE FDN 910 HIGHWAY 19 NORTH Meridian,MS 39307			SCHOLARSHIPS	15,000
MERIDIAN COMMUNITY COLLEGE FDN 910 HIGHWAY 19 NORTH Meridian,MS 39307			BEST EARLY EDUCATION PRACTICES	50,000
MERIDIAN COMMUNITY COLLEGE FDN 910 HIGHWAY NORTH Meridian,MS 39307			COLLEGE WORKFORCE DEVELOPMENT CENTER	740,000
MERIDIAN COMMUNITY COLLEGE FDN 910 HIGHWAY 19 NORTH Meridian,MS 39307			SCHOLARSHIPS	15,750
MERIDIAN DISTRICT UMC 6210 HWY 39 NORTH Meridian,MS 39305			OPERATING SUPPORT FOR LAUDERDALE COUNTY	10,000
MERIDIAN LITTLE THEATER 4344 HIGHWAY 39 N Meridian,MS 39301			SUMMER WORK PROGRAM	4,000
MERIDIAN PERFORMING ARTS CENTER 3650 23RD AVE Meridian,MS 39301			SUMMER WORK PROGRAM	4,000
MERIDIAN PUBLIC SCHOOL DISTRICT 1019 25TH AVE Meridian,MS 39301			BACKGROUND CHECKS FOR VOLUNTEERS	2,500
MERIDIAN SYMPHONY ASSOCIATION INC P O BOX 2171 Meridian,MS 39302			SUMMER WORK PROGRAM	4,000
MERIDIAN SYMPHONY ASSOCIATION INC P O BOX 2171 Meridian,MS 39302			SPONSOR CONCERTS	40,000
ALDERSGATE RETIREMENT COMMUNITY INC 6600 POPLAR SPRINGS DRIVE Meridian,MS 39305			SUMMER WORK PROGRAM	4,000
MISSISSIPPI ARTS AND ENTERTAINMENT 2118 FRONT STREET Meridian,MS 39301			SUMMER WORK PROGRAM	4,000
MISSISSIPPI ARTS COMMISSION 501 NORTH WEST STREET Jackson,MS 39201			INITIATIVE SUMMER INSTITUTE	10,000
MISSISSIPPI JUNIOR MS PROGRAM P O BOX 582 Meridian,MS 39302			SUMMER WORK PROGRAM	4,000
Total			3a	2,765,927

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Mississippi State, MS 39762			NEXT STEP SCHOLARSHIP PROGRAM	199,228
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Mississippi State, MS 39762			RENOVATION KRESS BUILDING	1,032,038
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Meridian, MS 39302			SUPPLEMENT HIGHER PROFILE ARTISTS	50,000
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Mississippi State, MS 39762			SUMMER WORK PROGRAM	4,000
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Mississippi State, MS 39762			HIGHER PROFILE ARTISTS FOR RILEY CENTER	62,500
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Mississippi State, MS 39762			RILEY SCHOLARS PROGRAM	50,000
MISSISSIPPI STATE FOUNDATION P O BOX 6149 Mississippi State, MS 39762			TECHNOLOGY UPGRADES FOR RILEY CAMPUS	147,961
THE MONTGOMERY INSTITUTE 200 24TH AVE SOUTH Meridian, MS 39301			SUMMER WORK PROGRAM	4,000
MULTI COUNTY COMMUNITY SERVICE P O BOX 905 Meridian, MS 39301			SOUTH HARBOR HOMELESS SHELTER	25,000
MULTI COUNTY COMMUNITY SERVICE P O BOX 905 Meridian, MS 39302			SUMMER WORK PROGRAM	4,000
MULTI COUNTY COMMUNITY SERVICE P O BOX 905 Meridian, MS 39302			OPERATING SUPPORT	5,000
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA Meridian, MS 39303			OPERATING SUPPORT	4,200
STATE GAMES OF MISSISSIPPI 5201 14TH STREET Meridian, MS 39307			SUMMER WORK PROGRAM	4,000
HOUSING AUTHORITY OF MERIDIAN 2425 E STREET Meridian, MS 39301			SUMMER WORK PROGRAM	4,000
UNITED WAY OF EAST MS INC 2003 23RD AVE Meridian, MS 39301			SUMMER WORK PROGRAM	4,000
Total			3a	2,765,927

TY 2015 Accounting Fees Schedule**Name:** THE RILEY FOUNDATION**EIN:** 64-0707746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Monthly accounting	5,719	1,430	0	1,430
IRS filings	5,000	1,250	0	1,250
Financial audit	9,800	2,450	0	2,450

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: THE RILEY FOUNDATION
EIN: 64-0707746

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	2000-06-18	3,066,860	1,111,743	SL	40	76,671	0	0	
BUILDING ADDITION	2001-06-14	13,858	4,672	SL	40	346	0	0	
BINDING MACHINE	1999-08-02	300	300	SL	5	0	0	0	
PROJECTOR	2001-08-16	4,815	4,815	SL	7	0	0	0	
CANON POWERSHOOT	2003-01-24	922	922	SL	5	0	0	0	
OFFICE SHREDDER	2006-05-17	460	460	SL	5	0	0	0	
PAINTINGS	1999-12-31	800	800	SL	10	0	0	0	
FURNISHINGS	2000-06-17	264,818	264,818	SL	10	0	0	0	
FURNISHINGS	2000-06-17	671	671	SL	5	0	0	0	
FURNISHINGS	2002-11-08	7,575	7,575	SL	10	0	0	0	
FURNISHINGS	2005-08-24	6,561	6,142	SL	10	419	0	0	
LAPTOP	2009-09-01	1,679	1,679	SL	5	0	0	0	
DESKTOP COMPUTER	2010-05-26	1,503	1,379	SL	5	124	0	0	
SERVER	2010-08-03	6,892	5,971	SL	5	921	0	0	
PAINTINGS BOARD ROOM	2011-01-19	10,000	3,917	SL	10	1,000	0	0	
HVAC REPAIRS	2011-03-15	22,075	8,279	SL	10	2,207	0	0	
APPLE MACBOOK	2011-03-15	1,485	1,114	SL	5	297	0	0	
CARPET	2011-08-16	6,033	2,010	SL	10	603	0	0	
TABLES BOARD ROOM	2011-09-13	3,895	1,266	SL	10	390	0	0	
SAVIN COPIER	2011-09-13	8,440	5,486	SL	5	1,688	0	0	

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FRAMED PHOTOTS	2012-03-20	1,867	514	SL	10	187	0	0	
DISHWASHER	2012-05-07	1,163	300	SL	10	116	0	0	
EXCERCISE EQUIPMENT	2012-10-09	3,554	799	SL	10	355	0	0	
WORK STATION HP	2013-02-27	2,276	834	SL	5	455	0	0	
DOUBLE GATE	2013-09-01	8,248	733	SL	15	550	0	0	
GIFTS PROGRAM	2014-02-26	5,885	589	SL	5	1,177	0	0	
HVAC SYSTEM	2014-02-28	47,500	1,188	SL	20	2,375	0	0	
HP WORKSTATION	2014-04-25	2,536	254	SL	5	507	0	0	
HP WORKSTATION	2014-05-19	1,279	128	SL	5	256	0	0	
BOARD ROOM CHAIRS	2015-03-15	13,045	0	SL	10	978	0	0	
PHONE SYSTEM	2015-06-18	11,304	0	SL	5	1,130	0	0	
SMOKE DETECTORS	2015-06-18	2,478	0	SL	5	248	0	0	
CAMERA SYSTEM	2015-06-18	3,488	0	SL	5	349	0	0	
ACCESS CONTROL	2015-06-18	3,294	0	SL	5	329	0	0	
BURGLAR ALARM SYSTEM	2015-06-18	3,923	0	SL	5	392	0	0	
COMPUTER	2015-10-30	2,129	0	SL	5	71	0	0	
LAPTOP	2015-10-30	2,534	0	SL	5	84	0	0	
COMPUTER	2015-10-30	8,399	0	SL	5	280	0	0	

TY 2015 Investments Corporate Bonds Schedule**Name:** THE RILEY FOUNDATION**EIN:** 64-0707746

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS 50,000	0	0
AUTOZONE 100,000	0	0
JP MORGAN CHASE 330,000	329,538	329,538
JP MORGAN CHASE 310,000	337,900	337,900
JP MORGAN CHASE 460,000	468,280	468,280
M&T BANK CORP 925,000	925,000	925,000
MOUNTAIN STS TEL 500,000	532,330	532,330
GOLDMAN SACHS 250,000	282,613	282,613
METLIFE INC 250,000	254,375	254,375
US WEST COMMUNICATION 975,000	957,938	957,938
WELLS FARGO 675,000	701,156	701,156
METLIFE INC 250,000	273,125	273,125
NATIONWIDE FINL 1,150,000	1,150,000	1,150,000
KINDER MORGAN 550,000	472,477	472,477
WELLS FARGO 450,000	473,625	473,625
FIFTH THIRD BANCORP 103,000	143,420	143,420
TRANSOCEAN INC 560,000	0	0
MERRILL LYNCH 100,000	135,678	135,678
HUMANA 250,000	339,745	339,745
PRUDENTIAL FINANCIAL 115,000	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NEWMONT MINING 105,000	83,880	83,880
FREEPORT MCMORGAN 470,000	244,400	244,400
KINROSS GOLD 1,100,000	602,712	602,712
LEUCADIA NATIONAL 550,000	448,838	448,838
INTEGRYS ENERGY 100,000	76,000	76,000
ENTERGY MS 10,000	258,300	258,300
RAYMOND JAMES FINL 39,088	0	0
LLOYDS BANKING 44,000	0	0
NEXTERA ENERGY CAPITAL 70,000	53,262	53,262
AMERICAN INTL GROUP 460,000	604,900	604,900
KKR FINANCIAL HOLDING 23,000	601,910	601,910
SCE TR IV PFD 21,000	570,360	570,360
U S WEST COMM 280,000	265,860	265,860
LINCOLN NATIONAL 1,250,000	962,500	962,500
ASSURED GTY US 1,113,000	779,100	779,100
CORTS AON CAP 14,136	431,855	431,855

TY 2015 Investments Corporate Stock Schedule

Name: THE RILEY FOUNDATION
EIN: 64-0707746

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LAB 7875 SHS COMMON	353,666	353,666
ALTRIA GROUP 45283 SHS COMMON	2,635,923	2,635,923
AMERIGAS PTS 24050 SHS COMMON	824,194	824,194
APPLE INC 16900 SHS COMMON	1,778,894	1,778,894
ASTRAZENECA PLC 32916 SHS COM	1,117,498	1,117,498
ABBVIE INC 16119 SHS COMMON	954,890	954,890
ATT 33672 SHS COMMON	1,158,654	1,158,654
ATMOS ENERGY 15290 SHS COMMON	963,882	963,882
BLACKSTONE GROUP 3812 SHS	111,463	111,463
BROWN FORMAN 15500 SHS COMMON	1,538,840	1,538,840
CATERPILLAR 13490 SHS COMMON	916,780	916,780
COCA COLA 17800 SHS COMMON	764,688	764,688
COMPASS MIN 9470 SHS COMMON	712,807	712,807
DR PEPPER 16014 SHS COMMON	1,492,505	1,492,505
ENERGY TRANSFER 15515 SHS COM	523,321	523,321
EXXON MOBIL 4560 SHS COMMON	355,452	355,452
FORTUNE BRANDS 20840 SHS COMM	1,156,620	1,156,620
GENUINE PARTS 13000 SHS COMM	1,116,570	1,116,570
HOME DEPOT 10857 SHS COMMON	1,435,838	1,435,838
JOHNSON JOHNSON 10000 SHS COM	1,027,200	1,027,200
JP MORGAN 3300 SHS COMMON	217,899	217,899
KELLOG 17983 SHS COMMON	1,299,631	1,299,631
LOCKHEED MARTIN 9250 SHS COMM	2,008,638	2,008,638
MARATHON OIL 24600 SHS COMMON	1,275,264	1,275,264
MARATHON PETRO 12300 SHS COMM	0	0
MONDELEZ INTL 18540 SHS COMM	831,334	831,334
MERCK 19043 SHS COMMON	1,024,866	1,024,866
NEOGEN CP 25893 SHS COMMON	1,463,472	1,463,472
NORFOLK SOUTH 8700 SHS COMMON	735,933	735,933
PHILIP MORRIS 24270 SHS COMM	2,133,576	2,133,576

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUBLIC STORAGE 7550 SHS COMM	1,870,135	1,870,135
RAYTHEON 13925 SHS COMMON	1,734,080	1,734,080
REALTY INCOM 24478 SHS COMMON	1,263,799	1,263,799
SHERWIN WILLIAMS 8095 SHS COM	2,101,462	2,101,462
SUNOCO 54600 SHS COMMON	1,403,220	1,403,220
TC PIPELINE 13200 SHS COMMON	656,172	656,172
TRIMBLE 27000 SHS COMMON	579,150	579,150
UNILEVER 24197 SHS COMMON	0	0
VERIZON COMM 24037 SHS COMMON	1,110,990	1,110,990
WAL MART 4845 SHS COMMON	296,998	296,998
YUM BRANDS 18100 SHS COMMON	1,322,205	1,322,205
HSBC HOLDINGS 2000 SHS PFD	53,380	53,380
HSBC HOLDINGS 41000 SHS PFD	1,068,870	1,068,870
RENAISSANCERE 14353 SHS PFD	368,894	368,894
STATE CST CO 14000 SHS PFD	387,520	387,520
VORNADO REALTY 36000 SHS PFD	920,880	920,880
WELLS FARGO 18000 SHS PFD	0	0

TY 2015 Investments - Other Schedule

Name: THE RILEY FOUNDATION

EIN: 64-0707746

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALTERNATIVE INVESTMENT		30,300	30,300
ACCRUED INTEREST		160,706	160,706

TY 2015 Land, Etc. Schedule

Name: THE RILEY FOUNDATION

EIN: 64-0707746

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	203,313	0	203,313	203,313
BUILDING AND ADDITIONS	3,136,466	1,198,278	1,938,188	3,136,466
OFFICE EQUIPMENT	101,650	43,879	57,771	30,000
FURNISHINGS	316,428	291,706	24,722	200,000

TY 2015 Other Decreases Schedule

Name: THE RILEY FOUNDATION

EIN: 64-0707746

Description	Amount
Unrealized losses	2,106,084

TY 2015 Other Expenses Schedule**Name:** THE RILEY FOUNDATION**EIN:** 64-0707746

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment expense	456	456	0	0
Insurance	29,432	7,358	0	7,358
Office supplies	14,435	0	0	13,100
Dues and subscriptions	5,815	396	0	3,131
Postage	653	0	0	420
Telephone	10,514	1,051	0	7,999
Program expense	28,097	0	0	28,061

TY 2015 Other Income Schedule**Name:** THE RILEY FOUNDATION**EIN:** 64-0707746

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Partnership distributions	149,809	149,809	0
Partnership income	2,749	2,749	0
Reciprocal and insurance	5,213	5,213	0
Power refund	11,319	0	0

TY 2015 Taxes Schedule

Name: THE RILEY FOUNDATION

EIN: 64-0707746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax on investment	31,640	0	0	0