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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

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OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation CHARLES O. LEE, JR. & LOUISE K. LEE CHARITABLE FOUNDATION		A Employer identification number 20-6559686
Number and street (or P.O. box number if mail is not delivered to street address) 6905 TELEGRAPH ROAD, STE. 125		B Telephone number 248-644-7222
City or town, state or province, country, and ZIP or foreign postal code BLOOMFIELD HILLS, MI 48301		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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: ☒ 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) \$ 18,652,028.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		91.	91.		STATEMENT 1
4 Dividends and interest from securities		475,732.	475,732.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		406,849.			
b Gross sales price for all assets on line 6a		1,757,747.			
7 Capital gain net income (from Part IV, line 2)			406,849.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		882,672.	882,672.		
13 Compensation of officers, directors, trustees, etc.		58,500.	35,100.		23,400.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		8,341.	4,171.		4,171.
b Accounting fees		2,400.	1,200.		1,200.
c Other professional fees		55,246.	55,246.		0.
17 Interest					
18 Taxes		18,696.	8,696.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		143,183.	104,413.		28,771.
25 Contributions, gifts, grants paid		865,000.			865,000.
26 Total expenses and disbursements. Add lines 24 and 25		1,008,183.	104,413.		893,771.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-125,511.			
b Net investment income (if negative, enter -0-)			778,259.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	1,056.	1,302.	1,302.
	2	Savings and temporary cash investments	626,852.	596,762.	596,762.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	11,198,260.	11,102,593.	18,053,964.
	c	Investments - corporate bonds			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less accumulated depreciation ▶			
12		Investments - mortgage loans			
13		Investments - other			
14		Land, buildings, and equipment; basis ▶			
		Less accumulated depreciation ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,826,168.	11,700,657.	18,652,028.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Foundations that follow SFAS 117, check here	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. ▶ ☒				
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	11,826,168.	11,700,657.	
30	Total net assets or fund balances	11,826,168.	11,700,657.		
31	Total liabilities and net assets/fund balances	11,826,168.	11,700,657.		

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)	11,826,168.
2	Enter amount from Part I, line 27a	-125,511.
3	Other increases not included in line 2 (itemize) ▶	0.
4	Add lines 1, 2, and 3	11,700,657.
5	Decreases not included in line 2 (itemize) ▶	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	11,700,657.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
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 1,757,747.		1,350,898.	406,849.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			406,849.
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	406,849.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	934,719.	18,039,190.	.051816
2014	868,614.	18,989,938.	.045741
2013	783,356.	17,615,783.	.044469
2012	756,648.	15,743,589.	.048061
2011	670,030.	15,259,123.	.043910

2 Total of line 1, column (d)	2	.233997
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	.046799
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	18,273,008.
5 Multiply line 4 by line 3	5	855,159.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,783.
7 Add lines 5 and 6	7	862,942.
8 Enter qualifying distributions from Part XII, line 4	8	893,771.

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	7,783.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	7,783.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	7,783.
6 Credits/Payments.			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	9,048.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	16,048.	
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	8,265.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ☒ 8,265. Refunded ☐ 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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CHARITABLE FOUNDATION**

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ EDGAR W. PUGH, JR. Telephone no. ▶ 248-644-7222 Located at ▶ 6905 TELEGRAPH ROAD, SUITE 125, BLOOMFIELD HILLS, ZIP+4 ▶ 48301		
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	☐	N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	X	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	☐	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ▶	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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 2016 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 2016)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2016?		X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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?

N/A

☐ 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

6b

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

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
EDGAR W. PUGH, JR. 6905 TELEGRAPH RD., SUITE 125 BLOOMFIELD HILLS, MI 48301	TRUSTEE 7.00	58,500.	0.	0.

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

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

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

0

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

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

Expenses

Part IX-B	Summary of Program-Related Investments
------------------	---

Amount

Total. Add lines 1 through 3

7

CHARLES O. LEE, JR. & LOUISE K. LEE
CHARITABLE FOUNDATION
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	17,602,503.
b	Average of monthly cash balances	1b	948,774.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,551,277.
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	18,551,277.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	278,269.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,273,008.
6	Minimum investment return. Enter 5% of line 5	6	913,650.

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	913,650.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	7,783.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,783.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	905,867.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	905,867.
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	905,867.

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	893,771.
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	893,771.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	7,783.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	885,988.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				905,867.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			864,553.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 893,771.				
a Applied to 2015, but not more than line 2a			864,553.	
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 2016 distributable amount				29,218.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				876,649.
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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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				
HILLSDALE COLLEGE 33 EAST COLLEGE STREET HILLSDALE, MI 49242	N/A	PC	TO TEACH INVESTMENT ANALYSIS & MGMT., ECONOMICS AND FOR STUDENT SCHOLARSHIPS.	865,000.
Total			3a	865,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	91.	
4 Dividends and interest from securities				14	475,732.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	406,849.	
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)			0.		882,672.	0.
13 Total. Add line 12, columns (b), (d), and (e)						882,672.

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

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

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|------------|---|------------|-----------|
| 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? | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) | Cash | | X |
| (2) | Other assets | | X |
| b | Other transactions: | | |
| (1) | Sales of assets to a noncharitable exempt organization | | X |
| (2) | Purchases of assets from a noncharitable exempt organization | | X |
| (3) | Rental of facilities, equipment, or other assets | | X |
| (4) | Reimbursement arrangements | | X |
| (5) | Loans or loan guarantees | | X |
| (6) | Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

107/07/17
Date

► Trustee
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

LYNNE M. HUISMANN

Preparer's signature

LYNNE M. HUISMANN

Date

06/28/17

Check ☐ if
self-employed

PTIN

P00053811

Firm's name ► **PLANTE & MORAN, PLLC**

Firm's EIN ▶ 38-1357951

Firm's address ► 2601 CAMBRIDGE CT., STE. 500
AUBURN HILLS, MI 48326

Phone no. (248) 375-7100

Form **990-PF** (2016)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	91.	91.	
TOTAL TO PART I, LINE 3	91.	91.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	475,732.	0.	475,732.	475,732.	
TO PART I, LINE 4	475,732.	0.	475,732.	475,732.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	8,341.	4,171.		4,171.
TO FM 990-PF, PG 1, LN 16A	8,341.	4,171.		4,171.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,400.	1,200.		1,200.
TO FORM 990-PF, PG 1, LN 16B	2,400.	1,200.		1,200.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	55,246.	55,246.		0.
TO FORM 990-PF, PG 1, LN 16C	55,246.	55,246.		0.

FORM 990-PF	TAXES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	8,696.	8,696.		0.
FEDERAL EXCISE TAX	10,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	18,696.	8,696.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 7	
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED			11,102,593.	18,053,964.
TOTAL TO FORM 990-PF, PART II, LINE 10B			11,102,593.	18,053,964.



CHARLES O LEE JR & LOUISE K
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Stocks and ETFs

This section may include foreign equity securities that may be denominated in currencies other than US dollars. The amounts, annual income and annual yield on your statement for such securities will be estimated based on prevailing exchange rates and the amount does not necessarily reflect the rate you will receive if converted to US dollars. The "Quantity" field reflects total shares held, regardless of the currency in which your shares are denominated. Please contact Your Financial Advisor if you have additional questions regarding your foreign security holdings.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
ABBOTT LABORATORIES									
ABT									
Acquired 04/16/05 L nc		2,180	23.54	51,338.52		83,733.80	32,395.28		
Acquired 04/16/05 L nc		20	23.54	471.00		768.20	297.20		
Acquired 04/16/05 L nc		430	23.54	10,126.41		16,516.30	6,389.89		
Acquired 07/20/08 L nc		800	27.55	22,041.68		30,728.00	8,686.32		
Acquired 07/20/08 L nc		800	27.55	22,041.68		30,728.00	8,686.32		
Acquired 07/20/08 L nc		100	27.55	2,755.21		3,841.00	1,085.79		
Acquired 07/20/08 L nc		1,500	27.55	41,328.15		57,615.00	16,286.85		
Acquired 07/20/08 L nc		200	27.55	5,510.42		7,682.00	2,171.58		
Total	1.24	6,030	\$25.81	\$155,613.07	38.4100	\$231,612.30	\$75,999.23	\$6,391.80	2.76
ABBVIE INC									
ABBV									
Acquired 04/16/05 L nc		2,180	25.53	55,672.23		136,511.60	80,839.37		
Acquired 04/16/05 L nc		20	25.53	510.75		1,252.40	741.65		
Acquired 04/16/05 L nc		430	25.53	10,981.22		26,926.60	15,945.38		
Acquired 07/20/08 L nc		800	29.87	23,902.32		50,096.00	26,193.68		
Acquired 07/20/08 L nc		400	29.87	11,951.16		25,048.00	13,096.84		
Acquired 07/20/08 L nc		200	29.88	5,975.58		12,524.00	6,548.42		
Total	1.35	4,030	\$27.05	\$108,993.26	62.6200	\$252,358.60	\$143,365.34	\$10,316.80	4.09
ACCENTURE PLC IRELAND									
SHARES CLASS A									
ACN									
Acquired 03/21/16 S	0.63	1,000	108.23	108,853.53	117.1300	117,130.00	8,276.47	2,420.00	2.06
AIR PRODUCTS & CHEMICALS									
INC									
APD									
Acquired 04/16/05 L nc		990	52.20	51,683.34		142,381.80	90,698.46		
Acquired 04/16/05 L nc		200	52.20	10,441.08		28,764.00	18,322.92		
Acquired 12/20/06 L nc		350	65.98	23,276.90		50,337.00	27,060.10		
Acquired 03/22/07 L nc		100	68.93	6,986.77		14,382.00	7,395.23		
Acquired 07/20/08 L nc		1,000	89.17	89,175.64		143,820.00	54,644.36		
Acquired 07/20/08 L nc		200	89.17	17,835.13		28,764.00	10,928.87		

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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 07/20/08 L nc		200	89 17	17,835.13		28,764.00	10,928 87		
Acquired 07/20/08 L nc		150	89 17	13,376.35		21,573 00	8,196 65		
Acquired 07/20/08 L nc		200	89 17	17,835 13		28,764 00	10,928 87		
Acquired 07/20/08 L nc		250	89 17	22,293.91		35,955 00	13,661 09		
Total	2.81	3,640	\$74.38	\$270,739.38	143.8200	\$523,504.80	\$252,765.42	\$12,521.60	2.39
ALPHABET INC VOTING									
CAP STK CL A									
GOOGL									
Acquired 03/21/16 S	0.53	125	761.84	95,638 57	792 4500	99,056 25	3,417 68	N/A	N/A
ALPHABET INC NON VOTING									
CAP STK CL C									
GOOG									
Acquired 10/21/16 S	0.52	125	797 46	100,104 85	771 8200	96,477 50	-3,627 35	N/A	N/A
AMBEV SA ADR									
SPONSORED ADR									
ABEV									
Acquired 07/30/10 L nc		25,000	4 37	109,901 80		122,750 00	12,848 20		
Acquired 12/22/10 L nc		7,500	6 01	45,322.28		36,825 00	-8,497 28		
Total	0.86	32,500	\$4.78	\$155,224.08	4.9100	\$159,575.00	\$4,350.92	\$5,395.00	3.38
ATMOS ENERGY CORP									
ATO									
Acquired 05/06/10 L nc	1.39	3,500	29 00	102,056.65	74 1500	259,525 00	157,468 35	6,300.00	2.42
AUTOMATIC DATA									
PROCESSING									
ADP									
Acquired 04/16/05 L nc		700	34.42	24,096.20		71,946 00	47,849 80		
Acquired 07/20/08 L nc		3,425	36.96	126,602 39		352,021.50	225,419 11		
Acquired 07/20/08 L nc		6,375	36 96	235,646 77		655,222.50	419,575.73		
Total	5.79	10,500	\$36.79	\$386,345.36	102.7800	\$1,079,190.00	\$692,844.64	\$23,940.00	2.22
BID CORP LTD									
BPPPF									
Acquired 06/09/16 S		9,805	N/A##	N/A		177,960 75	N/A		
Acquired 10/21/16 S		4,945	18.68	93,076 89		89,751.75	-3,325.14		
Total	1.44	14,750		\$93,076.89	18.1500	\$267,712.50	-\$3,325.14	\$2,598.95	0.97
CANADIAN NATL RY CO									
CNI									
Acquired 12/05/05 L nc		800	20 19	16,287 07		53,920 00	37,632 93		



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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 12/05/05 L nc		400	20.19	8,146.51		26,960.00	18,813.49		
Acquired 12/05/05 L nc		400	20.19	8,141.52		26,960.00	18,818.48		
Acquired 12/05/05 L nc		400	20.20	8,146.55		26,960.00	18,813.45		
Acquired 10/27/09 L nc		800	24.34	19,667.97		53,920.00	34,252.03		
Acquired 11/04/09 L nc		1,700	25.44	43,561.72		114,580.00	71,018.28		
Acquired 12/22/10 L nc		1,000	33.12	33,380.16		67,400.00	34,019.84		
Total	1.99	5,500	\$24.97	\$137,331.50	67.4000	\$370,700.00	\$233,368.50	\$6,378.35	1.72
CERNER CORP									
CERN									
Acquired 10/21/16 S	0.38	1,500	58.60	88,467.03	47.3700	71,055.00	-17,412.03	N/A	N/A
CISCO SYSTEMS INC									
CSCO									
Acquired 03/21/16 S	0.53	3,250	28.22	92,379.77	30.2200	98,215.00	5,835.23	3,380.00	3.44
COCA COLA AMATIL LIMITED ORDINARY									
AS\$0.50 PAR									
COLLAF									
Acquired 07/30/10 L nc		10,000	10.45	105,095.00		75,300.00	-29,795.00		
Acquired 11/19/10 L nc		2,500	11.70	29,553.72		18,825.00	-10,728.72		
Acquired 10/18/11 L		4,000	12.56	50,350.00		30,120.00	-20,230.00		
Acquired 04/13/12 L		7,000	12.94	91,175.00		52,710.00	-38,465.00		
Total	0.95	23,500	\$11.75	\$276,173.72	7.5300	\$176,955.00	-\$99,218.72	\$10,006.30	5.65
COCHLEAR LIMITED									
CHEOF									
Acquired 08/06/12 L	0.36	750	70.60	53,245.00	88.7384	66,553.80	13,308.80	1,784.55	2.68
COLGATE-PALMOLIVE CO									
CL									
Acquired 05/04/05 L nc		400	25.02	10,008.00		26,176.00	16,168.00		
Acquired 05/04/05 L nc		1,600	25.02	40,032.00		104,704.00	64,672.00		
Acquired 07/20/08 L nc		800	34.46	27,573.00		52,352.00	24,779.00		
Acquired 07/20/08 L nc		700	34.46	24,126.38		45,808.00	21,681.62		
Acquired 07/20/08 L nc		100	34.46	3,446.62		6,544.00	3,097.38		
Acquired 07/20/08 L nc		800	34.46	27,573.00		52,352.00	24,779.00		
Acquired 07/20/08 L nc		200	34.46	6,893.25		13,088.00	6,194.75		
Acquired 07/20/08 L nc		400	34.46	13,786.50		26,176.00	12,389.50		
Acquired 02/18/11 L		1,500	39.28	59,275.87		98,160.00	38,884.13		
Total	2.28	6,500	\$32.73	\$212,714.62	65.4400	\$425,360.00	\$212,645.38	\$10,140.00	2.38

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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
CONOCOPHILLIPS									
COP									
Acquired 07/17/06 L nc		500	50.40	25,395.72		25,070.00	-325.72		
Acquired 12/20/06 L nc		200	56.79	11,447.87		10,028.00	-1,419.87		
Acquired 12/19/07 L nc		300	64.42	19,461.98		15,042.00	-4,419.98		
Acquired 10/27/09 L nc		500	39.63	19,993.42		25,070.00	5,076.58		
Acquired 05/06/10 L nc		1,500	43.55	65,679.71		75,210.00	9,530.29		
Acquired 11/19/10 L nc		1,500	47.59	71,753.59		75,210.00	3,456.41		
Acquired 12/08/14 L		2,000	65.36	131,428.12		100,280.00	-31,148.12		
Total	1.75	6,500	\$53.10	\$345,160.41	50.1400	\$325,910.00	-\$19,250.41	\$6,500.00	1.99
COTY INC CL A									
COTY									
Acquired 07/20/08 L nc	0.04	441	16.30	7,190.13	18.3100	8,074.71	884.58	55.12	0.68
CSL LIMITED									
GMXHF									
Acquired 12/22/10 L nc		2,000	36.50	73,426.30		143,720.00	70,293.70		
Acquired 08/06/12 L		500	43.04	21,719.50		35,930.00	14,210.50		
Total	0.96	2,500	\$38.06	\$95,145.80	71.8600	\$179,650.00	\$84,504.20	\$3,080.25	1.71
DAIRY FARM INTL HLDG LTD									
UNSPON ADR									
DFIHY									
Acquired 12/12/08 L nc		625	19.75	12,471.83		22,468.75	9,996.92		
Acquired 12/12/08 L nc		625	19.75	12,471.83		22,468.75	9,996.92		
Acquired 04/15/09 L nc		1,750	23.15	40,831.09		62,912.50	22,081.41		
Acquired 10/27/09 L nc		500	30.25	15,287.22		17,975.00	2,687.78		
Acquired 03/11/10 L nc		2,000	31.10	62,592.82		71,900.00	9,307.18		
Acquired 05/06/10 L nc		2,000	34.55	69,514.21		71,900.00	2,385.79		
Acquired 11/19/10 L nc		1,250	41.10	51,713.27		44,937.50	-6,775.77		
Total	1.69	8,750	\$30.27	\$264,882.27	35.9500	\$314,562.50	\$49,680.23	\$7,971.25	2.53
DIAGEO PLC									
SPONSORED ADR NEW									
DEO									
Acquired 10/26/06 L nc		450	74.50	33,775.84		46,773.00	12,997.16		
Acquired 10/26/06 L nc		120	74.50	9,031.00		12,472.80	3,441.80		
Acquired 12/20/06 L nc		250	78.11	19,671.00		25,985.00	6,314.00		
Acquired 03/22/07 L nc		400	78.84	31,764.14		41,576.00	9,811.86		
Acquired 03/22/07 L nc		130	78.80	10,346.50		13,512.20	3,165.70		
Acquired 07/20/08 L nc		225	72.93	16,409.25		23,386.50	6,977.25		



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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 07/20/08 L nc	75	72.93	5,469.75		7,795.50	2,325.75		
Acquired 07/20/08 L nc	150	72.93	10,939.50		15,591.00	4,651.50		
Total	1.00	\$76.34	\$137,406.98	103.9400	\$187,092.00	\$49,685.02	\$5,608.80	3.00
ECOLAB INC								
ECL								
Acquired 03/04/13 L	200	76.69	15,486.34	117.2200	23,444.00	7,957.66	296.00	1.26
EMERSON ELECTRIC CO								
EMR								
Acquired 09/24/07 L nc	350	50.36	17,825.82		19,512.50	1,686.68		
Acquired 12/19/07 L nc	750	55.06	41,595.56		41,812.50	216.94		
Acquired 07/20/08 L nc	250	50.42	12,606.25		13,937.50	1,331.25		
Acquired 07/20/08 L nc	250	50.42	12,606.25		13,937.50	1,331.25		
Acquired 12/12/08 L nc	500	31.64	16,014.11		27,875.00	11,860.89		
Acquired 01/21/09 L nc	200	32.78	6,629.58		11,150.00	4,520.42		
Acquired 01/21/09 L nc	200	32.79	6,626.61		11,150.00	4,523.39		
Acquired 04/13/12 L	1,600	50.38	81,055.51		89,200.00	8,144.49		
Total	1.23	\$47.55	\$194,959.69	55.7500	\$228,575.00	\$33,615.31	\$7,872.00	3.44
EXXON MOBIL CORP								
XOM								
Acquired 04/16/05 L nc	1,053	57.06	60,086.81		95,043.78	34,956.97		
Acquired 04/16/05 L nc	1,072	57.06	61,171.00		96,758.72	35,587.72		
Acquired 04/16/05 L nc	452	57.06	25,792.25		40,797.52	15,005.27		
Acquired 07/20/08 L nc	911	81.39	74,146.29		82,226.86	8,080.57		
Acquired 07/20/08 L nc	2,512	81.39	204,451.68		226,733.12	22,281.44		
Total	2.90	\$70.94	\$425,648.03	90.2600	\$541,560.00	\$115,911.97	\$18,000.00	3.32
FACEBOOK INC								
CLASS A								
FB								
Acquired 03/21/16 S	500	111.86	56,336.35		57,525.00	1,188.65		
Acquired 10/21/16 S	750	131.59	99,270.93		86,287.50	-12,983.43		
Total	0.77	\$124.49	\$155,607.28	115.0500	\$143,812.50	-\$11,794.78	N/A	N/A
GENERAL ELECTRIC COMPANY								
GE								
Acquired 07/20/08 L nc	2,400	27.89	66,936.00		75,840.00	8,904.00		
Acquired 07/20/08 L nc	2,400	27.89	66,936.00		75,840.00	8,904.00		
Total	0.81	\$27.89	\$133,872.00	31.6000	\$151,680.00	\$17,808.00	\$4,608.00	3.04

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								ANNUAL INCOME	ANNUAL YIELD (%)
GENERAL MILLS INC									
GIS									
Acquired 07/20/08 L nc		1,200	31.69	38,028.00		74,124.00	36,096.00		
Acquired 07/20/08 L nc		200	31.69	6,338.00		12,354.00	6,016.00		
Acquired 07/20/08 L nc		200	31.69	6,338.00		12,354.00	6,016.00		
Acquired 07/20/08 L nc		1,200	31.69	38,028.00		74,124.00	36,096.00		
Acquired 11/19/10 L nc		1,000	35.19	35,479.19		61,770.00	26,290.81		
Total	1.26	3,800	\$32.69	\$124,211.19	61.7700	\$234,726.00	\$110,514.81	\$7,296.00	3.11
GENUINE PARTS CO COM									
GPC									
Acquired 12/22/10 L nc		2,000	51.50	103,535.75		191,080.00	87,544.25		
Acquired 02/18/11 L		1,250	54.87	68,973.88		119,425.00	50,451.12		
Acquired 04/18/11 L		2,250	51.44	116,310.09		214,965.00	98,654.91		
Total	2.82	5,500	\$52.51	\$288,819.72	95.5400	\$525,470.00	\$236,650.28	\$14,465.00	2.75
HEINEKEN HOLDING NV									
HKHHF									
Acquired 03/22/07 L nc		1,000	44.45	44,765.58		69,700.00	24,934.42		
Acquired 03/22/07 L nc		250	44.45	11,251.96		17,425.00	6,173.04		
Acquired 04/18/11 L		1,050	50.00	52,765.90		73,185.00	20,419.10		
Acquired 06/11/15 L		800	72.21	58,158.58		55,760.00	-2,398.58		
Total	1.16	3,100	\$53.85	\$166,942.02	69.7000	\$216,070.00	\$49,127.98	\$4,512.05	2.09
INTEL CORP									
INTC									
Acquired 07/17/06 L nc		1,750	17.86	31,563.30		63,472.50	31,909.20		
Acquired 07/17/06 L nc		500	17.88	9,073.63		18,135.00	9,061.37		
Acquired 10/26/06 L nc		1,250	21.73	27,438.24		45,337.50	17,899.26		
Acquired 07/20/08 L nc		550	21.96	12,078.00		19,948.50	7,870.50		
Acquired 07/20/08 L nc		75	21.96	1,647.00		2,720.25	1,073.25		
Acquired 07/20/08 L nc		625	21.96	13,725.00		22,668.75	8,943.75		
Total	0.92	4,750	\$20.11	\$95,525.17	36.2700	\$172,282.50	\$76,757.33	\$4,940.00	2.87
INTUIT INC									
INTU									
Acquired 10/21/16 S	0.61	1,000	108.51	109,144.53	114.6100	114,610.00	5,465.47	1,360.00	1.18
JACK HENRY & ASSOC INC									
JKHY									
Acquired 09/18/15 L	0.24	500	69.61	35,136.12	88.7800	44,390.00	9,253.88	560.00	1.26



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								ANNUAL INCOME	ANNUAL YIELD (%)
JARDINE MATHESON HLDGS									
LTD-UNSP ADR									
JMHL									
Acquired 03/27/08 L nc		800	30.60	24,715.68		44,376.00	19,660.32		
Acquired 06/25/08 L nc		800	29.05	23,471.34		44,376.00	20,904.66		
Acquired 06/25/08 L nc		250	29.15	7,390.00		13,867.50	6,477.50		
Acquired 07/20/08 L nc		500	30.82	15,412.50		27,735.00	12,322.50		
Acquired 07/20/08 L nc		500	30.82	15,412.50		27,735.00	12,322.50		
Acquired 12/12/08 L nc		500	17.00	8,627.25		27,735.00	19,107.75		
Acquired 04/15/09 L nc		1,650	20.90	34,782.11		91,525.50	56,743.39		
Acquired 07/28/09 L nc		1,500	28.35	42,842.83		83,205.00	40,362.17		
Acquired 10/27/09 L nc		1,000	31.26	31,528.58		55,470.00	23,941.42		
Acquired 03/11/10 L nc		2,000	32.94	66,222.51		110,940.00	44,717.49		
Total	2.83	9,500	\$28.46	\$270,405.30	55.4700	\$526,965.00	\$256,559.70	\$12,863.00	2.44
JOHNSON & JOHNSON									
JNJ									
Acquired 07/20/08 L nc		16,550	67.68	1,120,228.12		1,906,725.50	786,497.38		
Acquired 07/20/08 L nc		126	67.68	8,528.63		14,516.46	5,987.83		
Acquired 07/20/08 L nc		74	67.68	5,008.88		8,525.54	3,516.66		
Total	10.35	16,750	\$67.69	\$1,133,765.63	115.2100	\$1,929,767.50	\$796,001.87	\$53,600.00	2.78
LINEAR TECHNOLOGY COR									
LLTC									
Acquired 05/04/05 L nc		350	36.28	12,698.00		21,822.50	9,124.50		
Acquired 05/04/05 L nc		400	36.28	14,512.00		24,940.00	10,428.00		
Acquired 05/04/05 L nc		800	36.28	29,024.00		49,880.00	20,856.00		
Acquired 05/04/05 L nc		400	36.28	14,512.00		24,940.00	10,428.00		
Acquired 05/04/05 L nc		400	36.28	14,512.00		24,940.00	10,428.00		
Acquired 05/04/05 L nc		200	36.28	7,256.00		12,470.00	5,214.00		
Acquired 05/04/05 L nc		150	36.28	5,442.00		9,352.50	3,910.50		
Acquired 11/17/05 L nc		250	34.12	8,670.03		15,587.50	6,917.47		
Acquired 07/20/08 L nc		800	33.32	26,657.92		49,880.00	23,222.08		
Acquired 07/20/08 L nc		200	33.32	6,664.48		12,470.00	5,805.52		
Acquired 07/20/08 L nc		600	33.32	19,993.44		37,410.00	17,416.56		
Acquired 07/20/08 L nc		400	33.32	13,328.96		24,940.00	11,611.04		
Acquired 07/30/10 L nc		1,000	31.41	31,686.07		62,350.00	30,663.93		
Acquired 12/22/10 L nc		1,000	34.61	34,895.09		62,350.00	27,454.91		
Total	2.32	6,950	\$34.51	\$239,851.99	62.3500	\$433,332.50	\$193,480.51	\$8,896.00	2.05

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								ANNUAL INCOME	ANNUAL YIELD (%)
MCDONALDS CORP									
MCD									
Acquired 03/27/08 L nc		200	55.64	11,232.06		24,344.00	13,111.94		
Acquired 06/25/08 L nc		650	57.53	37,674.56		79,118.00	41,443.44		
Acquired 07/20/08 L nc		1,800	60.25	108,450.00		219,096.00	110,646.00		
Acquired 07/20/08 L nc		896	60.25	53,984.00		109,061.12	55,077.12		
Acquired 12/12/08 L nc		200	59.77	12,058.06		24,344.00	12,285.94		
Acquired 01/21/09 L nc		400	57.77	23,318.05		48,688.00	25,369.95		
Total	2.71	4,146	\$59.51	\$246,716.73	121.7200	\$504,651.12	\$257,934.39	\$15,588.96	3.09
MEDTRONIC PLC									
MDT									
Acquired 01/27/15 L	0.84	2,200	76.21	167,670.21 168,097.20	71.2300	156,706.00	-10,964.21	3,784.00	2.41
MERCK & CO INC NEW									
MRK									
Acquired 04/16/05 L nc		2,589,71420	20.57	53,289.83		152,456.47	99,166.64		
Acquired 04/16/05 L nc		409,95475	20.57	8,435.83		24,134.04	15,698.21		
Acquired 07/20/08 L nc		3,343,33105	20.80	69,557.99		196,821.90	127,263.91		
Acquired 12/22/10 L nc		1,500	36.21	54,680.96		88,305.00	33,624.04		
Total	2.48	7,843	\$23.71	\$185,964.61	58.8700	\$461,717.41	\$275,752.80	\$14,744.84	3.19
MICROSOFT CORP									
MSFT									
Acquired 01/30/12 L		3,250	29.53	96,478.75		201,955.00	105,476.25		
Acquired 06/11/15 L		500	46.36	23,430.58		31,070.00	7,639.42		
Acquired 03/21/16 S		1,750	53.78	94,720.23		108,745.00	14,024.77		
Total	1.83	5,500	\$39.02	\$214,629.56	62.1400	\$341,770.00	\$127,140.44	\$8,580.00	2.51
NESTLE S A REG ADR									
NSRGY									
Acquired 11/17/05 L nc		312	30.22	9,532.25		22,382.88	12,850.63		
Acquired 12/05/05 L nc		1,375	30.20	41,864.41		98,642.50	56,778.09		
Acquired 04/06/06 L nc		1,125	29.22	33,121.06		80,707.50	47,586.44		
Acquired 12/12/08 L nc		500	34.80	17,540.90		35,870.00	18,329.10		
Acquired 12/12/08 L nc		500	34.80	17,540.90		35,870.00	18,329.10		
Acquired 03/04/13 L		500	69.53	35,032.71		35,870.00	837.29		
Total	1.66	4,312	\$35.86	\$154,632.23	71.7400	\$309,342.88	\$154,710.65	\$8,395.46	2.71



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								ANNUAL INCOME	ANNUAL YIELD (%)
NEXTERA ENERGY INC									
NEE									
Acquired 04/15/09 L nc		750	50.53	38,178.42		89,595.00	51,416.58		
Acquired 07/28/09 L nc		500	56.98	28,733.95		59,730.00	30,996.05		
Acquired 10/27/09 L nc		1,250	50.69	63,747.96		149,325.00	85,577.04		
Total	1.60	2,500	\$52.26	\$130,660.33	119.4600	\$298,650.00	\$167,989.67	\$8,700.00	2.91
NORFOLK SOUTHERN CORP									
NSC									
Acquired 05/11/06 L nc		200	55.90	11,296.00		21,614.00	10,318.00		
Acquired 12/12/08 L nc		750	44.79	33,801.28		81,052.50	47,251.22		
Acquired 12/12/08 L nc		750	44.79	33,801.27		81,052.50	47,251.23		
Acquired 02/18/11 L		1,000	65.42	65,770.40		108,070.00	42,299.60		
Acquired 10/10/13 L		750	78.81	59,486.58		81,052.50	21,565.92		
Total	2.00	3,450	\$59.18	\$204,155.53	108.0700	\$372,841.50	\$168,685.97	\$8,142.00	2.18
NOVARTIS AG									
SPON ADR									
NVS									
Acquired 12/22/10 L nc		1,300	59.04	77,174.38		94,692.00	17,517.62		
Acquired 02/18/11 L		800	57.32	46,155.80		58,272.00	12,116.20		
Acquired 10/18/11 L		1,300	57.71	75,419.96		94,692.00	19,272.04		
Total	1.33	3,400	\$58.46	\$198,750.14	72.8400	\$247,656.00	\$48,905.86	\$7,830.20	3.16
NOVO NORDISK A S ADR									
NVO									
Acquired 10/21/16 S	0.48	2,500	41.57	104,599.47	35.8600	89,650.00	-14,949.47	2,575.00	2.87
PAYCHEX INC									
PAYX									
Acquired 04/16/05 L nc		50	31.97	1,598.63		3,044.00	1,445.37		
Acquired 04/16/05 L nc		450	31.97	14,387.63		27,396.00	13,008.37		
Acquired 04/16/05 L nc		150	31.97	4,795.88		9,132.00	4,336.12		
Acquired 04/16/05 L nc		150	31.97	4,795.88		9,132.00	4,336.12		
Acquired 04/16/05 L nc		150	31.97	4,795.88		9,132.00	4,336.12		
Acquired 04/16/05 L nc		250	31.97	7,993.13		15,220.00	7,226.87		
Acquired 04/16/05 L nc		250	31.97	7,993.13		15,220.00	7,226.87		
Acquired 04/16/05 L nc		40	31.97	1,278.90		2,435.20	1,156.30		
Acquired 04/16/05 L nc		210	31.97	6,714.23		12,784.80	6,070.57		
Acquired 04/16/05 L nc		100	31.97	3,197.25		6,088.00	2,890.75		
Acquired 05/04/05 L nc		250	30.67	7,667.50		15,220.00	7,552.50		

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								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 05/04/05 L nc		100	30.67	3,067.00		6,088.00	3,021.00		
Acquired 06/11/15 L		1,000	48.27	48,646.99		60,880.00	12,233.01		
Total	1.03	3,150	\$37.12	\$116,932.03	60.8800	\$191,772.00	\$74,839.97	\$5,796.00	3.02
PAYCOM SOFTWARE INC									
PAYC									
Acquired 10/21/16 S	0.43	1,750	49.74	87,618.01	45.4900	79,607.50	-8,010.51	N/A	N/A
PEPSICO INCORPORATED									
PEP									
Acquired 09/01/05 L nc		1,000	55.15	55,567.54		104,630.00	49,062.46		
Acquired 09/01/05 L nc		550	54.91	30,396.66		57,546.50	27,149.84		
Acquired 12/05/05 L nc		350	59.83	21,177.50		36,620.50	15,443.00		
Acquired 04/06/06 L nc		350	57.88	20,456.50		36,620.50	16,164.00		
Total	1.26	2,250	\$56.71	\$127,598.20	104.6300	\$235,417.50	\$107,819.30	\$6,772.50	2.88
PRAXAIR INC									
PX									
Acquired 12/12/08 L nc		375	54.71	20,663.82		43,946.25	23,282.43		
Acquired 12/12/08 L nc		375	54.71	20,663.80		43,946.25	23,282.45		
Acquired 04/15/09 L nc		500	68.06	34,291.32		58,595.00	24,303.68		
Acquired 03/11/10 L nc		750	79.15	59,712.22		87,892.50	28,180.28		
Total	1.26	2,000	\$67.67	\$135,331.16	117.1900	\$234,380.00	\$99,048.84	\$6,000.00	2.56
PROCTER & GAMBLE CO									
PG									
Acquired 07/20/08 L nc		2,450	63.64	155,918.00		205,996.00	50,078.00		
Acquired 07/20/08 L nc		1,600	63.64	101,824.00		134,528.00	32,704.00		
Acquired 07/20/08 L nc		200	63.64	12,728.00		16,816.00	4,088.00		
Acquired 07/20/08 L nc		637	63.64	40,538.68		53,558.96	13,020.28		
Total	2.20	4,887	\$63.64	\$311,008.68	84.0800	\$410,898.96	\$99,890.28	\$13,087.38	3.19
QUALCOMM INC									
QCOM									
Acquired 04/16/05 L nc		310	32.93	10,210.62		20,212.00	10,001.38		
Acquired 04/16/05 L nc		800	32.93	26,350.00		52,160.00	25,810.00		
Acquired 04/16/05 L nc		400	32.93	13,175.00		26,080.00	12,905.00		
Acquired 04/16/05 L nc		600	32.93	19,762.50		39,120.00	19,357.50		
Acquired 04/16/05 L nc		390	32.93	12,845.63		25,428.00	12,582.37		
Acquired 04/16/05 L nc		300	32.93	9,881.25		19,560.00	9,678.75		
Total	0.98	2,800	\$32.94	\$92,225.00	65.2000	\$182,560.00	\$90,335.00	\$5,936.00	3.25

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								ANNUAL INCOME	ANNUAL YIELD (%)
RECKITT BENCKISER GROUP									
PLC									
RBGPF									
Acquired 04/21/14 L		600	81.18	49,051.67		50,898.00	1,846.33		
Acquired 06/11/15 L		600	89.65	54,156.69		50,898.00	-3,258.69		
Total	0.55	1,200	\$86.01	\$103,208.36	84.8300	\$101,796.00	-\$1,412.36	\$2,179.32	2.14
STRYKER CORP									
SYK									
Acquired 04/16/05 L nc		600	46.14	27,685.50		71,886.00	44,200.50		
Acquired 04/16/05 L nc		400	46.14	18,457.00		47,924.00	29,467.00		
Acquired 04/16/05 L nc		560	46.14	25,839.80		67,093.60	41,253.80		
Acquired 04/16/05 L nc		440	46.14	20,302.70		52,716.40	32,413.70		
Acquired 05/04/05 L nc		200	49.45	9,890.00		23,962.00	14,072.00		
Acquired 05/04/05 L nc		900	49.45	44,505.00		107,829.00	63,324.00		
Total	1.99	3,100	\$47.32	\$146,680.00	119.8100	\$371,411.00	\$224,731.00	\$5,270.00	1.42
SUNCOR ENERGY INC NEW									
SU									
Acquired 10/27/09 L nc		1,000	35.05	35,337.86		32,690.00	-2,647.86		
Acquired 05/06/10 L nc		1,500	31.35	47,356.78		49,035.00	1,678.22		
Acquired 11/19/10 L nc		2,500	34.32	86,293.78		81,725.00	-4,568.78		
Acquired 12/22/10 L nc		1,500	37.65	56,848.86		49,035.00	-7,813.86		
Acquired 12/08/14 L		2,000	29.51	59,542.21		65,380.00	5,837.79		
Total	1.49	8,500	\$33.57	\$285,379.49	32.6900	\$277,865.00	-\$7,514.49	\$7,622.80	2.74
SYSCO CORPORATION									
SY									
Acquired 04/16/05 L nc		700	35.18	24,629.50		38,759.00	14,129.50		
Acquired 04/16/05 L nc		500	35.18	17,592.50		27,685.00	10,092.50		
Acquired 04/16/05 L nc		700	35.18	24,629.50		38,759.00	14,129.50		
Acquired 04/16/05 L nc		400	35.18	14,074.00		22,148.00	8,074.00		
Acquired 04/16/05 L nc		300	35.18	10,555.50		16,611.00	6,055.50		
Acquired 04/16/05 L nc		20	35.18	703.70		1,107.40	403.70		
Acquired 04/16/05 L nc		250	35.18	8,796.25		13,842.50	5,046.25		
Acquired 04/16/05 L nc		500	35.18	17,592.50		27,685.00	10,092.50		
Acquired 04/16/05 L nc		250	35.18	8,796.25		13,842.50	5,046.25		
Acquired 07/20/08 L nc		800	29.32	23,458.00		44,296.00	20,838.00		
Acquired 07/20/08 L nc		400	29.32	11,729.00		22,148.00	10,419.00		
Acquired 07/20/08 L nc		400	29.32	11,729.00		22,148.00	10,419.00		
Acquired 07/20/08 L nc		200	29.32	5,864.50		11,074.00	5,209.50		
Acquired 07/20/08 L nc		400	29.32	11,729.00		22,148.00	10,419.00		

CHARLES O LEE JR & LOUISE K
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 07/20/08 L nc		200	29.32	5,864.50		11,074.00	5,209.50		
Acquired 07/20/08 L nc		200	29.32	5,864.50		11,074.00	5,209.50		
Acquired 07/20/08 L nc		400	29.32	11,729.00		22,148.00	10,419.00		
Acquired 07/20/08 L nc		400	29.32	11,729.00		22,148.00	10,419.00		
Acquired 07/20/08 L nc		600	29.32	17,593.50		33,222.00	15,628.50		
Acquired 07/20/08 L nc		200	29.32	5,864.50		11,074.00	5,209.50		
Acquired 07/20/08 L nc		300	29.32	8,796.75		16,611.00	7,814.25		
Acquired 07/20/08 L nc		300	29.32	8,796.75		16,611.00	7,814.25		
Acquired 07/28/09 L nc		2,600	23.23	60,820.29		143,962.00	83,141.71		
Acquired 11/04/09 L nc		580	26.73	15,672.06		32,114.60	16,442.54		
Total	3.44	11,600	\$29.71	\$344,610.05	55.3700	\$642,292.00	\$297,681.95	\$15,312.00	2.38
THAI BEVERAGE PCL									
TBVPF									
Acquired 10/10/13 L		60,000	0.42	25,946.00		35,028.00	9,082.00		
Acquired 10/21/16 S		50,000	0.70	35,757.00		29,190.00	-6,567.00		
Total	0.34	110,000	\$0.56	\$61,703.00	0.5838	\$64,218.00	\$2,515.00	\$2,464.00	3.84
UNILEVER N V									
UN									
Acquired 10/18/11 L		3,000	33.67	101,510.30		123,180.00	21,669.70		
Acquired 04/13/12 L		1,500	32.36	48,884.15		61,590.00	12,705.85		
Acquired 08/06/12 L		1,250	35.39	44,540.38		51,325.00	6,784.62		
Acquired 03/04/13 L		1,000	39.29	39,590.52		41,060.00	1,469.48		
Acquired 04/21/14 L		850	42.24	36,219.12		34,901.00	-1,318.12		
Total	1.67	7,600	\$35.62	\$270,744.47	41.0600	\$312,056.00	\$41,311.53	\$9,059.20	2.90
UNION PACIFIC CORP									
UNP									
Acquired 07/20/08 L nc		1,500	36.33	54,495.00		155,520.00	101,025.00		
Acquired 07/20/08 L nc		1,500	36.33	54,495.00		155,520.00	101,025.00		
Total	1.67	3,000	\$36.33	\$108,990.00	103.6800	\$311,040.00	\$202,050.00	\$7,260.00	2.33
UNITED TECHNOLOGIES CORP									
UTX									
Acquired 05/11/06 L nc		175	65.71	11,601.50		19,183.50	7,582.00		
Acquired 07/17/06 L nc		75	58.56	4,483.00		8,221.50	3,738.50		
Acquired 05/06/10 L nc		1,250	73.00	91,711.88		137,025.00	45,313.12		
Acquired 04/21/14 L		175	118.68	20,870.00		19,183.50	-1,686.50		
Total	0.98	1,675	\$76.82	\$128,666.38	109.6200	\$183,613.50	\$54,947.12	\$4,422.00	2.41



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Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
VERIZON COMMUNICATIONS									
COM									
VZ									
Acquired 12/22/10 L nc	0.72	2,500	35.14	88,353.89	53.3800	133,450.00	45,096.11	5,775.00	4.32
WALGREENS BOOTS									
ALLIANCE INC									
WBA									
Acquired 04/06/06 L nc		800	43.29	34,901.71		66,208.00	31,306.29		
Acquired 06/25/07 L nc		750	44.10	33,340.77		62,070.00	28,729.23		
Acquired 03/21/16 S		550	83.82	46,467.42		45,518.00	-949.42		
Total	0.93	2,100	\$54.62	\$114,709.90	82.7600	\$173,796.00	\$59,086.10	\$3,150.00	1.81
3M CO									
MMM									
Acquired 07/20/08 L nc		1,900	68.86	130,848.25		339,283.00	208,434.75		
Acquired 07/20/08 L nc		2,400	68.86	165,282.00		428,568.00	263,286.00		
Total	4.12	4,300	\$68.87	\$296,130.25	178.5700	\$767,851.00	\$471,720.75	\$19,092.00	2.49
Total Stocks and ETFs	96.79			\$11,102,593 \$11,105,405		\$18,053,964.33	\$6,772,218.02	\$461,595.48	2.56
Total Stocks, options & ETFs	96.79			\$11,102,593		\$18,053,964.33	\$6,772,218.02	\$461,595.48	2.56

Cost information for one or more securities is not available. If you have cost information and would like to see it on future statements, contact Your Financial Advisor.
nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.