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For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation The Caroline M Lowndes Foundation Inc		A Employer identification number 26-0379209	
% Foundation Source			
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		B Telephone number (see instructions) (800) 839-1754	
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 ☒ 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) \$ 5,460,143		J Accounting method ☒ 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)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	625	625		
	4 Dividends and interest from securities	80,141	80,141		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	96,757			
	b Gross sales price for all assets on line 6a 807,161				
	7 Capital gain net income (from Part IV, line 2)		96,757		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	177,523	177,523		
	13 Compensation of officers, directors, trustees, etc	12,000			12,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	17,700	17,700		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,724			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	33,139	7		33,132
	24 Total operating and administrative expenses. Add lines 13 through 23	67,563	17,707		45,132
	25 Contributions, gifts, grants paid	251,750			251,750
	26 Total expenses and disbursements. Add lines 24 and 25	319,313	17,707		296,882
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-141,790			
	b Net investment income (if negative, enter -0-)		159,816		
	c Adjusted net income(if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	145,830	193,481	193,481
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,354,993	3,246,690	4,553,678
	c	Investments—corporate bonds (attach schedule)	81,138		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	500,000	500,000	712,984
	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)	4,081,961	3,940,171	5,460,143	
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)	0	0	
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.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,081,961	3,940,171	
	30	Total net assets or fund balances (see instructions)	4,081,961	3,940,171	
	31	Total liabilities and net assets/fund balances (see instructions) .	4,081,961	3,940,171	

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	4,081,961
2	Enter amount from Part I, line 27a	2	-141,790
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	3,940,171
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,940,171

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)
1 a 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 807,161		710,404	96,757
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			96,757
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	96,757
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	305,421	5,531,823	0 055212
2014	212,573	5,316,336	0 039985
2013	215,657	4,721,283	0 045678
2012	211,168	4,196,135	0 050324
2011	198,703	4,091,472	0 048565
2 Total of line 1, column (d)			0 239764
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			0 047953
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			5,280,060
5 Multiply line 4 by line 3			253,195
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,598
7 Add lines 5 and 6			254,793
8 Enter qualifying distributions from Part XII, line 4			296,882

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	1,598
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	1,598
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,598
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,800
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,800
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	1,202
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 1,202 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► _____	13	Yes	
14	The books are in care of ► Foundation Source _____ Telephone no ► (800) 839-1754			

Located at ► 501 Silverside Road Suite 123 Wilmington DE ZIP+4 ► 198091377

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	☐		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 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?	16	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country ► _____			

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		No
	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 2016?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Caroline M Lowndes Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Pres / Dir / Sec 3 0	12,000	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Total number of other employees paid over \$50,000. ☐				

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	4,477,742
b	Average of monthly cash balances.	1b	169,741
c	Fair market value of all other assets (see instructions).	1c	712,984
d	Total (add lines 1a, b, and c).	1d	5,360,467
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,360,467
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	80,407
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,280,060
6	Minimum investment return. Enter 5% of line 5.	6	264,003

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	264,003
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,598
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,598
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	262,405
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	262,405
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	262,405

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	296,882
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	296,882
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	1,598
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	295,284

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				262,405
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			191,827	
b Total for prior years 2014, 2013, 2012				
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.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>296,882</u>				
a Applied to 2015, but not more than line 2a			191,827	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				105,055
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))				
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				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				157,350
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
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.	0			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) Caroline M Lowndes	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	251,750
b <i>Approved for future payment</i>				
Total			3b	

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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	625	
4 Dividends and interest from securities.			14	80,141	
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	96,757	
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). . .				177,523	
13 Total. Add line 12, columns (b), (d), and (e).			13		177,523

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

- 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

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

Print/Type preparer's name Jeffrey D Haskell	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01345770
Firm's name ▶ Foundation Source				Firm's EIN ▶
Firm's address ▶ One Hollow Ln Ste 212 Lake Success, NY 11042				Phone no (800) 839-1754

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN ASSOCIATES OF THE ROYAL ACADEMY TRUST INC 767 3RD AVE FL 4 MANHATTAN, NY 10017	N/A	PC	Platinum Patron Program	15,000
ASSOCIATION OF SMALL FOUNDATIONS DBA EXPONENT PHIL 1720 N ST NW WASHINGTON, DC 20036	N/A	PC	Contribution Campaign	750
CENTRAL PARK CONSERVANCY INC 14 E 60TH ST NEW YORK, NY 10022	N/A	PC	President's Circle Program	10,000
FRICK COLLECTION 1 E 70TH ST NEW YORK, NY 10021	N/A	PC	Annual Fund	1,500
FRICK COLLECTION 1 E 70TH ST NEW YORK, NY 10021	N/A	PC	Sustaining Fellow Program	10,000
FRIENDS OF SULGRAVE MANOR 10245 EPPLING LN DALLAS, TX 75229	N/A	PC	Sulgrave Society Program	500
FUND FOR PARK AVENUE NEW YORK INC 445 PARK AVE STE 1000 NEW YORK, NY 10022	N/A	PC	Park Avenue Tree Lighting Fund	1,000
FUND FOR PARK AVENUE NEW YORK INC 445 PARK AVE STE 1000 NEW YORK, NY 10022	N/A	PC	Planting Project	1,000
GUNSTON HALL REGENTS FUND 10709 GUNSTON RD MASON NECK, VA 22079	N/A	PC	Friends of Gunston Hall Annual Campaign	500
INTERNATIONAL FOUNDATION FOR ART RESEARCH INC 500 5TH AVE STE 935 NEW YORK, NY 10110	N/A	PC	IFAR Evenings Program	35,000
JUNIOR LEAGUE OF THE CITY OF NEW YORK INC 130 E 80TH ST NEW YORK, NY 10075	N/A	PC	Annual Fund	500
MARY BALDWIN UNIVERSITY 318 PROSPECT ST STAUNTON, VA 24401	N/A	PC	Annual Fund	5,000
NATIONAL SOCIETY OF THE COLONIAL DAMES OF AMERICA 81 CUMBERLAND ST CHARLESTON, SC 29401	N/A	PC	NSCDA-SC- Powder Magazine Fund	500
NATIONAL SOCIETY OF THE COLONIAL DAMES OF AMERICA 2715 Q ST NW WASHINGTON, DC 20007	N/A	PC	Friends of Dumbarton House Annual Fund	500
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK W NEW YORK, NY 10024	N/A	PC	Four Seasons Auction Fund	2,000
Total ► 3a				251,750

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK W NEW YORK, NY 10024	N/A	PC	Adopt a Lamp Program	10,000
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK W NEW YORK, NY 10024	N/A	PC	Center for the Study of Women's History Student Visits and Workshops Program	50,000
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK W NEW YORK, NY 10024	N/A	PC	Chairmans Council Program	25,000
PAINTING CENTER INC 547 W 27TH ST NEW YORK, NY 10001	N/A	PC	Annual Fund - fiscal year 2016/2017	2,000
PAINTING CENTER INC 547 W 27TH ST NEW YORK, NY 10001	N/A	PC	Fiscal Year 2015/2016 Annual Fund	2,000
ST JAMES EPISCOPAL CHURCH 865 MADISON AVE NEW YORK, NY 10021	N/A	PC	General & Unrestricted	3,000
ST JAMES EPISCOPAL CHURCH 865 MADISON AVE NEW YORK, NY 10021	N/A	PC	Clergy Discretionary Fund	1,000
ST JAMES EPISCOPAL CHURCH 865 MADISON AVE NEW YORK, NY 10021	N/A	PC	2016 Commitment Campaign	60,000
THE ANIMAL MEDICAL CENTER 510 E 62ND ST 2ND FL NEW YORK, NY 10065	N/A	PC	President's Council Division	10,000
VANDERBILT UNIVERSITY VU STA B 357754 NASHVILLE, TN 37235	N/A	PC	Owen Graduate School of Management	5,000
Total ► 3a				251,750

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

TY 2016 Depreciation Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

TY 2016 Investments Corporate Stock Schedule

Name: The Caroline M Lowndes Foundation Inc
EIN: 26-0379209

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACADIA HEALTHCARE CO INC	13,007	9,334
AETNA INC	22,927	76,018
ALKERMES	7,754	10,449
ALLERGAN PLC	73,074	56,703
ALLIANCE DATA SYSTEM CORP	13,094	52,784
ALPHABET INC CL A	10,114	29,321
ALPHABET INC CL C	62,594	98,021
AMAZON COM	54,933	110,230
AMERICAN EXPRESS CO	45,697	45,559
AMERICAN TOWER REIT INC	49,553	47,239
AMERIPRISE FINANCIAL INC	6,493	14,422
AMERISOURCEBERGEN CORP	9,903	15,873
AMETEK INC	3,889	11,518
AMPHENOL CORPORATION	5,540	13,037
AMSURG CORP	9,253	9,050
ANADARKO PETROLEUM CORP	51,649	57,527
ANGEL OAK MULTI-STRATEGY INCOM	100,000	92,358
ANSYS INC	4,367	10,359
APPLE INC	29,104	57,331
ASHLAND GLOBAL HOLDINGS	7,374	7,760
AT INCOME OPPORTUNITIES FUND I	95,431	94,145
AUTOMATIC DATA PROCESSING INC	34,399	87,363
AUTONATION INC	6,359	8,416
AUTOZONE INC	4,925	33,961
BARCLAYS ETN PLUS SELECT MLP	120,994	107,740
BE AEROSPACE, INC	10,513	13,483
BERRY PLASTICS GROUP INC	5,729	16,422
BLACKROCK INC	27,867	48,329
BOEING CO	21,513	45,147
BORG WARNER INC	5,044	5,719

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BROWN FORMAN CORP CL B	4,634	11,410
CAPITAL ONE FINANCIAL CORP	28,787	39,956
CARDINAL HEALTH INC	9,632	8,708
CARDTRONICS INC	10,000	17,572
CARTER'S INC	14,458	13,390
CHECK POINT SOFTWARE TECHNOLOG	5,975	12,162
CHURCH & DWIGHT	4,645	13,699
CIGNA	29,609	28,679
CISCO SYSTEMS INC	34,978	52,432
CITIGROUP INC	29,645	40,175
CITRIX SYSTEMS INC	5,058	7,681
COGNIZANT TECHNOLOGY SOLUTIONS	7,786	28,071
COLGATE-PALMOLIVE COMPANY	41,991	42,209
COMCAST CORP	38,738	71,812
CONCHO RESOURCES INC	3,936	10,741
CROWN HOLDINGS INC	6,327	9,778
CVS CAREMARK CORP	21,713	41,033
DANAHER CORP	17,720	47,093
DELL TECHNOLOGIES INC	9,251	10,774
DELPHI AUTOMOTIVE PLC	10,184	9,833
DICK'S SPORTING GDS	4,028	7,806
DISCOVERY COMMUNICATIONS, INC	4,739	7,686
DOLLAR GENERAL CORP	25,991	42,220
DOLLAR TREE INC	3,229	21,302
EDWARDS LIFESCIENCES	7,327	9,276
EOG RESOURCES INC	22,950	27,803
EPAM SYSTEMS INC	8,435	15,563
EQT CORPORATION	8,844	6,998
EQUINIX, INC	4,917	17,513
EURONET WORLDWIDE INC	16,344	16,152

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPRESS SCRIPTS HOLDING CO	32,223	43,750
F M C CP	5,318	7,692
FIDELITY NATIONAL INFORMATION	23,429	53,402
FISERV INC	12,515	81,092
FLEETCOR TECHNOLOGIES INC	8,793	8,208
FOOT LOCKER INC N.Y. COM	6,461	14,674
FORTIVE CORPORATION	5,764	16,196
GAMESTOP CORP	4,457	5,001
GENERAL ELECTRIC CO	60,128	66,518
GLOBAL PAYMENTS INC	9,165	12,216
HANESBRANDS INC	11,817	9,469
HCA INC	13,505	15,026
HD SUPPLY HLDGS INC	10,901	16,154
HEALTHSOUTH CP	9,898	16,001
HOME DEPOT INC	30,657	53,230
HUBBELL CLASS B	7,862	8,402
HUMANA INC	2,525	12,038
IHS MARKIT LTD	7,595	8,180
INT'L FLAVORS & FRAGRANCES INC	8,858	11,312
INTERCONTINENTAL EXCHANGE, INC	4,784	14,105
IVA INTERNATIONAL FUND CLASS I	108,709	101,318
JOHNSON & JOHNSON	37,560	55,877
JONES LANG LASALLE	5,470	7,881
JP MORGAN CHASE	31,408	75,935
KANSAS CITY SOUTHERN	6,965	10,691
KINDER MORGAN INC	40,963	40,281
LIGAND PHARMACEUTICALS INCORPO	5,441	4,877
LKQ CORPORATION	11,916	12,720
MACY'S INC	36,466	24,888
MAINSTAY EPOCH GLOBAL EQUITY Y	50,576	44,857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARRIOTT INTERNATIONAL INC. CL	5,449	13,146
MATTHEWS PACIFIC TIGER FUND I	54,817	45,169
MCKESSON CORP	32,570	24,579
MEDNAX, INC	4,998	10,199
MEDTRONIC PLC	57,251	52,995
MERCK & CO INC	20,549	41,915
MICROCHIP TECHNOLOGY INC	9,611	20,400
MICROSOFT CORP	42,432	91,035
MOHAWK INDS INC	4,322	13,379
MONSTER BEVERAGE CORP	2,304	23,412
NEXTERA ENERGY, INC	30,519	34,046
NXP SEMICONDUCTORS	9,292	23,620
O'REILLY AUTOMOTIVE INC	12,349	13,921
OMNICOM GROUP	25,328	30,640
ORACLE CORP	32,903	56,329
PENTAIR INC. COM	6,084	5,663
PEPSICO INC	37,878	50,327
PIONEER NAT RES CO	13,507	14,226
PRAXAIR INC	26,191	41,017
PRUDENTIAL FINCL INC	46,601	56,192
PTC INC	11,054	12,030
QUALCOMM INC	47,135	47,140
REXNORD CORP	11,791	9,658
ROPER INDUSTRIES	7,184	15,013
ROSS STORES, INC	9,866	20,730
SABRE CORPORATION	12,381	11,851
SBA COMMUNICATIONS	8,360	14,663
SIMON PPTY GROUP INC	27,485	32,691
SKYWORKS SOLUTIONS, INC	4,542	14,559
SPROUTS FARMERS MARKET INC	12,222	10,406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STERICYCLE INC	8,171	8,474
STRYKER CORPORATION	22,483	53,915
T. ROWE PRICE ASSOCIATES	6,053	9,031
TD AMERITRADE HOLDING CORP	9,511	12,862
TE CONNECTIVITY LTD	11,611	13,371
TEAM HEALTH HOLDINGSINC COM	5,642	6,691
THERMO FISHER SCIENTIFIC INC	32,512	34,570
TJX COMPANIES INC	17,687	25,018
TRACTOR SUPPLY CO COM	5,982	10,613
TWEEDY BROWNE GLOBAL VALUE FUN	158,505	148,965
ULTA SALON, COSMETICS & FRAGRA	5,744	9,433
UNION PACIFIC	30,142	40,954
UNITED TECHNOLOGIES CORP	28,366	40,011
UNITEDHEALTH GROUP INC	13,155	72,018
UNIVERSAL HLTH SVC B	11,789	13,617
US BANCORP	41,856	58,562
V F CORP	11,660	24,434
VANTIV INC - CLASS A	9,607	24,444
VIRTUS EMERGING MARKETS OPPTS	71,377	61,894
VISA INC	47,327	64,054
WABTEC	6,623	6,725
WALGREENS BOOTS ALLIANCE	39,633	39,311
WELLS FARGO & CO	39,543	69,328
WEX, INC	6,929	10,937
WHIRLPOOL CORP	10,714	16,359

TY 2016 Investments - Other Schedule

Name: The Caroline M Lowndes Foundation Inc

EIN: 26-0379209

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LIGHTHOUSE GLOBAL LONG/SHORT F		500,000	712,984

TY 2016 Other Expenses Schedule**Name:** The Caroline M Lowndes Foundation Inc**EIN:** 26-0379209**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	26,357			26,357
Bank Charges	7	7		
State or Local Filing Fees	25			25
FOUNDATION DUES & MEMBERSHIP	6,750			6,750

TY 2016 Other Professional Fees Schedule**Name:** The Caroline M Lowndes Foundation Inc**EIN:** 26-0379209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	17,700	17,700		

TY 2016 Taxes Schedule**Name:** The Caroline M Lowndes Foundation Inc**EIN:** 26-0379209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2016	2,800			
990-PF Excise Tax for 2015	1,924			