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For calendar year 2015, or tax year beginning 09-01-2015 , and ending 08-31-2016

Name of foundation The JE and LE Mabee Foundation Inc		A Employer identification number 73-6090162	
Number and street (or P O box number if mail is not delivered to street address) 401 S Boston No 3001		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Tulsa, OK 741034017		B Telephone number (see instructions) (918) 584-4286	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> 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) \$ 933,834,042		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		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	475	475		
	4 Dividends and interest from securities	30,232,650	30,232,650		
	5a Gross rents	12,221,112	12,221,112		
	b Net rental income or (loss) 11,504,415				
	6a Net gain or (loss) from sale of assets not on line 10	566,805			
	b Gross sales price for all assets on line 6a 47,124,711				
	7 Capital gain net income (from Part IV, line 2)		566,805		
	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)				
	12 Total. Add lines 1 through 11	43,021,042	43,021,042	0	
	13 Compensation of officers, directors, trustees, etc	621,178	247,609	0	373,569
	14 Other employee salaries and wages	447,294	357,836	0	89,458
	15 Pension plans, employee benefits	128,271	102,616	0	25,655
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	30,150	24,120	0	6,030
	c Other professional fees (attach schedule)	555,687	554,815	0	872
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,228,339	821,460	0	189
	19 Depreciation (attach schedule) and depletion . . .	93,116	90,945	0	
	20 Occupancy	139,901	111,921	0	27,980
	21 Travel, conferences, and meetings.	12,889	10,025	0	2,578
	22 Printing and publications				
	23 Other expenses (attach schedule).	38,341	30,673	0	7,668
	24 Total operating and administrative expenses. Add lines 13 through 23	3,295,166	2,352,020	0	533,999
	25 Contributions, gifts, grants paid	46,196,000			46,196,000
	26 Total expenses and disbursements. Add lines 24 and 25	49,491,166	2,352,020	0	46,729,999
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-6,470,124			
	b Net investment income (if negative, enter -0-)		40,669,022		
	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	32,410,248	483,070	483,070
	2	Savings and temporary cash investments		5,996,423	5,996,423
	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		386,209	
	10a	Investments—U S and state government obligations (attach schedule)	452		
	b	Investments—corporate stock (attach schedule)	515,071,488	544,057,360	914,985,038
	c	Investments—corporate bonds (attach schedule)	12,745,320	5,195,738	5,615,810
	11	Investments—land, buildings, and equipment basis ▶ 12,989,340 Less accumulated depreciation (attach schedule) ▶ 6,235,639	4,096,898	6,753,701	6,753,701
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 160,429 Less accumulated depreciation (attach schedule) ▶ 116,624	53,902	43,805	0
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	564,378,308	562,916,306	933,834,042
Liabilities	17	Accounts payable and accrued expenses	111,735	5,099,857	
	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)	111,735	5,099,857	
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	27,860,290	27,860,290	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	536,406,283	529,956,159	
	30	Total net assets or fund balances (see instructions)	564,266,573	557,816,449	
	31	Total liabilities and net assets/fund balances (see instructions)	564,378,308	562,916,306	

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	564,266,573
2	Enter amount from Part I, line 27a	2	-6,470,124
3	Other increases not included in line 2 (itemize) ▶ _____	3	20,000
4	Add lines 1, 2, and 3	4	557,816,449
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	557,816,449

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)
1 a	Publicly Traded Securities	P		
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 47,124,711		46,557,906	566,805
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			566,805
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	566,805
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	35,403,925	965,868,338	0 036655
2013	46,054,473	946,720,308	0 048646
2012	38,635,824	842,706,740	0 045847
2011	37,592,261	788,035,014	0 047704
2010	41,599,773	765,661,963	0 054332

2	Total of line 1, column (d).	2	0 233184
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 046637
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	927,967,232
5	Multiply line 4 by line 3.	5	43,277,608
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	406,690
7	Add lines 5 and 6.	7	43,684,298
8	Enter qualifying distributions from Part XII, line 4.	8	46,729,999

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)

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

6a

2015 estimated tax payments and 2014 overpayment credited to 2015

6b

Exempt foreign organizations—tax withheld at source

6c

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

6d

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 2015 estimated tax 101,700 Refunded

1

406,690

0

406,690

0

406,690

792,900

386,210

284,510

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?

1b

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

1c

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

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?

4b

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)
OK, IL, DE, TX

8b

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

No

No

No

No

No

Yes

Yes

Yes

No

No

Form 990-PF (2015)


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.mabeefoundation.com	13	Yes	
14	The books are in care of ► The JE and LE Foundation Inc Telephone no ► (918) 584-4286 Located at ► 401 S Boston Suite 3001 Tulsa OK ZIP+4 ► 741034017			
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	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
John C McDermett 6 Desta Drive Suite 5800 Midland, TX 79705	Petroleum Engineer 40 00	214,200	15,642	0
Debra Harber 401 S Boston Suite 3001 Tulsa, OK 74103	Accounting Associate 40 00	50,642	21,309	0
J Erica Welsh 6 Desta Drive Suite 5800 Midland, TX 79705	Administrative Assis 40 00	60,326	7,441	0
Martin A Vaughn 401 S Boston Suite 3001 Tulsa, OK 74103	Land Manager 37 50	55,932	0	0
Total number of other employees paid over \$50,000. 				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Morgan Stanley Private Wealth Management 600 Travis Street Suite 3700 Houston, TX 77002	Investment Advisory	200,000
UBS Financial Services Inc 6120 S Yale Ave Suite 1800 Tulsa, OK 74136	Investment Advisory	199,294
Fisher Investments PO Box 8904 Vancouver, WA 98668	Investment Advisory	125,234

Total number of others receiving over \$50,000 for professional services. 0

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 0

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	864,337,337
b	Average of monthly cash balances.	1b	9,625,075
c	Fair market value of all other assets (see instructions).	1c	68,136,301
d	Total (add lines 1a, b, and c).	1d	942,098,713
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	942,098,713
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	14,131,481
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	927,967,232
6	Minimum investment return. Enter 5% of line 5.	6	46,398,362

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	46,398,362
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	406,690
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	406,690
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	45,991,672
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	45,991,672
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	45,991,672

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	46,729,999
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	46,729,999
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 (see instructions).	5	406,690
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	46,323,309

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				45,991,672
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			46,300,353	
b Total for prior years 20____, 20____, 20____		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 ► \$ 46,729,999				
a Applied to 2014, but not more than line 2a			46,300,353	
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.				429,646
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				45,562,026
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 (see instructions).	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.				

Part XIV

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

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)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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))

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

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

Raymond Tullius co JE LE Mabee Foun
401 S Boston Suite 3001
Tulsa, OK 74103
(918) 584-4286

b

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

No prescribed form, however, requirements include project description and budget, IRS exemption letter and current financial statements

c

Any submission deadlines

First work day of September, December, March and June

d

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

Geographical area served-AR,KS,MO,NM,OK,and TX No tax supported organizations considered Principally capital projects

Form 990-PF (2015)

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 Paid during the year</div><div>See Additional Data Table</div></div>				
<div>Total</div>			<div>3a</div>	46,196,000
<div><div>b Approved for future payment</div><div>See Additional Data Table</div></div>				
<div>Total</div>			<div>3b</div>	49,320,000

Enter gross amounts unless otherwise indicated

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

[illegible]

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?

[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.

<div style="border-bottom: 1px solid black; padding-bottom: 5px;">*****</div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; padding-bottom: 5px;">2016-12-16</div> Date	<div style="border-bottom: 1px solid black; padding-bottom: 5px;">*****</div> 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 Alan R Schmitz	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00168987
	Firm's name <input type="checkbox"/> Schmitz & Lucenta PLLC			Firm's EIN <input type="checkbox"/>	46-4206735
	Firm's address <input type="checkbox"/> 2524 E 71st Street Suite B Tulsa, OK 74136			Phone no <input type="checkbox"/>	(918) 280-3680

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
Thomas R Brett	Trustee & Asst Secretary 10 00	40,000	0	0
401 S Boston Suite 3001 Tulsa,OK 74103				
James E Jones	Trustee 10 00	40,000	0	0
770 S Post Oak Ave Suite 650 Houston,TX 77056				
Kathleen A Kastelic	CFO & Asst Secretary 40 00	167,845	20,172	0
401 S Boston Suite 3001 Tulsa,OK 74103				
Joseph G Mabee Sr	Deceased 1 00	3,333	1,808	0
6 Desta Drive Suite 5800 Midland,TX 79705				
Joseph G Mabee Jr	Trustee 10 00	40,000	0	0
6 Desta Drive Suite 5800 Midland,TX 79705				
John Mabee	Chairman 20 00	40,000	0	0
6 Desta Drive Suite 5750 Midland,TX 79705				
Raymond L Tullius Jr	Trustee, Vice-Chairman & S 40 00	290,000	0	0
401 S Boston Suite 3001 Tulsa,OK 74103				

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				
Junior Achievement of Oklahoma Inc Available Upon Request Tulsa, OK 74146	Not applicable	PC	Program Support	75,000
Junior Achievement of the Permian Basin Available Upon Request Midland, TX 79701	Not applicable	PC	Program Support	25,000
Philanthropy Southwest Available Upon Request Dallas, TX 75204	Not applicable	PC	Program Support	6,000
Tulsa Area United Way Available Upon Request Tulsa, OK 74119	Not applicable	PC	Program Support	300,000
United Way of Midland Inc Available Upon Request Midland, TX 79701	Not applicable	PC	Program Support	150,000
Aishel House Inc Available Upon Request Houston, TX 77030	Not applicable	PC	Building (New)	300,000
Arkansas Food Bank Available Upon Request Little Rock, AR 72209	Not applicable	PC	Building (New)	50,000
Arrow Child & Family Ministries of Texas Available Upon Request Amarillo, TX 79118	Not applicable	PC	Building (New)	250,000
Bay Area Homeless Services Inc Available Upon Request Baytown, TX 77522	Not applicable	PC	Building (New)	150,000
Boy Scouts of America Coronado Area Council Available Upon Request Salina, KS 67402	Not applicable	PC	Building Renovation	300,000
Boys & Girls Club of the Capital City Available Upon Request Jefferson City, MO 65110	Not applicable	PC	Building (New)	250,000
Boys Hope Girls Hope of St Louis Available Upon Request St Louis, MO 63141	Not applicable	PC	Building (New)	450,000
Boys Scouts of America South Texas Council Available Upon Request Corpus Christi, TX 78411	Not applicable	PC	Building (New)	500,000
Brazos Valley Food Bank Inc Available Upon Request Bryan, TX 77806	Not applicable	PC	Building (New)	500,000
Camp Aranzazu Inc Available Upon Request Rockport, TX 78382	Not applicable	PC	Building (New)	500,000
Total ▶ 3a				46,196,000

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>				
Capital Area Food Bank of Texas Inc Available Upon Request Austin,TX 78745	Not applicable	PC	Building (New)	500,000
Catholic Charities Archdiocese of Santa Fe NM Available Upon Request Albuquerque,NM 87107	Not applicable	PC	Building (New)	500,000
Centers for Children & Families Inc Available Upon Request Midland,TX 79701	Not applicable	PC	Building Renovation	500,000
Childrens Center Inc Available Upon Request Bethany,OK 73008	Not applicable	PC	Building (New)	2,000,000
Cross-Lines Community Outreach Inc Available Upon Request Kansas City,KS 66105	Not applicable	PC	Building (New)	250,000
Crosstown Learning Center Inc Available Upon Request Tulsa,OK 74110	Not applicable	PC	Building (New)	1,200,000
Enid Arts & Sciences Foundation Available Upon Request Enid,OK 73702	Not applicable	PC	Building Renovation	500,000
Envision Inc Available Upon Request Wichita,KS 67203	Not applicable	PC	Building (New)	300,000
Episcopal Diocese of Oklahoma Available Upon Request Oklahoma City,OK 73102	Not applicable	PC	Building (New)	500,000
George Kaiser Family Foundation Available Upon Request Tulsa,OK 74136	Not applicable	PC	Building (New)	1,000,000
Girl Scouts of Northeast Texas Available Upon Request Dallas,TX 75252	Not applicable	PC	Building (New)	250,000
Girl Scouts of San Jacinto Council Available Upon Request Hpuston,TX 77098	Not applicable	PC	Building (New)	500,000
Harding University Available Upon Request Searcy,AR 72149	Not applicable	PC	Building Renovation	1,000,000
Healthcare for the Homeless Houston Available Upon Request Houston,TX 77002	Not applicable	PC	Building Renovation	500,000
Hearts for Hearing Foundation Available Upon Request Oklahoma City,OK 73112	Not applicable	PC	Building (New)	1,700,000
Total ▶ 3a				46,196,000

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				
High Plains Retreat Center Available Upon Request Amarillo,TX 79114	Not applicable	PC	Building (New)	100,000
Hill Country Memorial Hospital Available Upon Request Fredericksburg, TX 78624	Not applicable	PC	Building Renovation	500,000
HIV Resources Consortium Inc dba Tulsa CARES Available Upon Request Tulsa,OK 74115	Not applicable	PC	Building Renovation	250,000
Hope Net Inc Available Upon Request Wichita,KS 67214	Not applicable	PC	Building Renovation	100,000
Infant Crisis Services Inc Available Upon Request Oklahoma City,OK 73105	Not applicable	PC	Building Renovation	350,000
John Brown University Available Upon Request Siloam Springs,AR 72761	Not applicable	PC	Building (New)	1,500,000
Lafayette Industries North Inc Available Upon Request Manchester,MO 63021	Not applicable	PC	Building (New)	270,000
Lubbock Christian University Available Upon Request Lubbock,TX 79407	Not applicable	PC	Building (New)	1,000,000
Mental Health Association Oklahoma Available Upon Request Tulsa,OK 74119	Not applicable	PC	Building Renovation	1,000,000
Metropolitan Lutheran Ministry Available Upon Request Kansas City,MO 64109	Not applicable	PC	Building Renovation	100,000
Midland Young Life Building Foundation Available Upon Request Midland,TX 79701	Not applicable	PC	Building (New)	800,000
Missouri Delta Medical Center Foundation Available Upon Request Sikeston,MO 63801	Not applicable	PC	Building Renovation	250,000
Museum of Fine Arts Houston Available Upon Request Houston,TX 77265	Not applicable	PC	Building Construction	500,000
Newhouse Inc Available Upon Request Kansas City,MO 64124	Not applicable	PC	Building Construction	200,000
Oklahoma Christian University Inc Available Upon Request Oklahoma City,OK 73136	Not applicable	PC	Building ConstructionBuilding Construction	1,000,000
Total ▶ 3a				46,196,000

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				
Patriot Paws Service Dogs Available Upon Request Rockwall, TX 75032	Not applicable	PC	Building (New)	300,000
Pioneer Bible Translators Available Upon Request Dallas, TX 75236	Not applicable	PC	Building Construction	300,000
Porta Caeli House Corporation Available Upon Request Tulsa, OK 74158	Not applicable	PC	Building Construction	1,000,000
Presbyterian Manors Inc Available Upon Request Wichita, KS 67208	Not applicable	PC	Building Construction	50,000
Presbyterian Night Shelter of Tarrant County Available Upon Request Fort Worth, TX 76102	Not applicable	PC	Building (New)	500,000
reStart Inc Available Upon Request Kansas City, MO 64106	Not applicable	PC	Building Renovation	100,000
Ronald McDonald House Charities of Arkansas Available Upon Request Little Rock, AR 72202	Not applicable	PC	Building (New)	1,200,000
Saint Joseph Monastery Available Upon Request Tulsa, OK 74114	Not applicable	PC	Building (New)	100,000
Salvation Army Austin Greater Houston Area Available Upon Request Houston, TX 77002	Not applicable	PC	Building Renovation	400,000
Shawnee Mission Medical Center Foundation Available Upon Request Shawnee Mission, KS 66204	Not applicable	PC	Building Renovation	1,000,000
Southern Methodist University Available Upon Request Dallas, TX 75275	Not applicable	PC	Building (New)	1,000,000
Southwest Baptist University Available Upon Request Bolivar, MO 65613	Not applicable	PC	Building (New)	500,000
Southwestern Baptist Theological Seminary Available Upon Request Fort Worth, TX 76122	Not applicable	PC	Building (New)	1,000,000
Sports Outdoor & Recreation Park Available Upon Request San Antonio, TX 78216	Not applicable	PC	Building (New)	1,000,000
St Edwards University Available Upon Request Austin, TX 78704	Not applicable	PC	Building Renovation	500,000
Total ▶ 3a				46,196,000

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				
Tabor College Available Upon Request Hillsboro, KS 67063	Not applicable	PC	Building (New)	1,000,000
Texas Aviation Hall of Fame DBA Lone Star Flight Museum Available Upon Request Houston, TX 77034	Not applicable	PC	Building (New)	1,500,000
The 1893 Land Run Historical Center Inc Available Upon Request Medford, OK 73759	Not applicable	PC	Building (New)	50,000
Tulsa Ballet Theatre Inc Available Upon Request Tulsa, OK 74105	Not applicable	PC	Building (New)	1,000,000
University of Saint Mary Available Upon Request Leavenworth, KS 66048	Not applicable	PC	Building Renovation	400,000
University of St Thomas Available Upon Request Houston, TX 77006	Not applicable	PC	Building (New)	1,000,000
West Texas Counseling & Guidance Inc Available Upon Request San Angelo, TX 76903	Not applicable	PC	Building Renovation	350,000
Woodhaven Learning Center dba Woodhaven Available Upon Request Columbia, MO 65201	Not applicable	PC	Building (New)	100,000
YMCA of Ardmore Oklahoma dba Ardmore Family YMCA Available Upon Request Ardmore, OK 73401	Not applicable	PC	Building (New)	750,000
YMCA of Greater Kansas City Available Upon Request Kansas City, MO 64111	Not applicable	PC	Building (New)	1,000,000
YMCA of Greater St Louis Available Upon Request St Louis, MO 63146	Not applicable	PC	Building Renovation	420,000
YMCA of the Golden Crescent Available Upon Request Victoria, TX 77901	Not applicable	PC	Building (New)	250,000
YMCA of Wichita Available Upon Request Wichita, KS 67202	Not applicable	PC	Building (New)	500,000
Youth Horizons Inc Available Upon Request Wichita, KS 67211	Not applicable	PC	Building (New)	250,000
YWCA of Lubbock Inc Available Upon Request Lubbock, TX 79413	Not applicable	PC	Building (New)	500,000
Total ▶ 3a				46,196,000

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				
Austin Presbyterian Theological Seminary Available Upon Request Austin, TX 78705	Not applicable	PC	Building (New)	1,000,000
Big Brothers Big Sisters of South Texas Available Upon Request San Antonio, TX 78216	Not applicable	PC	Building (New)	100,000
Cho-Yeh Camp and Conference Center Inc Available Upon Request Livingston, TX 77351	Not applicable	PC	Building Renovation	600,000
Family Violence Center dba Harmony House Available Upon Request Springfield, MO 65806	Not applicable	PC	Building (New)	250,000
First Call AlcoholDrug Prevention & Recovery Available Upon Request Kansas City, MO 64114	Not applicable	PC	Building Renovation	90,000
Hendrix College Available Upon Request Conway, AR 72032	Not applicable	PC	Building (New)	1,000,000
Hill Country Youth Ranch Available Upon Request Ingram, TX 78025	Not applicable	PC	Building Renovation	200,000
New Life Ranch Available Upon Request Colcord, OK 74338	Not applicable	PC	Building (New)	360,000
Oklahoma Wesleyan University Available Upon Request Bartlesville, OK 74006	Not applicable	PC	Building (New)	200,000
Ozark Christian College Available Upon Request Joplin, MO 64801	Not applicable	PC	Building (New)	250,000
Parents and Friends of Children and Adults Inc Available Upon Request Little Rock, AR 72205	Not applicable	PC	Building Renovation	200,000
Ponca City Welfare Society Inc Available Upon Request Ponca City, OK 74601	Not Applicable	PC	Building Renovation	100,000
Schreiner University Available Upon Request Kerrville, TX 78028	Not applicable	PC	Building Renovation	700,000
Tapkard dba Hope Haven of East Texas Available Upon Request Tyler, TX 75771	Not applicable	PC	Building (New)	200,000
Total ▶ 3a				46,196,000

TY 2015 Accounting Fees Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HoganTaylor, LLP	28,000	22,400	0	5,600
Schmitz & Lucenta, PLLC	2,150	1,720	0	430

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 JE and LE Mabee Foundation Inc

EIN: 73-6090162

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
Producing O&G Royalties and Minerals		6,417,109	6,174,882		0 %	0	0	0	

TY 2015 Investments Corporate Bonds Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Name of Bond	End of Year Book Value	End of Year Fair Market Value
4.14% GE Capital Due 9/15/15	0	0
3.125% Total Capital Due 12/1/13	0	0
4.5% Verizon Due 9/15/20	5,195,738	5,615,810

TY 2015 Investments Corporate Stock Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T	21,613,025	26,388,040
Abbvie, Inc	15,555,667	26,088,700
Astra Zeneca	13,879,413	18,898,560
BP ADC	16,296,303	17,552,245
Air Products	15,792,665	28,136,096
Chevron Texaco	4,298,487	32,706,806
Colgate	6,087,176	12,162,024
Exxon Mobil Corp.	1,061,865	34,121,236
General Electric Corp.	7,545,180	25,807,364
Intel Corp.	4,629,932	13,487,462
Johnson & Johnson	1,295,794	28,343,250
JP Morgan Chase	14,274,819	21,570,975
Kinder Morgan	23,247,141	16,169,000
Kraft Foods Group	20,454,342	37,868,678
McDonalds Corp.	8,341,995	15,845,420
Merck	14,887,406	24,462,984
Microsoft	9,787,978	35,567,740
Nike	508,811	19,782,048
ONEOK	9,337,287	15,517,589
Pepsico, Inc.	3,171,715	14,318,591
Pfizer, Inc.	5,371,403	21,051,425
Philip Morris	20,522,351	30,028,965
Procter & Gamble	1,821,530	12,494,061
Qualcomm, Inc.	7,539,660	9,895,683
Royal Dutch Shell	24,649,509	19,771,425
Royal Bank of Canada	18,057,369	18,772,664
Schlumberger Limited	10,836,269	14,243,700
Thermo Fisher Scientific Inc.	7,440,297	26,907,192
Trans Canada Corp.	6,906,990	6,985,665
Travelers	10,896,389	26,733,492

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UPS	7,648,040	11,032,312
United Technologies	15,606,300	21,525,468
Verizon Communications	18,986,326	27,902,618
Wal-Mart Stores, Inc.	610,435	17,638,536
Yum Brands	5,569,818	12,155,140
Bristol Meyers	8,137,933	9,354,570
Dow Chemical	19,204,672	23,665,968
Ford Motor Company	12,206,232	9,484,650
Honeywell International	23,321,665	29,489,232
LyondellBasell Industries	6,920,070	5,522,300
Monsanto Company	5,947,997	5,591,250
Total SA	9,209,338	7,536,621
Williams Co.	5,099,857	5,121,402
ONE Gas, Inc.	1,106,034	4,623,416
Apple Inc.	26,187,268	22,861,898
Gilead Sciences, Inc.	13,222,461	10,408,864
Eaton Corp PLC	11,994,618	12,509,520
Hewlett Packard	6,484,301	6,753,900
ASML Holding NV	529,590	620,014
Alibaba Group Holding Ltd	247,925	329,960
BASF SE	343,570	352,607
Bayer AG	791,086	624,578
BNP Paribas SA	118,612	103,811
Anheuser Busch Inbev SA	540,989	575,871
Pagnie Financiere RI	395,909	288,271
Commonwealth Bank of Australia	130,711	132,138
Canadian National Railway	470,690	520,075
Compagnie De Saint G	452,422	430,927
CSL Limited	301,699	375,875
Danone SA	153,816	192,118

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Dassault Systemes S.A.	286,725	333,977
DBS Group Holdings Ltd.	349,080	305,441
Daimler AG	592,978	503,323
Diageo PLC	119,299	122,153
Deutsche Post AG	349,985	409,022
Ericsson	209,730	156,256
Experian PLC	222,489	266,893
FANUC Corp Unsp	479,385	505,772
GlaxoSmithKline PLC	371,809	406,829
HSBC Holdings PLC	354,473	336,697
ING Groep NV	284,029	316,511
Intesa Sanpaolo Spa	239,548	199,077
LOreal SA	211,848	241,007
Luxottica Group SPA	497,021	353,487
LVMH Moet Hennessy Louis Vuitton	505,031	487,558
Lloyds Banking Group PLC	435,697	298,581
Mitsubishi UFJ Financial Group	447,582	385,645
National Australia Bank Ltd.	107,427	99,185
Nissan Motor Co Ltd	309,330	321,793
Novo Nordisk A/S	754,013	628,991
Novartis AG	658,034	542,962
NXP Semiconductors NV	374,623	414,310
Reckitt Benckiser Group PLC	91,534	101,164
Royal Dutch Shell PLC	314,472	298,779
Roche Holding Ltd	479,556	441,111
Rakuten	407,557	474,074
Rolls-Royce Holding PLC	359,912	327,918
Safran S.A.	331,770	304,084
Banco Santander, S.A.	282,097	214,072
SAP SE	375,751	475,742

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Sands China Ltd.	209,194	226,973
Shire PLC	361,914	303,044
Siemens AG	468,622	565,111
Sky PLC	351,090	302,079
Smith & Nephew PLC	307,530	283,031
Sanofi SA	542,605	437,288
Swiss Re AG	365,387	345,861
Tencent Holdings	493,225	726,422
Toyota Motor Corp	355,443	358,754
Taiwan Semiconductor Mfg. Co.	407,108	525,425
UBS Group AG	483,920	348,577
WPP PLC	585,684	639,950
Bayerische Motoren W	273,701	247,119

TY 2015 Investments - Land Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	3,626	0	3,626	3,626
Producing O&G Royalties	7,311,805	6,235,639	1,076,166	1,076,166
Non-Producing O&G Activities	5,673,909	0	5,673,909	5,673,909

TY 2015 Other Expenses Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Computer supplies & support	1,533	1,227	0	306
Employee parking	6,310	5,048	0	1,262
Insurance	5,547	4,438	0	1,109
Telephone	9,144	7,315	0	1,829
Postage	1,262	1,010	0	252
Equipment maintenance	6,385	5,069	0	1,316
Equipment rental	916	771	0	145
Bank charges	61	49	0	12
Office supplies	2,735	2,188	0	547
Dues	840	672	0	168
Subscriptions	3,608	2,886	0	722

TY 2015 Other Increases Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

Description	Amount
Returned Grant	20,000

TY 2015 Other Professional Fees Schedule

Name: The JE and LE Mabee Foundation Inc

EIN: 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
McNamara, Inboy & Parrish PLLC	16,533	16,533	0	0
Morgan Stanley Private Wealth Management	200,000	200,000	0	0
CT Corporation	978	782	0	196
IHS Global, Inc	270	270	0	0
TRC Consultants	834	834	0	0
Ryan LLC	8,413	8,413	0	0
ADP	3,381	2,705	0	676
UBS Financial Services	199,294	199,294	0	0
Oklahoma Well Log Library	750	750	0	0
Fisher Investments	125,234	125,234	0	0

TY 2015 Taxes Schedule**Name:** The JE and LE Mabee Foundation Inc**EIN:** 73-6090162

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax based on income	406,690	0	0	0
Illinois Charity Bureau	25	20	0	5
Oklahoma Franchise	100	80	0	20
Midland County Property Tax	680	544	0	136
Delaware Franchise Tax	25	20	0	5
Ad Valorem Taxes	634,436	634,436	0	0
Taxes Withheld From Foreign Dividends	186,267	186,267	0	0
Other Taxes	116	93	0	23