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

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2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

THE LAURA E. DUPONT FOUNDATION
800 CRESCENT AVENUE
GREENVILLE, SC 29601

A Employer identification number
58-6340729

B Telephone number (see instructions)
864-232-7848

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 1,395,453.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(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 (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 484,012.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

c Other professional fees (attach sch) SEE ST 2

17 Interest

18 Taxes (attach schedule) SEE STM 3

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV

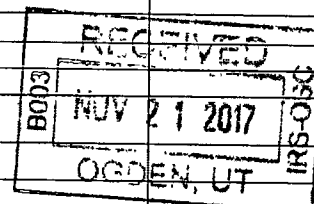
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)



SCANNED NOV 27 2017

REVENUE

ADMINISTRATIVE
AND
EXPENSES

921

21

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing		-20.	
	2 Savings and temporary cash investments	127,171.	175,785.	175,765.
	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 sch)			
	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) STATEMENT 5	1,079,031.	1,015,984.	1,219,661.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe SEE STATEMENT 6)	1.	27.	27.
	16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	1,206,203.	1,191,776.	1,395,453.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & 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.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,206,203.	1,191,776.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,206,203.	1,191,776.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,206,203.	1,191,776.	

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	1,206,203.
2 Enter amount from Part I, line 27a	2	-14,427.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,191,776.
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	1,191,776.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b CAPITAL GAIN DIVIDENDS				
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 483,959.		441,633.	42,326.
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			42,326.
b			53.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div>— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7] —</div>	2	42,379
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	<div>— [] —</div>	3	

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	66,185.	1,435,597.	0.046103
2014	68,658.	1,457,286.	0.047114
2013	61,600.	1,321,294.	0.046621
2012	61,976.	1,155,438.	0.053639
2011	62,074.	1,198,675.	0.051786

2 Total of line 1, column (d)	2	0.245263
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049053
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,354,073.
5 Multiply line 4 by line 3	5	66,421.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	553.
7 Add lines 5 and 6	7	66,974.
8 Enter qualifying distributions from Part XII, line 4	8	69,704.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	553.
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	553.
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	553.
6 Credits/Payments:			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	2,500.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	2,500.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,947.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax 1,947. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		X
c 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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
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>		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? <i>If 'Yes,' complete Part II, col. (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) SC		
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>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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	Yes	No
				X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>SHEILA C. MCKINNEY, CPA</u> Telephone no. <u>864-232-7848</u> Located at <u>P.O. BOX 25926 GREENVILLE SC</u> ZIP + 4 <u>29616-0926</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			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 <u></u>	16		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.

1 a	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>		1 b	N/A
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?		1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)		2 b	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 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.)		3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a	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?		4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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?

N/A

7 b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAURA E. DUPONT P.O. BOX 8099 GREENVILLE, SC 29604-8099	CO-TRUSTEE 1.00	0.	0.	0.
JAMES S. JOHNSTON, JR. P.O. BOX 714 GEORGETOWN, SC 29442	CO-TRUSTEE 0	0.	0.	0.
CHARLES P. JOHNSTON 5201 RIO VISTA KNOXVILLE, TN 37919	CO-TRUSTEE 0	0.	0.	0.
ELLIS M. JOHNSTON, II P.O. BOX 2048 GREENVILLE, SC 29602	CO-TRUSTEE 0	0.	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	(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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	1,239,488.
b Average of monthly cash balances	1 b	135,205.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,374,693.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,374,693.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	20,620.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,354,073.
6 Minimum investment return. Enter 5% of line 5	6	67,704.

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	67,704.
2 a Tax on investment income for 2016 from Part VI, line 5	2 a	553.	
b Income tax for 2016 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c		553.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		67,151.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		67,151.
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		67,151.

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	1 a	69,704.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	69,704.
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	553.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	69,151.

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				
2 Undistributed income, if any, as of the end of 2016:				67,151.
a Enter amount for 2015 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012	389.			
c From 2013				
d From 2014	338.			
e From 2015				
f Total of lines 3a through e	727.			
4 Qualifying distributions for 2016 from Part XII, line 4: \$ 69,704.				
a Applied to 2015, but not more than line 2a			0.	
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				
e Remaining amount distributed out of corpus	2,553.			67,151.
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	3,280.			
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 instructions			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0.
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 (see instructions)	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	3,280.			
10 Analysis of line 9:				
a Excess from 2012	389.			
b Excess from 2013				
c Excess from 2014	338.			
d Excess from 2015				
e Excess from 2016	2,553.			

BAA

N/A

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

- (4) Gross investment income.**

[illegible]

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 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
<i>a Paid during the year</i>				
NEMOURS WILDLIFE FOUNDATION 161 NEMOURS PLANTATION ROAD YEMASSEE SC 29945		PC	GENERAL OPERATING BUDGET	25,000.
FIRST PRESBYTERIAN CHURCH 200 WEST WASHINGTON STREET GREENVILLE SC 29601		PC	GENERAL OPERATING BUDGET	15,000.
UNITED WAY OF GREENVILLE COUNTY 105 EDINBURGH COURT GREENVILLE SC 29607		PC	FUND RAISING CAMPAIGN FOR FUNDING 2016-2017 PROGRAMS	10,000.
Total			3 a	50,000.
<i>b Approved for future payment</i>				
Total			3 b	

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SC MCKINNEY CPA-ACCTG & 990-PF	\$ 19,704.			\$ 19,704.
TOTAL	\$ 19,704.	\$ 0.		\$ 19,704.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 20,264.	\$ 20,264.		
TOTAL	\$ 20,264.	\$ 20,264.		\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	\$ 1,329.	\$ 1,329.		
TOTAL	\$ 1,329.	\$ 1,329.		\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN SECS TRANSACTION FEES	\$ 366.	\$ 366.		
TOTAL	\$ 366.	\$ 366.		\$ 0.

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**STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS**

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
UBS DELAWARE A/C-SEE ATTACHMENT	COST	\$ 266,812.	\$ 300,825.
UBS EIC ACV A/C-SEE ATTACHMENT	COST	411,697.	471,676.
UBS GREENWOOD CAPITAL A/C-SEE ATTACHMENT	COST	337,475.	447,160.
	TOTAL	<u>\$ 1,015,984.</u>	<u>\$ 1,219,661.</u>

**STATEMENT 6
FORM 990-PF, PART II, LINE 15
OTHER ASSETS**

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
DIVIDENDS RECEIVABLE	\$ 26.	\$ 26.
UBS BANK INTEREST RECEIVABLE	1.	1.
	<u>TOTAL \$ 27.</u>	<u>\$ 27.</u>

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ATTACHMENT TO STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 01/01/16	End Book Value 12/31/16	FMV 12/31/16
	UBS Delaware A/C			
514	ABB Ltd Spon ADR	3,818 44	8,539 52	10,829 98
378	Allianz SE ADR	4,820 76	6,144 91	6,229 44
920	Banco Santander SA Spon ADR	6,836 64	6,885 71	4,765 60
0	BG Group PLC Spon ADR	1,713 64	0 00	0 00
289	BP PLC Spon ADR	82 08	8,438 54	10,802 82
239	Canon Inc ADR Japan Spon ADR	0 00	6,737 05	6,725 46
117	China Mobile Ltd Spon ADR	4,401 85	6,105 95	6,134 31
79	Daimler AG Spon ADR	3,111 31	4,511 52	5,873 65
417	Deutsche Telekom AG DE Spon ADR	5,857 94	4,813 55	7,130 70
1,139	Enel Spa ADR	0 00	4,643 07	4,977 43
298	Eni SpA IT Spon ADR	1,573 34	8,538 26	9,607 52
261	Glaxo SmithKline PLC ADR	0 00	10,389 71	10,051 11
343	Honda Motor Co ADR Japan ADR	10,256 31	10,256 31	10,012 17
425	Iberdrola SA Spon ADR	9,690 14	9,137 86	11,147 75
0	Ishares MSCI EAFE ETF	73,847 69	0 00	0 00
70	KAO Corp Repstg 10 shs Com Spon ADR	3,431 84	1,892 46	3,316 60
349	Kingfisher PLC New Spon ADR	0 00	3,160 82	2,983 95
480	Koninklijke Ahold NV New 2007 Spon ADR	7,424 25	7,409 70	10,075 20
3,640	Lloyds Banking Group PLC Spon ADR	3,084 12	13,591 74	11,284 00
124	National Grid PLC New Spon ADR	9,384 87	7,290 68	7,232 92
111	Nestle S A Spon ADR	9,462 03	8,142 12	7,963 14
110	Novartis AG Spon ADR	5,437 79	6,145 45	8,012 40
202	NTT Docomo Inc ECH Repstg	3,159 63	3,159 63	4,595 50
572	QBE Ins Group Ltd Spon ADR	1,697 04	4,743 67	5,125 12
6	Royal Dutch Shell PLC CL A Spon ADR	614 92	297 93	326 28
182	Royal Dutch Shell PLC ADS Repstg 2 CL B ORD SHS Spon ADR	0.00	7,626 98	10,550 54
358	RWE AG ADR	0 00	4,175 32	4,426 31
273	Sanofi Spon ADR	6,314 45	9,694 20	11,040 12
128	SAP SE Spon ADR	9,789 17	8,642 50	11,063 04
0	Seven & I Hldgs Co Ltd ADR	464 77	0 00	0 00
248	Singapore Telecom Ltd New 2006 Spon ADR	5,724 66	5,724 66	6,185 12
94	Syngenta AG Spon ADR	6,259 76	6,259 76	7,430 70
315	Taiwan Semiconductor Mfg Co Ltd ADR	3,531 87	3,105 73	9,056 25
505	Takeda Pharmaceutical Co Ltd Spon ADR	9,397 62	11,065 09	10,493 90
816	Telefonica S A Spon ADR	1,678 37	8,804 15	7,507 20
812	TeliaSonera AB ADR	0 00	7,622 81	6,510 61

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ATTACHMENT TO STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 01/01/16	End Book Value 12/31/16	FMV 12/31/16
1,252	Tesco PLC Spons ADR United Kingdom	7,718 58	10,590 74	9,502 68
0	Teva Pharmaceuticals Ind Ltd Israel ADR	1,929 55	0 00	0 00
250	Tokio Marine Holdings Inc Spon ADR	7,496 73	7,496 73	10,222 50
0	Tokyo Electron Ltd ADR	2,570 68	0 00	0 00
46	Total S A France Spon ADR	49 66	1,881 01	2,344 62
240	Unilever PLC Amer Shs New Spon ADR	5,588 95	5,588 95	9,768 00
351	Untd Overseas Bk Ltd Spons ADR Singapore	4,567 02	8,177 52	9,877 14
81	Vodafone Group PLC Spon ADR	0 00	2,634 20	1,978 83
278	Zurich Insurance Group Ltd Spon ADR	6,745 39	6,745 39	7,664 46
17,312	Total UBS Delaware A/C	249,533.86	266,811.90	300,825.07
	UBS EIC ACV A/C			
240	American Express Co	3,426 62	15,476 16	17,779 20
885	Annaly Capital Management Inc REIT	0 00	8,261 51	8,823 45
0	Baxalta Inc	8,916 78	0 00	0 00
0	Baxter Intl Inc	11,000 20	0 00	0 00
0	Chevron Corp	4,823 42	0 00	0 00
345	Cisco Systems Inc	12,077 03	8,503 21	10,425 90
240	ConocoPhillips	0 00	10,590 94	12,033 60
110	CVS Health Corp	0 00	8,434 10	8,680 10
390	Diamond Offshore Drilling Inc	8,644 04	8,644 04	6,903 00
649	eBay Inc	16,144 73	16,144 73	19,268 81
0	Energy Sector SPDR Trust Shares	20,898 74	0 00	0 00
560	Exelon Corp	0 00	15,672 55	19,874 40
107	Express Scripts Hldg Co	11,933 93	6,917 24	7,360 53
220	Exxon Mobil Corp	19,719 24	17,091 22	19,857 20
190	Franklin Resources Inc	4,901 40	6,802 00	7,520 20
394	Glaxo SmithKline PLC ADR	14,624 76	16,516 43	15,172 94
505	Honda Motor Co ADR Japan	15,427 22	15,427 22	14,740 95
0	Ishares Russell 1000 Value ETF	80,060 48	0 00	0 00
115	Johnson & Johnson Com	16,258 71	11,589 21	13,249 15
255	Mack-Cali Realty Co	4,979 00	4,826 00	7,400 10
60	McKesson Corp	0 00	8,630 93	8,427 00
190	Medtronic PLC	19,052 65	14,377 00	13,533 70
220	Microsoft Corp	11,638 03	9,144 17	13,670 80

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ATTACHMENT TO STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 01/01/16	End Book Value 12/31/16	FMV 12/31/16
195	Pepsico Inc	20,655 38	17,512 17	20,402 85
150	PNC Financial Services Group Inc	18,107 65	13,249 50	17,544 00
155	PPG Industries Inc	0 00	14,481 45	14,687 80
185	Proctor & Gamble Co	18,035 37	14,829 08	15,554 80
120	Qualcomm Inc	0 00	5,393 35	7,824 00
220	Schwab Charles Corp New	0 00	5,403 47	8,683 40
235	SunTrust Banks Inc	8,858 98	8,473 62	12,889 75
395	Taiwan Semiconductor Mfg Co	14,623 74	8,474 46	11,356 25
290	Target Corp	15,339 19	17,379 58	20,946 70
165	Torchmark Corp	9,036 47	9,036 47	12,170 40
125	Travelers Cos Inc	11,944 16	11,944 16	15,302 50
0	Utilities Sector SPDR Trust Shs	18,041 25	0 00	0 00
420	US Bancorp Del (New)	18,122 96	18,122 96	21,575 40
225	Verizon Communications Inc	0 00	11,521 44	12,010 50
375	Wal Mart Stores Inc	0 00	23,533 77	25,920 00
345	Wells Fargo & Co New	17,928 68	17,928 68	19,012 95
360	Whole Foods Market Inc	16,091 12	11,364 60	11,073 60
9,635	Total UBS EIC ACV A/C	471,311.93	411,697.42	471,675.93
	UBS Greenwood Capital Associates A/C			
0	Ace Ltd Chf	5,096 25	0 00	0 00
0	Allergan PLC	4,705 20	0 00	0 00
20	Alphabet Inc CL A	11,646 04	9,872 72	15,849 00
35	Amgen Inc	0 00	5,761 95	5,117 35
135	Apple Inc	9,809 91	8,643 41	15,635 70
60	Automatic Data Processing Inc	5,232 22	3,556 31	6,166 80
0	Avago Technologies Ltd SGD	4,477 55	0 00	0 00
510	Bank of Amer Corp	9,166 63	8,269 89	11,271 00
165	BB&T Corp	9,285 29	6,120 84	7,758 30
25	Blackrock Inc	4,668 70	4,668 70	9,513 50
0	Boeing Company	7,213 38	0 00	0 00
100	Boston Scientific Corp	0 00	2,370 00	2,163 00
125	BP PLC Spon ADR	5,257 50	4,522 50	4,672 50
95	Bristol Myers Squibb Co	3,681 18	4,973 28	5,551 80
25	Broadcom Ltd	0.00	3,198 25	4,419 25

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ATTACHMENT TO STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 01/01/16	End Book Value 12/31/16	FMV 12/31/16
75	CBS Corp New CL B	0 00	3,791 05	4,771 50
20	Celgene Corp	1,770 00	1,770 00	2,315 00
45	Chubb Ltd CHF	0 00	5,096 25	5,945 40
220	Cisco Systems Inc	4,828 00	6,210 00	6,648 40
200	Coca Cola Co Com	8,352 05	7,186 20	8,292 00
70	Comcast Corp New CL A	3,163 71	2,816 74	4,833 50
195	ConocoPhillips	9,260 52	8,224 18	9,777 30
45	Costco Wholesale Corp	5,781 25	5,781 25	7,204 95
120	Dow Chemical	0 00	5,899 25	6,866 40
55	Electronic Arts	7,144 65	3,554 65	4,331 80
125	Emerson Electric Co	0 00	6,519 35	6,968 75
65	EOG Resources Inc	7,036 61	5,637 80	6,571 50
25	Facebook Inc CL A	4,049 85	2,287 50	2,876 25
330	Genl Electric Co	7,880 65	7,159 84	10,428 00
45	Gilead Sciences Inc	1,333 50	1,333 50	3,222 45
0	Hilton Worldwide Holdings Inc	4,856 10	0 00	0 00
35	Home Depot Inc	2,225 40	1,304 03	4,692 80
85	Honeywell Intl Inc	4,621 10	3,703 70	9,847 25
125	Intel Corp	4,687 50	3,906 25	4,533 75
40	Intl Business Mach	0 00	5,915 53	6,639.60
120	Johnson & Johnson Com	9,949 08	8,820 63	13,825 20
90	JPMorgan Chase & Co	5,484 84	4,624 70	7,766 10
50	Kraft Heinz Co/The	4,769 04	3,547 79	4,366 00
50	Lam Research Corp	0 00	4,630 00	5,286 50
85	Lily Eli & Co	5,635 74	5,699 74	6,251 75
65	Lowe's Companies Inc	5,673 53	2,967 21	4,622 80
0	Lyondellbasell Industries N V Shs -A- CL A	4,442 50	0 00	0 00
70	Mastercard Inc CL A	6,459 24	5,315 71	7,227 50
45	McDonalds Corp	4,676 85	4,676 85	5,477 40
85	Medtronic PLC	7,245 77	6,474 39	6,054 55
175	Microsoft Corp	7,480 65	6,152 20	10,874 50
25	Mohawk Industries Inc	5,000 00	5,000 00	4,992 00
45	Monsanto Co New	0 00	4,421 25	4,734 45
75	Morgan Stanley	0 00	2,468 83	3,168 75
50	Nextera Energy Inc Com	7,273 90	5,337 60	5,973 00
110	Nike Inc CL B	5,584 17	3,816 66	5,591 30
75	Occidental Petroleum CRP	5,488 95	5,479 85	5,342 25
95	PayPal Holdings Inc	2,663 01	3,406 01	3,749 65

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ATTACHMENT TO STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

# Shares	Description	Beg Book Value 01/01/16	End Book Value 12/31/16	FMV 12/31/16
75	Pepsico Inc	6,158 50	4,971 50	7,847 25
290	Pfizer Inc	8,531 64	8,690 09	9,419 20
30	Phillips 66	0 00	2,376 00	2,592 30
250	Potash Corp Sask Inc Canada CAD	0 00	4,230 70	4,522 50
35	Proctor & Gamble Co	3,589 65	2,791 95	2,942 80
135	Qualcomm Inc	4,796 34	7,209 24	8,802 00
30	Raytheon Co New	0 00	3,802 50	4,260 00
80	Schlumberger Ltd Netherlands Antilles	6,761 06	5,988 76	6,716 00
55	Stanley Black & Decker Inc Com	7,445 50	5,841 85	6,307 95
120	Starbucks Corp	4,205 70	4,205 70	6,662 40
190	SunTrust Banks Inc	4,772 85	7,345 73	10,421 50
0	Syngenta AG Spon ADR	6,940 80	0 00	0 00
75	Texas Instruments	3,497 40	3,143 40	5,472 75
75	Time Warner Cable Inc	7,113 99	5,671 19	7,239 75
70	Union Pacific Corp	3,742 74	5,199 59	7,257 60
85	United Parcel Service Inc CL B	7,633 03	7,023 93	9,744 40
0	Vertex Pharmaceutical Inc	1,950 89	0 00	0 00
155	Walgreens Boots Alliance Inc	8,438 40	9,615 00	12,827 80
125	Walt Disney Co (Holding Co) Disney Com	8,300 50	8,488 45	13,027 50
80	Waste Mgmt Inc New	4,704 62	4,175 23	5,672.80
95	Wells Fargo & Co New	4,151 04	3,809 38	5,235 45
0	Westrock Co	8,025 00	0 00	0 00
0	Zoetis Inc	2,368 00	0 00	0 00
6,575	Total UBS Greenwood Capital Associates A/C	358,185.66	337,474.53	447,160.45
33,522	TOTAL CORPORATE STOCK	1,079,031.45	1,015,983.85	1,219,661.45