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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

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

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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning MAR 1, 2015, and ending FEB 28, 2016

Name of foundation
**KATHRYN J HODGES CHARITABLE TRUST
HILLIARD LYONS TRUST COMPANY LLC**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
P. O. BOX 32760

City or town, state or province, country, and ZIP or foreign postal code
LOUISVILLE, KY 40232

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 1,199,082. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
31-6553137

B Telephone number
(800) 444-1854

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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			N/A	
	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	28,331.	28,331.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	65,594.			
	b Gross sales price for all assets on line 6a	113,990.			
	7 Capital gain net income (from Part IV, line 2)		65,594.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	93,925.	93,925.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,979.	9,979.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	1,325.	0.	1,325.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 3	887.	232.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 4	77.	77.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		12,268.	10,288.	1,325.
	25 Contributions, gifts, grants paid		58,674.		58,674.
26 Total expenses and disbursements. Add lines 24 and 25		70,942.	10,288.	59,999.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		22,983.			
b Net investment income (if negative, enter -0-)			83,637.		
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	27,297.	29,153.	29,153.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 5	578,129.	602,107.	1,044,006.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	136,741.	134,092.	125,923.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	742,167.	765,352.	1,199,082.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	742,167.	765,352.	
30 Total net assets or fund balances	742,167.	765,352.		
31 Total liabilities and net assets/fund balances	742,167.	765,352.		

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	742,167.
2 Enter amount from Part I, line 27a	2	22,983.
3 Other increases not included in line 2 (itemize) ▶ NON-DIVIDEND DISTRIBUTIONS	3	1,300.
4 Add lines 1, 2, and 3	4	766,450.
5 Decreases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT - RETURN OF CAPITAL	5	1,098.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	765,352.

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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			
b SEE ATTACHED STATEMENT			
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 113,990.		48,396.	65,594.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			65,594.

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	65,594.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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			
2013			
2012			
2011			
2010			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
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

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2015 estimated tax payments and 2014 overpayment credited to 2015

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

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

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

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

11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐Refunded ☐**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?

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.

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

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐

KY

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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

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

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>HILLIARD LYONS TRUST COMPANY LLC</u> Telephone no. ► <u>(502) 588-8400</u> Located at ► <u>P. O. BOX 32760, LOUISVILLE, KENTUCKY</u> ZIP+4 ► <u>40232</u>		
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 <u>N/A</u>		
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 ►		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.

	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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
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.) <u>N/A</u>	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. ► _____, _____, _____		
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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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). N/A

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? ☐ Yes ☒ 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? ☐ Yes ☒ No

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.

(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
HILLIARD LYONS TRUST COMPANY LLC P. O. BOX 32760 LOUISVILLE, KY 40232	TRUSTEE	0.50	9,979.	0.
STEPHEN H PROVOST, III P. O. BOX 32760 LOUISVILLE, KY 40232	MEMBER-SELECTION COMMITTEE	0.00	0.	0.
ROBERT C CARR P. O. BOX 32760 LOUISVILLE, KY 40232	MEMBER-SELECTION COMMITTEE	0.00	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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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	1,233,993.
b	Average of monthly cash balances	1b	24,395.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,258,388.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,258,388.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,876.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,239,512.
6	Minimum investment return. Enter 5% of line 5	6	61,976.

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	61,976.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,673.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,673.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,303.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	60,303.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	60,303.

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	59,999.
b	Program-related investments - total from Part IX-B	1b	0.
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	59,999.
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	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	59,999.

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.

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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				60,303.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			58,674.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 59,999.				
a Applied to 2014, but not more than line 2a			58,674.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				1,325.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				58,978.
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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

2015.04000 KATHRYN J HODGES CHARITABLE 26951121

KATHRYN J HODGES CHARITABLE TRUST

Form 990-PF (2015)

HILLIARD LYONS TRUST COMPANY LLC

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ANNUNCIATION CATHOLIC PARISH 3010 E CHANDLER AVENUE EVANSVILLE, IL 47714	N/A	CHURCH	GENERAL FUND	13,000.
EVSC FOUNDATION, INC. 951 WALNUT STREET EVANSVILLE, IN 47713	N/A	PUBLIC CHARITY	GENERAL FUND	2,000.
JDRF INTERNATIONAL 26 BROADWAY, 15TH FLOOR NEW YORK, NY 10004	N/A	PUBLIC CHARITY	GENERAL FUND	1,000.
LIFE CENTER OF CUMBERLAND COUNTY 507 E MAIN STREET TOLEDO, IL 62468	N/A	PUBLIC CHARITY	GENERAL FUND	5,000.
PEACE ZONE, INC. 410 MULBERRY ST EVANSVILLE, IN 47713	N/A	PUBLIC CHARITY	GENERAL FUND	5,000.
Total	SEE CONTINUATION SHEET(S)			58,674.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated.

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

[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
N/A		

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

 7/12/16 VICE PRESIDENT

Signature of officer or trustee Date 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	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	CHRISTINE N KOENIG	<i>Christine N Koenig</i>	7.12.16		P01022180
	Firm's name ▶ DEMING MALONE LIVESAY & OSTROFF PSC			Firm's EIN ▶ 61-1064249	
	Firm's address ▶ 9300 SHELBYVILLE RD STE 1100 LOUISVILLE, KY 40222-5187			Phone no. (502) 426-9660	

Form **990-PF** (2015)

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 90 SHARES OF ALLERGAN INC.		P	06/05/09	03/05/15
b 185 SHARES OF ALLERGAN INC.		P	06/05/09	03/17/15
c 155.2590 SHRS OF GOLDMAN SACHS MIDCAP VALUE FUND		P	06/03/09	02/23/16
d 410.9940 SHRS OF GOLDMAN SACHS MIDCAP VALUE FUND		P	05/03/11	02/23/16
e 300 SHARES OF WAL MART STORES INC.		P	09/22/10	04/29/15
f 0.1360 SHARES OF ACTAVIS PLC		P	03/17/15	04/27/15
g CAPITAL GAINS DIVIDENDS				
h				
i				
j				
k				
l				
m				
n				
o				

(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 21,188.		4,113.	17,075.
b 44,687.		8,454.	36,233.
c 4,684.		3,653.	1,031.
d 12,400.		16,000.	<3,600.>
e 23,374.		16,134.	7,240.
f 41.		42.	<1.>
g 7,616.			7,616.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			17,075.
b			36,233.
c			1,031.
d			<3,600.>
e			7,240.
f			<1.>
g			7,616.
h			
i			
j			
k			
l			
m			
n			
o			

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	65,594.
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). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

31-6553137

3 Grants and Contributions Paid During the Year (Continuation)

523831
04-01-15

15

150712 757979 2695112 2015.04000 KATHRYN J HODGES CHARITABLE 26951121



HILLIARD LYONS

TRUST COMPANY LLC

KATHRYN J HODGES CHARITABLE TUA

STATEMENT PERIOD:

02/01/16 - 02/29/16

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
EQUITIES						
COMMON STOCK						
INDUSTRIALS						
EXPEDITORS INTL WASH INC COM	600	27,468.00 45.78	23,026.45 38.38	4,441.55	432.00	1.57%
FASTENAL CO COM	800	36,232.00 45.29	33,033.90 41.29	3,198.10	960.00	2.65%
GENERAL ELEC CO COM	1,000	29,140.00 29.14	18,639.00 18.64	10,501.00	920.00 230.00	3.16%
TOTAL INDUSTRIALS		\$ 92,840.00	\$ 74,699.35	\$ 18,140.65	\$ 2,312.00 \$ 230.00	2.49%

CONSUMER DISCRETIONARY

DISNEY WALT CO COM	650	62,088.00 95.52	14,841.20 22.83	47,246.80	923.00	1.49%
HARLEY DAVIDSON INC COM	400	17,268.00 43.17	5,327.49 13.32	11,940.51	560.00 140.00	3.24%
HOME DEPOT INC COM	625	77,575.00 124.12	21,531.25 34.45	56,043.75	1,725.00	2.22%
MATTEL INC COM	900	29,268.00 32.52	23,565.60 26.18	5,702.40	1,368.00 342.00	4.67%

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HILLIARD LYONS

TRUST COMPANY INC.

KATHRYN J HODGES CHARITABLE TUA

STATEMENT PERIOD:

02/01/16 - 02/29/16

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
OMNICOM GROUP INC COM	400	31,124.00 77.81	17,506.00 43.77	13,618.00	800.00	2.57%
STAPLES INC COM	850	8,032.50 9.45	13,501.48 15.88	-5,468.98	408.00	5.08%
TOTAL CONSUMER DISCRETIONARY		\$ 225,355.50	\$ 96,273.02	\$ 129,082.48	\$ 5,784.00 \$ 482.00	2.57%
CONSUMER STAPLES						
CVS HEALTH CORPORATION	700	68,019.00 97.17	18,725.00 26.75	49,294.00	1,190.00	1.75%
GENERAL MILLS INC COM	382	22,480.70 58.85	20,231.26 52.96	2,249.44	672.00	2.99%
PEPSICO INC COM	350	34,237.00 97.82	18,704.00 53.44	15,533.00	983.00	2.87%
PROCTER & GAMBLE CO COM	375	30,108.75 80.29	14,742.31 39.31	15,366.44	994.00	3.30%
TOTAL CONSUMER STAPLES		\$ 154,845.45	\$ 72,402.57	\$ 82,442.88	\$ 3,839.00 \$ 0.00	2.48%
ENERGY						
EXXON MOBIL CORP COM	500	40,075.00 80.15	11,325.30 22.65	28,749.70	1,460.00 365.00	3.64%

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PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
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TOTAL ENERGY \$ 40,075.00 \$ 11,325.30 \$ 28,749.70 \$ 1,460.00 3.64%
\$ 365.00

FINANCIALS

BERKSHIRE HATHAWAY INC DEL CL B NEW 375 50,313.75 27,150.00 23,163.75

JPMORGAN CHASE & CO COM 750 42,225.00 26,790.00 15,435.00 1,320.00 3.13%

NORTHERN TR CORP COM 300 17,814.00 14,832.99 2,981.01 432.00 2.43%

PROGRESSIVE CORP OH COM 900 28,728.00 20,943.00 7,785.00 799.00 2.78%

US BANCORP DEL COM NEW 1,100 42,372.00 24,515.89 17,856.11 1,122.00 2.65%

WELLS FARGO & CO NEW COM 800 37,536.00 21,030.40 16,505.60 1,200.00 3.20%

TOTAL FINANCIALS \$ 218,988.75 \$ 135,262.28 \$ 83,726.47 \$ 4,873.00 2.23%
\$ 300.00

HEALTH CARE

ALLERGAN PLC SHS 68 19,727.48 20,739.85 -1,012.37



HILLIARD LYONS

TRUST COMPANY

KATHRYN J HODGES CHARITABLE TUA

STATEMENT PERIOD:

02/01/16 - 02/29/16

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
JOHNSON & JOHNSON COM	500	52,605.00 105.21	17,542.00 35.08	35,063.00	1,500.00 375.00	2.85%
PFIZER INC COM	1,000	29,670.00 29.67	18,060.74 18.06	11,609.26	1,200.00 300.00	4.04%
TOTAL HEALTH CARE		\$ 102,002.48	\$ 56,342.59	\$ 45,659.89	\$ 2,700.00 \$ 675.00	2.65%
INFORMATION TECHNOLOGY						
TE CONNECTIVITY LTD REG SHS	400	22,768.00 56.92	14,387.96 35.97	8,380.04	528.00 132.00	2.32%
APPLE INC COM	455	43,993.95 96.69	29,234.39 64.25	14,759.56	946.00	2.15%
CISCO SYS INC COM	1,300	34,034.00 26.18	32,860.00 25.28	1,174.00	1,352.00	3.97%
INTERNATIONAL BUSINESS MACHS CORP COM	160	20,964.80 131.03	29,419.99 183.88	-8,455.19	832.00 208.00	3.97%
MICROSOFT CORP COM	1,000	50,880.00 50.88	24,960.00 24.96	25,920.00	1,440.00 360.00	2.83%
PAYCHEX INC COM	725	37,257.75 51.39	24,939.93 34.40	12,317.82	1,218.00	3.27%





HILLIARD LYONS

TRUST COMPANY LLC

KATHRYN J HODGES CHARITABLE TUA

STATEMENT PERIOD:

02/01/16 - 02/29/16

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ FACE VALUE	MARKET VALUE/ PRICE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
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TOTAL INFORMATION TECHNOLOGY		\$ 209,898.50	\$ 155,802.27	\$ 54,096.23	\$ 6,316.00	3.01%
					\$ 700.00	

TOTAL COMMON STOCK		\$ 1,044,005.68	\$ 602,107.38	\$ 441,898.30	\$ 27,284.00	2.61%
					\$ 2,752.00	

EQUITY MUTUAL FUNDS
SMALL CAP EQUITY FUNDS

ROYCE TOTAL RETURN FD CLASS I #427	2,775,449	31,834.40 11.47	34,753.87 12.52	-2,919.47	374.00	1.18%
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TOTAL SMALL CAP EQUITY FUNDS		\$ 31,834.40	\$ 34,753.87	\$ -2,919.47	\$ 374.00	1.18%
					\$ 0.00	

INTERNATIONAL EQUITY FUNDS

OAKMARK INTERNATIONAL FUND #109	4,933,842	94,088.37 19.07	99,338.00 20.13	-5,249.63	2,447.00	2.60%
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TOTAL INTERNATIONAL EQUITY FUNDS		\$ 94,088.37	\$ 99,338.00	\$ -5,249.63	\$ 2,447.00	2.60%
					\$ 0.00	

TOTAL EQUITY MUTUAL FUNDS		\$ 125,922.77	\$ 134,091.87	\$ -8,169.10	\$ 2,821.00	2.24%
					\$ 0.00	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HILLIARD LYONS	35,947.	7,616.	28,331.	28,331.	
TO PART I, LINE 4	35,947.	7,616.	28,331.	28,331.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	1,325.	0.		1,325.
TO FORM 990-PF, PG 1, LN 16B	1,325.	0.		1,325.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED TAX PAYMENTS	655.	0.		0.
FOREIGN TAX WITHHELD	232.	232.		0.
TO FORM 990-PF, PG 1, LN 18	887.	232.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CLASS ACTION FEE	77.	77.		0.
TO FORM 990-PF, PG 1, LN 23	77.	77.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
HILLIARD LYONS - SEE ATTACHED	602,107.	1,044,006.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	602,107.	1,044,006.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HILLIARD LYONS - MUTUAL FUNDS - SEE ATTACHED	FMV	134,092.	125,923.
TOTAL TO FORM 990-PF, PART II, LINE 13		134,092.	125,923.