Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning 10/01, 2015, and ending 09/30, 2016

Name of foundation: OHIO VALLEY FOUNDATION, FIFTH THIRD BANK, AGENT

A Employer identification number: 31-6008508

Number and street (or P O box number if mail is not delivered to street address): P O BOX 630858

Room/suite:

B Telephone number (see instructions): 513-579-5498

City or town, state or province, country, and ZIP or foreign postal code: CINCINNATI, OH 45263-0858

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 6,697,475.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	148,192.	146,057.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	86,662.			
	b Gross sales price for all assets on line 6a 3,683,961.				
	7 Capital gain net income (from Part IV, line 2)		86,662.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	234,854.	232,719.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 2	17,304.	8,652.	NONE	8,652.
	b Accounting fees (attach schedule) STMT 3	1,175.	588.	NONE	588.
	c Other professional fees (attach schedule) STMT 4	8,232.	8,232.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	6,179.	2,179.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	57,039.	38,954.		18,085.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	89,929.	58,605.	NONE	27,325.
	25 Contributions, gifts, grants paid	250,000.			250,000.
	26 Total expenses and disbursements Add lines 24 and 25	339,929.	58,605.	NONE	277,325.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-105,075.			
	b **Net investment income** (if negative, enter -0-)		174,114.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	4.	2.	2.
	2 Savings and temporary cash investments	274,744.	255,360.	255,360.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	5,792,759.	5,476,782.	5,695,172.
	c Investments - corporate bonds (attach schedule)	500,746.	731,079.	746,941.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,568,253.	6,463,223.	6,697,475.
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [ ] 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 and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	6,568,253.	6,463,223.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	6,568,253.	6,463,223.	
	31 Total liabilities and net assets/fund balances (see instructions)	6,568,253.	6,463,223.	

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	6,568,253.
2	Enter amount from Part I, line 27a	2	-105,075.
3	Other increases not included in line 2 (itemize) ▶ ADJ FOR INCOME POSTING TO NONTAXABLE T/C 900	3	76.
4	Add lines 1, 2, and 3	4	6,463,254.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	31.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,463,223.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,683,961.		3,597,299.	86,662.
b				
c				
d				
e				

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				86,662.
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	86,662.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	370,589.	7,157,035.	0.051780
2013	389,483.	7,184,377.	0.054212
2012	322,521.	6,641,801.	0.048559
2011	328,502.	6,202,539.	0.052963
2010	312,841.	6,372,394.	0.049093

2	**Total** of line 1, column (d)	2	0.256607
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	0.051321
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6,524,829.
5	Multiply line 4 by line 3	5	334,861.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,741.
7	Add lines 5 and 6	7	336,602.
8	Enter qualifying distributions from Part XII, line 4	8	277,325.

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 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		1	3,482.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	3,482.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	3,482.
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a 4,971.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	4,971.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,489.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 1,489. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FIFTH THIRD BANK Telephone no ▶ (513)579-5476

Located at ▶ 38 FOUNTAIN SQUARE PLAZA, CINCINNATI, OH ZIP+4 ▶ 45202

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ 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)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8				

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	6,308,402.
b	Average of monthly cash balances	1b	315,790.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,624,192.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,624,192.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	99,363.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,524,829.
6	**Minimum investment return.** Enter 5% of line 5	6	326,241.

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	326,241.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,482.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,482.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	322,759.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	322,759.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	322,759.

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	277,325.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	277,325.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	277,325.

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					322,759.
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only				NONE	
b Total for prior years 20 13 ,20 ,20			NONE		
3 Excess distributions carryover, if any, to 2015					
a From 2010	2,795.				
b From 2011	19,547.				
c From 2012	8,084.				
d From 2013	40,768.				
e From 2014	21,299.				
f **Total** of lines 3a through e		92,493.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 277,325.					
a Applied to 2014, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2015 distributable amount					277,325.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		45,434.			45,434.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		47,059.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				NONE	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016					NONE
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)		NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		47,059.			
10 Analysis of line 9:					
a Excess from 2011	NONE				
b Excess from 2012	NONE				
c Excess from 2013	25,760.				
d Excess from 2014	21,299.				
e Excess from 2015					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED C/O FIFTH THIRD BANK P.O. BOX 630858 CINCINNATI OH 45263	NONE	PC	PROGRAM SUPPORT	250,000.
Total . . . . ▶ 3a				250,000.
b *Approved for future payment*				
SEE SCHEDULE ATTACHED	NONE	PC	PROGRAM SUPPORT	25,000.
Total . . . . ▶ 3b				25,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					NONE
4 Dividends and interest from securities			14	148,192.	NONE
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					NONE
8 Gain or (loss) from sales of assets other than inventory			18	86,662.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				234,854.	NONE

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 234,854.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

Signature of officer or trustee: [signature] Date: 11/1/16 Title: ~~Trustee~~ Chair

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Dallas G Ferguson	Dallas G Ferguson	10/25/16		P01332043

Firm's name ▶ FIFTH THIRD BANK Firm's EIN ▶ 31-0676865

Firm's address ▶ P O BOX 630858 CINCINNATI, OH 45263-0858 Phone no 800-336-6782

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	644.	644.
FOREIGN DIVIDENDS	37,380.	37,380.
NONDIVIDEND DISTRIBUTIONS	2,135.	
DOMESTIC DIVIDENDS	79,697.	79,697.
NONQUALIFIED FOREIGN DIVIDENDS	315.	315.
NONQUALIFIED DOMESTIC DIVIDENDS	28,021.	28,021.
TOTAL	148,192.	146,057.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	17,304.	8,652.		8,652.
TOTALS	17,304.	8,652.	NONE	8,652.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,175.	588.		588.
TOTALS	1,175.	588.	NONE	588.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	8,232.	8,232.
TOTALS	8,232.	8,232.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	32.	32.
EXCISE TAX ESTIMATE	4,000.	
FOREIGN TAXES ON QUALIFIED FOR	1,902.	1,902.
FOREIGN TAXES ON NONQUALIFIED	245.	245.
TOTALS	6,179.	2,179.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK SERVICE FEES	55,648.	38,954.	16,694.
OAG FILING FEE	200.		200.
OTHER MISC EXPENSES	1,191.		1,191.
TOTALS	57,039.	38,954.	18,085.

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

DESCRIPTION	AMOUNT
ROUNDING ON SALES, INCOME & EXPENSES	8.
COST BASIS ADJ ON SALE	2.
COST BASIS ADJ ON ASSETS	21.
TOTAL	31.

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

OFFICER NAME:
LEIGH PROP
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
CHAIR & BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
MIKE MICHAEL
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
DUDLEY TAFT
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
PHILLIP LONG
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
VICECHAIR & BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:
CAROLYN McCOY
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
SECRETARY & BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
TIMOTHY ELSBROCK
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
TREASURER & BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
JANN SEIDENFADEN, BERTELSMAN
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
MITCHEL D. LIVINGSTON, PHD
ADDRESS:
38 FOUNTAIN SQUARE PLAZA, MD 1090CA
CINCINNATI, OH 45202
TITLE:
BOARD MEMBER

FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
FIFTH THIRD BANK FOUNDATION OFFICE
ADDRESS:
38 FOUNTAIN SQUARE PLAZA M/D 1090CA
CINCINNATI, OH 45263
RECIPIENT'S PHONE NUMBER: 513/534-8786
FORM, INFORMATION AND MATERIALS:
AVAILABLE UPON REQUEST
SUBMISSION DEADLINES:
AVAILABLE UPON REQUEST
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SHOULD BE LIMITED TO THE GREATER CINCINNATI AREA,
MUST BE A TAX-EXEMPT ORGANIZATION AND PREFER
NOT TO MAKE GRANTS FOR RELIGIOUS PURPOSES

Ohio Valley Foundation
Contributions
Fiscal Year Ending
09/30/2016

Organization	Address	City	St	Zip	Fdn Status	Usage	Amt
ArtsWave	20 East Central Pkwy, Ste 200	Cincinnati	OH	45202	PC	Capital Fund Support	$25,000 00
The Children's Theatre of Cincinnati	4015 Red Bank Road	Cincinnati	OH	45227	PC	Capital Fund Support	$25,000 00
Cincinnati Public Radio, Inc	1223 Central Parkway	Cincinnati	OH	45214-2889	PC	Capital Fund Support	$25,000 00
Cincinnati Shakespeare Company	719 Race Street	Cincinnati	OH	45202	PC	Capital Fund Support	$25,000.00
Comprehensive Community Child Care (4C)	2100 Sherman Avenue, #300	Cincinnati	OH	45215	PC	Capital Fund Support	$25,000.00
Joy Outdoor Education Center Foundation	10117 Old 3-C Hwy, PO Box 417	Clarksville	OH	45113	PC	Capital Fund Support	$25,000.00
Manifest Gallery	PO Box 6218	Cincinnati	OH	45206	PC	Capital Fund Support	$10,000 00
Music Hall Revitalization Company Inc	1241 Elm Street	Cincinnati	OH	45202	PC	Capital Fund Support	$25,000 00
Public Library of Cincinnati and Hamilton County Foundation	800 Vine Street	Cincinnati	OH	45202	PC	Capital Fund Support	$25,000 00
Ronald McDonald House Charities of Greater Cincinnati	350 Erkenbrecher Avenue	Cincinnati	OH	45229	PC	Capital Fund Support	$15,000 00
Taft Museum of Art	PO Box 631419, 316 Pike St	Cincinnati	OH	45263	PC	Capital Fund Support	$25,000 00
							$ 250,000 00

Ohio Valley Foundation

Grants Approved for Future Payment
FY Ending 9/30/2016

Grantee	Location	Fndn Status	Commitment
Sisters of Notre Dame de Namur	Cincinnati, OH	PC	$25,000
			$25,000

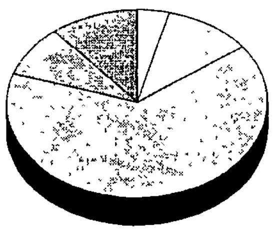
AGT/OHIO VALLEY FDN-CONSOLIDATED

09/01/2016 - 09/30/2016

FIFTH THIRD BANK
AGENT FOR
THE OHIO VALLEY FOUNDATION
CONSOLIDATED ACCOUNT

Trust Officer: KERI MESINA (513) 534-8786
Portfolio Manager: MAURA KELLY (513) 534-0243
Relationship Mgr: HEIDI B. JARK (513) 579-4397

INVESTMENT ALLOCATION SUMMARY



- Cash and Equivalents - 4%
- Fixed Income - 11%
- Equities - 65%
- Alternative Strategies - 9%
- Real Estate Inv - 11%

Description	Last Statement Market Value	This Statement Market Value	Percent of Assets	Est. Annual Income	Estimated Yield
Cash and Equivalents	$182,308.01	$255,362.22	4%	$237.49	0.1%
Fixed Income	$747,069.83	$746,940.82	11%	$23,457.05	3.1%
Equities	$4,442,638.69	$4,383,493.18	65%	$76,616.41	1.7%
Alternative Strategies	$573,570.36	$576,585.01	9%	$0.00	0.0%
Real Estate Investments	$720,202.78	$735,094.18	11%	$38,845.71	5.3%
Total Account Value	**$6,665,789.67**	**$6,697,475.41**	**100%**	**$139,156.66**	**2.1%**

Net change in total account value 0.5 % Increase

ACCOUNT SUMMARY

	Cash	Investments*	Total
Beginning Balance	**$182,308.01**	**$6,483,481.66**	**$6,665,789.67**
Income	$11,169.77		$11,169.77
Contributions	$40,000.00		$40,000.00
Distributions	$(23,888.31)		$(23,888.31)
Net Security Transactions	$45,772.75	$(45,772.75)	
Change in Market Value		$4,404.28	$4,404.28
Ending Balance	**$255,362.22**	**$6,442,113.19**	**$6,697,475.41**

* Investments represent the activity in your equity, bond & other security holdings

ACCOUNT OVERVIEW

	Current Period	Calendar YTD
Income Earned		
Interest	$18.24	$368.29
Dividends	$11,151.53	$86,226.78
Total Income Earned	$11,169.77	$86,595.07
Contributions		
Cash	$40,000.00	$1,960,200.00
Security Deposits	$0.00	$7,385.03
Total Contributions	$40,000.00	$1,967,585.03
Distributions		
Cash	$(23,888.31)	$(2,275,523.09)
Total Distributions	$(23,888.31)	$(2,275,523.09)
Security Transactions		
Purchases	$(197,968.28)	$(3,147,832.73)
Sales	$243,741.03	$3,345,954.73
Net Security Transactions	$45,772.75	$198,122.00
Change in Market Value	$4,404.28	$214,703.06

REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	$(8,451.69)	$(79,851.80)
Long-term gain/(loss)	$15,361.83	$141,398.91
Net realized gain/(loss)	**$6,910.14**	**$61,547.11**

INVESTMENT OBJECTIVE

Growth
Total return through long-term growth of capital, an expectation of a high degree of principal fluctuation.

FIFTH THIRD
PRIVATE BANK

AGT/OHIO VALLEY FDN-CONSOLIDATED

09/01/2016 - 09/30/2016

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
2.2200		CASH	$1.000	$2.22	0.0%	$2.22			
255,360.0000		FEDERATED PRIME VALUE OBLIGATION SERVICE SHARES CUSIP - 99FEDPVO1	$1.000	$255,360.00	3.8%	$255,360.00		$237.49	0.1%
		Cash & Equivalents - Total		**$255,362.22**	**3.8%**	**$255,362.22**		**$237.49**	**0.1%**
Fixed Income									
7,978.8770	TGEIX	TCW EMERGING MARKETS INCOME CL I CUSIP - 87234N765	$8.430	$67,261.93	1.0%	$67,022.57	$239.36	$3,031.97	4.5%
13,642.5500	TFSLX	TOUCHSTONE FLEXIBLE INCOME INSTL CUSIP - 89154Q588	$10.910	$148,840.22	2.2%	$146,302.78	$2,537.44	$3,983.62	2.7%
50,126.4090	TOBYX	TOUCHSTONE ACTIVE BOND BOND - Y CUSIP - 89154W791	$10.590	$530,838.67	7.9%	$517,753.28	$13,085.39	$16,441.46	3.1%
		Fixed Income - Total		**$746,940.82**	**11.2%**	**$731,078.63**	**$15,862.19**	**$23,457.05**	**3.1%**
Equities									
380.0000	STE	STERIS PLC SHS CUSIP - G84720104	$73.100	$27,778.00	0.4%	$28,389.77	$(611.77)	$425.60	1.5%
191.0000	CB	CHUBB LIMITED ISIN# CH0044328745 SEDOL# 2DH98C7 CUSIP - H1467J104	$125.650	$23,999.15	0.4%	$24,320.11	$(320.96)	$527.16	2.2%
382.0000	RCL	ROYAL CARIBBEAN CRUISES LTD CUSIP - V7780T103	$74.950	$28,630.90	0.4%	$22,390.77	$6,240.13	$733.44	2.6%
151.0000	AVGO	BROADCOM LTD SHS CUSIP - Y09827109	$172.520	$26,050.52	0.4%	$23,339.25	$2,711.27	$308.04	1.2%
442.0000	T	AT&T INC CUSIP - 00206R102	$40.610	$17,949.62	0.3%	$14,532.74	$3,416.88	$848.64	4.7%
397.0000	ABBV	ABBVIE INC	$63.070	$25,038.79	0.4%	$16,527.65	$8,511.14	$905.16	3.6%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
		CUSIP - 00287Y109							
571.0000	ATVI	ACTIVISION BLIZZARD INC CUSIP - 00507V109	$44.300	$25,295.30	0.4%	$23,600.90	$1,694.40	$148.46	0.6%
405.0000	ALK	ALASKA AIR GROUP INC CUSIP - 011659109	$65.860	$26,673.30	0.4%	$30,525.08	$(3,851.78)	$445.50	1.7%
242.0000	ALB	ALBEMARLE CORP CUSIP - 012653101	$85.490	$20,688.58	0.3%	$19,878.28	$810.30	$295.24	1.4%
31.0000	GOOGL	ALPHABET INC CAP STK CL A CUSIP - 02079K305	$804.060	$24,925.86	0.4%	$20,319.56	$4,606.30		
408.0000	MO	ALTRIA GROUP INC CUSIP - 02209S103	$63.230	$25,797.84	0.4%	$26,449.80	$(651.96)	$995.52	3.9%
244.0000	AMP	AMERIPRISE FINANCIAL INC CUSIP - 03076C106	$99.770	$24,343.88	0.4%	$26,937.41	$(2,593.53)	$732.00	3.0%
156.0000	AMGN	AMGEN INC CUSIP - 031162100	$166.810	$26,022.36	0.4%	$14,294.19	$11,728.17	$624.00	2.4%
222.0000	AAPL	APPLE INC CUSIP - 037833100	$113.050	$25,097.10	0.4%	$6,797.91	$18,299.19	$506.16	2.0%
1,567.0000	BAC	BANK AMER CORP CUSIP - 060505104	$15.650	$24,523.55	0.4%	$24,159.69	$363.86	$470.10	1.9%
190.0000	BA	BOEING CO CUSIP - 097023105	$131.740	$25,030.60	0.4%	$22,741.36	$2,289.24	$828.40	3.3%
368.0000	BR	BROADRIDGE FINANCIAL SOLUTIO CUSIP - 11133T103	$67.790	$24,946.72	0.4%	$17,115.25	$7,831.47	$485.76	1.9%
548.0000	CDW	CDW CORP CUSIP - 12514G108	$45.730	$25,060.04	0.4%	$18,941.30	$6,118.74	$235.64	0.9%
493.0000	CMS	CMS ENERGY CORP CUSIP - 125896100	$42.010	$20,710.93	0.3%	$13,343.79	$7,367.14	$611.32	3.0%

FIFTH THIRD
PRIVATE BANK

AGT/OHIO VALLEY FDN-CONSOLIDATED

09/01/2016 - 09/30/2016

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
230.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$102.920	$23,671.60	0.4%	$26,208.29	$(2,536.69)	$984.40	4.2%
810.0000	CSCO	CISCO SYSTEMS INC CUSIP - 17275R102	$31.720	$25,693.20	0.4%	$19,770.03	$5,923.17	$842.40	3.3%
408.0000	CMCSA	COMCAST CORP CL A CUSIP - 20030N101	$66.340	$27,066.72	0.4%	$21,341.34	$5,725.38	$448.80	1.7%
361.0000	CUBE	CUBESMART CUSIP - 229663109	$27.260	$9,840.86	0.1%	$10,087.49	$(246.63)	$303.24	3.1%
902.0000	DHI	D R HORTON INC CUSIP - 23331A109	$30.200	$27,240.40	0.4%	$27,916.78	$(676.38)	$288.64	1.1%
528.0000	DVMT	DELL TECHNOLOGIES INC COM CUSIP - 24703L103	$47.800	$25,238.40	0.4%	$25,283.65	$(45.25)		
452.0000	DFS	DISCOVER FINANCIAL SERVICES CUSIP - 254709108	$56.550	$25,560.60	0.4%	$26,157.38	$(596.78)	$542.40	2.1%
285.0000	DPS	DR PEPPER SNAPPLE GROUP INC CUSIP - 26138E109	$91.310	$26,023.35	0.4%	$21,719.50	$4,303.85	$604.20	2.3%
20,678.1840	AEPFX	EUROPACIFIC GROWTH FD CL F-2 CUSIP - 29875E100	$47.650	$985,315.47	14.7%	$914,806.37	$70,509.10	$19,106.64	1.9%
641.0000	EXC	EXELON CORP CUSIP - 30161N101	$33.290	$21,338.89	0.3%	$23,257.92	$(1,919.03)	$815.35	3.8%
255.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	$87.280	$22,256.40	0.3%	$22,803.07	$(546.67)	$765.00	3.4%
198.0000	FB	FACEBOOK INC CUSIP - 30303M102	$128.270	$25,397.46	0.4%	$24,927.63	$469.83		
33,016.0430	SIGIX	SEAFARER OVERSEAS GR AND INCOME INSTITUTIONAL SHARES CUSIP - 317609295	$12.030	$397,183.00	5.9%	$402,135.40	$(4,952.40)	$4,754.31	1.2%
228.0000	HON	HONEYWELL INTL INC	$116.590	$26,582.52	0.4%	$26,051.35	$531.17	$542.64	2.0%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 438516106							
202.0000	INGR	INGREDION INC CUSIP - 457187102	$133.060	$26,878.12	0.4%	$27,325.21	$(447.09)	$404.00	1.5%
10,280.0000	IWB	ISHARES RUSSELL 1000 CUSIP - 464287622	$120.460	$1,238,328.80	18.5%	$1,201,320.80	$37,008.00	$24,034.64	1.9%
361.0000	JPM	JPMORGAN CHASE & CO CUSIP - 46625H100	$66.590	$24,038.99	0.4%	$20,483.10	$3,555.89	$693.12	2.9%
234.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$118.130	$27,642.42	0.4%	$20,654.46	$6,987.96	$748.80	2.7%
206.0000	KMB	KIMBERLY CLARK CORP CUSIP - 494368103	$126.140	$25,984.84	0.4%	$19,666.27	$6,318.57	$758.08	2.9%
291.0000	LRCX	LAM RESH CORP CUSIP - 512807108	$94.710	$27,560.61	0.4%	$20,641.94	$6,918.67	$349.20	1.3%
230.0000	LEA	LEAR CORP CUSIP - 521865204	$121.220	$27,880.60	0.4%	$28,654.20	$(773.60)	$276.00	1.0%
377.0000	LOW	LOWES COS INC CUSIP - 548661107	$72.210	$27,223.17	0.4%	$28,125.17	$(902.00)	$527.80	1.9%
456.0000	MSFT	MICROSOFT CORP CUSIP - 594918104	$57.600	$26,265.60	0.4%	$21,251.33	$5,014.27	$711.36	2.7%
348.0000	NDAQ	NASDAQ, INC CUSIP - 631103108	$67.540	$23,503.92	0.4%	$21,326.04	$2,177.88	$445.44	1.9%
527.0000	NWL	NEWELL BRANDS, INC. CUSIP - 651229106	$52.660	$27,751.82	0.4%	$28,413.10	$(661.28)	$400.52	1.4%
	ORCL	ORACLE CORPORATION CUSIP - 68389X105	$39.280		0.0%	$11,165.62	$(11,165.62)		
473.0000	OC	OWENS CORNING INC CUSIP - 690742101	$53.390	$25,253.47	0.4%	$25,397.00	$(143.53)	$340.56	1.3%
232.0000	PKG	PACKAGING CORP AMER	$81.260	$18,852.32	0.3%	$19,027.37	$(175.05)	$584.64	3.1%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
		CUSIP - 695156109							
780.0000	PFE	PFIZER INC CUSIP - 717081103	$33.870	$26,418.60	0.4%	$27,185.47	$(766.87)	$936.00	3.5%
5,680.2630	OTCFX	T ROWE PRICE SMALL-CAP STOCK CUSIP - 779572106	$42.620	$242,092.81	3.6%	$218,985.97	$23,106.84	$284.01	0.1%
292.0000	SLB	SCHLUMBERGER LTD CUSIP - 806857108	$78.640	$22,962.88	0.3%	$24,480.43	$(1,517.55)	$584.00	2.5%
547.0000	SE	SPECTRA ENERGY CORP CUSIP - 847560109	$42.750	$23,384.25	0.3%	$17,801.14	$5,583.11	$886.14	3.8%
217.0000	SWK	STANLEY BLACK & DECKER INC CUSIP - 854502101	$122.980	$26,686.66	0.4%	$22,785.55	$3,901.11	$503.44	1.9%
227.0000	SYK	STRYKER CORP CUSIP - 863667101	$116.410	$26,425.07	0.4%	$25,627.32	$797.75	$345.04	1.3%
551.0000	STI	SUNTRUST BKS INC CUSIP - 867914103	$43.800	$24,133.80	0.4%	$21,487.38	$2,646.42	$573.04	2.4%
525.0000	SYY	SYSCO CORP CUSIP - 871829107	$49.010	$25,730.25	0.4%	$25,710.88	$19.37	$651.00	2.5%
9,037.8810	TMPIX	TOUCHSTONE MID CAP FD I SHARES CUSIP - 89155T649	$26.170	$236,521.35	3.5%	$184,484.34	$52,037.01	$162.68	0.1%
190.0000	UNH	UNITEDHEALTH GROUP INC CUSIP - 91324P102	$140.000	$26,600.00	0.4%	$25,915.90	$684.10	$475.00	1.8%
354.0000	VZ	VERIZON COMMUNICATIONS INC CUSIP - 92343V104	$51.980	$18,400.92	0.3%	$16,904.36	$1,496.56	$817.74	4.4%
		Equities - Total		**$4,383,493.18**	**65.5%**	**$4,091,891.36**	**$291,601.82**	**$76,616.41**	**1.7%**

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Alternative Strategies									
253.3960		SKYBRIDGE MULTI ADVISOR HEDGE FD SERIES G CUSIP - 9941106L3	$1,109.799	$281,218.63	4.2%	$315,679.84	$(34,461.21)		
255.6670		FEG AA FUND I LLC CLASS I CUSIP - 9941132U1	$1,155.277	$295,366.38	4.4%	$283,749.06	$11,617.32		
		Alternative Strategies - Total		**$576,585.01**	**8.6%**	**$599,428.90**	**$(22,843.89)**		
Real Estate Investments									
101.0000	ADC	AGREE REALTY CORP CUSIP - 008492100	$49.440	$4,993.44	0.1%	$3,583.18	$1,410.26	$193.92	3.9%
134.0000	ARE	ALEXANDRIA REAL ESTATE EQUITIES INC CUSIP - 015271109	$108.770	$14,575.18	0.2%	$10,786.43	$3,788.75	$428.80	2.9%
152.0000	ACC	AMERICAN CAMPUS CMNTYS INC CUSIP - 024835100	$50.870	$7,732.24	0.1%	$6,660.41	$1,071.83	$255.36	3.3%
124.0000	AMT	AMERICAN TOWER CORP CUSIP - 03027X100	$113.330	$14,052.92	0.2%	$11,675.63	$2,377.29	$272.80	1.9%
180.0000	AIV	APARTMENT INVT & MGMT CO CUSIP - 03748R101	$45.910	$8,263.80	0.1%	$5,280.36	$2,983.44	$237.60	2.9%
50.0000	AVB	AVALONBAY CMNTYS INC CUSIP - 053484101	$177.840	$8,892.00	0.1%	$6,539.59	$2,352.41	$270.00	3.0%
71.0000	BXP	BOSTON PPTYS INC CUSIP - 101121101	$136.290	$9,676.59	0.1%	$8,633.15	$1,043.44	$184.60	1.9%
377.0000	BRX	BRIXMOR PPTY GROUP INC CUSIP - 11120U105	$27.790	$10,476.83	0.2%	$10,036.76	$440.07	$369.46	3.5%
138.0000	CCI	CROWN CASTLE INTL CORP NEW CUSIP - 22822V101	$94.210	$13,000.98	0.2%	$11,851.62	$1,149.36	$488.52	3.8%
165.0000	EPR	EPR PPTYS CUSIP - 26884U109	$78.740	$12,992.10	0.2%	$9,010.50	$3,981.60	$633.60	4.9%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Real Estate Investments								**(continued)**	
121.0000	EGP	EAST GROUP PPTYS INC SH BEN INT CUSIP - 277276101	$73.560	$8,900.76	0.1%	$7,348.80	$1,551.96	$300.08	3.4%
169.0000	EDR	EDUCATION RLTY TR INC CUSIP - 28140H203	$43.140	$7,290.66	0.1%	$6,480.31	$810.35	$256.88	3.5%
71.0000	FRT	FEDERAL RLTY INVT TR SH BEN INT NEW CUSIP - 313747206	$153.930	$10,929.03	0.2%	$9,026.21	$1,902.82	$278.32	2.5%
292.0000	FR	FIRST INDL RLTY TR INC CUSIP - 32054K103	$28.220	$8,240.24	0.1%	$6,437.85	$1,802.39	$221.92	2.7%
116.0000	GEO	GEO GROUP INC CUSIP - 36162J106	$23.780	$2,758.48	0.0%	$4,188.99	$(1,430.51)	$301.60	10.9%
683.0000	GPT	GRAMERCY PPTY TR CUSIP - 385002100	$9.640	$6,584.12	0.1%	$5,356.41	$1,227.71	$300.52	4.6%
333.0000	HPT	HOSPITALITY PPTYS TR CUSIP - 44106M102	$29.720	$9,896.76	0.1%	$9,230.14	$666.62	$679.32	6.9%
561.0000	HST	HOST HOTELS AND RESORTS CUSIP - 44107P104	$15.570	$8,734.77	0.1%	$9,798.21	$(1,063.44)	$448.80	5.1%
276.0000	IRM	IRON MTN INC NEW CUSIP - 46284V101	$37.530	$10,358.28	0.2%	$10,966.31	$(608.03)	$535.44	5.2%
228.0000	KRG	KITE REALTY GROUP TRUST CUSIP - 49803T300	$27.720	$6,320.16	0.1%	$7,135.82	$(815.66)	$262.20	4.1%
137.0000	LTC	LTC PPTYS INC CUSIP - 502175102	$51.990	$7,122.63	0.1%	$5,652.57	$1,470.06	$295.92	4.2%
62.0000	NNN	NATIONAL RETAIL PPTYS INC CUSIP - 637417106	$50.850	$3,152.70	0.0%	$2,108.56	$1,044.14	$112.84	3.6%
351.0000	NRF	NORTHSTAR RLTY FIN CORP COM CUSIP - 66704R803	$13.170	$4,622.67	0.1%	$8,431.99	$(3,809.32)	$561.60	12.1%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Real Estate Investments								**(continued)**	
557.0000	OHI	OMEGA HEALTHCARE INVS INC CUSIP - 681936100	$35.450	$19,745.65	0.3%	$20,344.85	$(599.20)	$1,336.80	6.8%
287.0000	OUT	OUTFRONT MEDIA INC CUSIP - 69007J106	$23.650	$6,787.55	0.1%	$8,180.66	$(1,393.11)	$390.32	5.8%
370.0000	PLD	PROLOGIS INC CUSIP - 74340W103	$53.540	$19,809.80	0.3%	$14,573.46	$5,236.34	$621.60	3.1%
140.0000	SPG	SIMON PPTY GROUP INC CUSIP - 828806109	$207.010	$28,981.40	0.4%	$24,074.88	$4,906.52	$903.00	3.1%
301.0000	TRNO	TERRENO RLTY CORP CUSIP - 88146M101	$27.510	$8,280.51	0.1%	$7,389.05	$891.46	$240.80	2.9%
12,002.0000	MLPI	UBS E-TRACS ALERIAN MLP INFRASTR ETN ETF CUSIP - 902641646	$28.390	$340,736.78	5.1%	$428,037.96	$(87,301.18)	$23,175.86	6.8%
102.0000	VTR	VENTAS INC CUSIP - 92276F100	$70.630	$7,204.26	0.1%	$6,158.12	$1,046.14	$297.84	4.1%
770.0000	VNQ	VANGUARD REIT ETF CUSIP - 922908553	$86.740	$66,789.80	1.0%	$64,564.50	$2,225.30	$2,601.83	3.9%
84.0000	VNO	VORNADO REALTY TRUST CUSIP - 929042109	$101.210	$8,501.64	0.1%	$9,046.91	$(545.27)	$211.68	2.5%
196.0000	WRI	WEINGARTEN RLTY INV CUSIP - 948741103	$38.980	$7,640.08	0.1%	$6,386.08	$1,254.00	$286.16	3.7%
135.0000	HCN	WELLTOWER INC COM CUSIP - 95040Q104	$74.770	$10,093.95	0.2%	$9,193.28	$900.67	$464.40	4.6%
343.0000	WY	WEYERHAEUSER CO CUSIP - 962166104	$31.940	$10,955.42	0.2%	$11,291.96	$(336.54)	$425.32	3.9%
		Real Estate Investments - Total		**$735,094.18**	**11.0%**	**$785,461.51**	**$(50,367.33)**	**$38,845.71**	**5.3%**
Total Portfolio Positions				**$6,697,475.41**	**100.0%**	**$6,463,222.62**	**$234,252.79**	**$139,156.66**	**2.1%**