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Return of Private Foundation

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

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE THG FOUNDATION		A Employer identification number 61-6249559
Number and street (or P.O. box number if mail is not delivered to street address) 295 N HUBBARDS LANE SUITE 203		B Telephone number (502) 893-0300
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, KY 40207		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 295,288.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		100,000.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		4,216.	4,216.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		16,432.			
b Gross sales price for all assets on line 6a		113,548.			
7 Capital gain net income (from Part IV, line 2)			16,432.		
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		120,648.	20,648.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		425.	213.		212.
c Other professional fees STMT 3		1,455.	1,455.		0.
17 Interest					
18 Taxes					
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		1,880.	1,668.		212.
25 Contributions, gifts, grants paid		66,000.			66,000.
26 Total expenses and disbursements. Add lines 24 and 25		67,880.	1,668.		66,212.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		52,768.			
b Net investment income (if negative, enter -0-)			18,980.		
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	480.		
	2 Savings and temporary cash investments	6,778.	8,648.	8,648.
	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 4	204,592.	255,970.	286,640.
	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)		211,850.	264,618.	295,288.
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				
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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	211,850.	264,618.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	211,850.	264,618.		
31 Total liabilities and net assets/fund balances	211,850.	264,618.		

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	211,850.
2 Enter amount from Part I, line 27a	2	52,768.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	264,618.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	264,618.

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 SEE SCHEDULE	P		
b SEE SCHEDULE	P		
c KLAC	P		
d CAPITAL GAINS DIVIDENDS			
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 2,084.			2,084.
b 13,795.			13,795.
c 541.			541.
d 12.			12.
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			2,084.
b			13,795.
c			541.
d			12.
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	16,432.
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	212.	238,300.	.000890
2014	20,212.	177,222.	.114049
2013	83,065.	193,789.	.428636
2012	10,213.	182,101.	.056084
2011	64,251.	231,864.	.277106

2 Total of line 1, column (d)	2	.876765
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	.175353
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	227,388.
5 Multiply line 4 by line 3	5	39,873.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	190.
7 Add lines 5 and 6	7	40,063.
8 Enter qualifying distributions from Part XII, line 4	8	66,212.

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 <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	190.
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	190.
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	190.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	509.
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	509.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	319.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax 319. Refunded	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) KY		
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

	Yes	No
1b		
1c		X
2b		
3b		
4a		X
4b		X

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
R. KEITH CULLINAN	TRUSTEE			
295 N HUBBARDS LANE SUITE 203				
LOUISVILLE, KY 40207	2.00	0.	0.	0.
TIMOTHY S. HARRIS	MEMBER ADVISORY COM			
295 N HUBBARDS LANE SUITE 203				
LOUISVILLE, KY 40207	2.00	0.	0.	0.
GLORIA G. HARRIS	MEMBER ADVISORY COM			
295 N HUBBARDS LANE SUITE 203				
LOUISVILLE, KY 40207	2.00	0.	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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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

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.

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	216,220.
b	Average of monthly cash balances	1b	14,631.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	230,851.
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	230,851.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,463.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	227,388.
6	Minimum investment return. Enter 5% of line 5	6	11,369.

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	11,369.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	190.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	190.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,179.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	11,179.
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	11,179.

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	66,212.
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	66,212.
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	190.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	66,022.

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				11,179.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	52,982.			
b From 2012	1,894.			
c From 2013	73,670.			
d From 2014	10,638.			
e From 2015				
f Total of lines 3a through e	139,184.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	66,212.			
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				11,179.
e Remaining amount distributed out of corpus	55,033.			
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:	194,217.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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				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	52,982.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	141,235.			
10 Analysis of line 9:				
a Excess from 2012	1,894.			
b Excess from 2013	73,670.			
c Excess from 2014	10,638.			
d Excess from 2015				
e Excess from 2016	55,033.			

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 Paid during the year				
1ST UNITED METHODIST CHURCH		PUBLIC CHARITY		25,000.
HAAS HALL ACADEMY		PUBLIC CHARITY		41,000.
Total			3a	66,000.
b Approved for future payment				
NONE				
Total			3b	0.

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

- | | | | |
|--|--------------|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[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

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

Preparer's signature

Date	
------	--

Check ☐ self-employed

PTIN

JOSEPH M BAKER

Firm's name ► RUEFF AND ASSOCIATES

Firm's EIN ► 61-1231152

Firm's address ► 312 MACON AVENUE
LOUISVILLE, KY 40207

Phone no. 502-896-2451

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

Employer identification number

THE THG FOUNDATION**61-6249559**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

THE THG FOUNDATION

61-6249559

Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE CLAUDE AND BETTY HARRIS FOUNDATION INC 295 N HUBBARDS LANE RM 203 LOUISVILLE, KY 40207	\$ 100,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE THG FOUNDATION

61-6249559

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES

THE THG FOUNDATION

ACCOUNT # HLQ001054

R. Keith Cullinan, Trustee

From 01-01-16 Through 12-31-16

Quantity	Security	Open Date	Close Date	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
-1	Lowes JAN/77 5 C 2016	09-11-15	01-15-16	73 95	0 00	73 95	
-1	Starbucks JAN/60 C 2016	07-10-15	01-15-16	123 95	0 00	123 95	
-1	Verizon Commu JAN/48 C 2016	09-10-15	01-15-16	54 98	0 00	54 98	
-1	Nucor Corp JAN/49 C 2016	07-23-15	01-15-16	66 95	0 00	66 95	
-1	Oracle Corp JAN/44 C 2016	07-24-15	01-15-16	50 95	0 00	50 95	
30	Anadarko	11-29-01	01-20-16	902 92	782 25		120 67
-1	Comcast Corp APR/67 5 C 2016	10-20-15	01-25-16	133 95	10 04	123 91	
-1	Danaher Corp MAR/95 C 2016	09-23-15	02-03-16	168 95	14 04	154 91	
-1	St Jude Medic APR/75 C 2016	10-13-15	02-03-16	143 95	21 04	122 91	
-1	Abbott Labora MAY/49 C 2016	11-24-15	02-03-16	107 95	9 04	98 91	
-1	Hartford Finl MAR/48 C 2016	11-24-15	02-08-16	114 25	16 04	98 21	
100	KLA Tencor	12-03-12	02-11-16	6,234 05	4,664 84		1,569 21
-1	Fastenal Comp FEB/43 C 2016	11-05-15	02-19-16	115 95	115 95		
100	Fastenal Company	05-01-15	02-19-16	4,408 85	4,284 55	124 30	
-1	Express Scnp FEB/95 C 2016	09-23-15	02-19-16	113 95	0 00	113 95	
-1	B B & T Corp MAR/38 C 2016	09-23-15	03-18-16	78 95	0 00	78 95	
-1	CME Group MAR/100 C 2016	09-23-15	03-18-16	143 95	0 00	143 95	
-1	Oracle Corp MAR/43 C 2016	09-10-15	03-18-16	68 95	0 00	68 95	
-1	Verizon Commu JUL/47 C 2016	01-19-16	04-05-16	90 95	90 95		
100	Verizon Communications Inc	12-03-12	04-05-16	4,783 84	4,430 00		353 84
50	Automatic Data	05-03-13	04-07-16	4,497 58	2,996 76		1,500 81
-1	PayPal Hldg I APR/40 C 2016	10-13-15	04-15-16	138 95	0 00	138 95	
-1	St Jude Medic JUL/55 C 2016	02-09-16	04-28-16	168 95	168 95		
100	St Jude Medical Inc	09-11-13	04-28-16	5,661 83	5,302 00		359 83
-1	Microsoft Cor JUN/60 C 2016	01-04-16	05-04-16	112 95	8 04	104 91	
-1	Starbucks Cor JUL/67 5 C 2016	01-21-16	05-04-16	107 95	9 04	98 91	
-1	eBay JUL/30 C 2016	01-05-16	05-04-16	71 95	10 04	61 91	
70	YUM Brands	12-31-15	05-11-16	5,693 66	5,126 09	567 57	
-1	Colgate-Palmo MAY/70 C 2016	11-24-15	05-16-16	139 56	209 32	-69 76	
-1	Nike Inc Cl B JUL/75 C 2016	12-30-15	05-17-16	91 95	8 04	83 91	
-1	Autodesk JUL/70 C 2016	12-30-15	05-19-16	289 59	34 04	255 55	
-1	Noble Energy MAY/40 C 2016	11-24-15	05-20-16	255 95	0 00	255 95	
-1	Nucor Corp JUL/40 C 2016	01-19-16	06-03-16	103 95	975 04	-871 09	
-1	Noble Energy NOV/35 C 2016	05-24-16	06-03-16	413 95	349 04	64 91	
100	Noble Energy Inc	07-21-05	06-03-16	3,488 62	2,010 81		1,477 81
20	Ameriprise Financial	12-22-14	06-03-16	2,003 41	2,686 80		-683 39
30	Ameriprise Financial	08-14-14	06-03-16	3,005 12	3,622 50		-617 38
100	Nucor Corp	12-01-08	06-03-16	4,957 69	3,250 75		1,706 94
20	NextEra Energy	02-12-16	06-03-16	2,433 74	2,223 17	210 57	
50	NextEra Energy	12-22-14	06-03-16	6,084 35	5,289 00		795 35
-1	Oracle Corp JUN/39 C 2016	01-19-16	06-17-16	53 95	74 04	-20 09	
-1	T Rowe Price OCT/80 C 2016	04-08-16	06-24-16	124 72	66 04	58 68	
-1	Comcast Corp JUL/60 C 2016	01-26-16	06-29-16	130 89	405 16	-274 27	
-1	Lowes Compani JUL/77 5 C 2016	01-19-16	07-11-16	157 95	551 04	-393 09	
-1	TJX Companies JUL/80 C 2016	01-05-16	07-11-16	169 95	20 04	149 91	
-2	EMC Corp JUL/28 C 2016	03-09-16	07-15-16	97 91	0 00	97 91	
-1	Express Scnp AUG/85 C 2016	02-26-16	07-27-16	81 01	11 04	69 97	
-1	Oracle Corp SEP/44 C 2016	03-22-16	08-02-16	121 95	18 04	103 91	
-1	Abbott Labora AUG/42 C 2016	02-04-16	08-08-16	90 38	326 04	-235 66	
-2	Agilent AUG/45 C 2016	01-05-16	08-11-16	347 91	668 08	-320 17	
-1	Lowes Compani JAN/80 C 2017	07-11-16	08-12-16	599 26	550 04	49 22	
-1	Nike Inc Cl B OCT/62 5 C 2016	05-18-16	08-12-16	121 95	35 04	86 91	
-1	CME Group SEP/100 C 2016	03-22-16	08-12-16	321 09	398 04	-76 95	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES

THE THG FOUNDATION

ACCOUNT # HLQ001054

R. Keith Cullinan, Trustee

From 01-01-16 Through 12-31-16

Quantity	Security	Open Date	Close Date	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
-1	EMC Corp OCT/29 C 2016	07-19-16	08-12-16	20 25	49 04	-28 78	
-1	Oracle Corp DEC/41 C 2016	06-17-16	08-12-16	168 95	194 04	-25 09	
50	Lowes Companies Inc	03-17-14	08-12-16	4,095 42	2,490 50		1,604 92
100	Nike Inc Cl B	09-04-13	08-12-16	5,656 87	3,270 50		2,386 37
50	Procter & Gamble Co	05-01-15	08-12-16	4,351 58	3,998 50		353 08
40	CME Group	02-28-13	08-12-16	4,129 78	2,383 54		1,746 24
50	Abbott Laboratories	12-22-14	08-12-16	2,225 13	2,321 50		-96 37
100	Agilent	12-22-14	08-12-16	4,783 89	4,173 00		610 89
20	Illinois Tool Works	12-29-15	08-12-16	2,377 35	1,886 53	490 82	
40	Adobe	09-25-15	08-12-16	4,013 91	3,358 00	655 91	
100	EMC Corp	12-22-14	08-12-16	2,838 27	3,033 00		-194 73
100	Oracle Corp	06-24-15	08-12-16	4,101 25	4,167 99		-66 74
20	Monsanto	12-29-15	08-12-16	2,116 69	1,990 26	126 43	
-1	T Rowe Price AUG/75 C 2016	06-24-16	08-19-16	58 95	0 00	58 95	
-1	Starbucks Cor OCT/62 5 C 2016	05-06-16	08-31-16	92 95	12 04	80 91	
-1	PayPal Hldg I OCT/45 C 2016	04-21-16	08-31-16	163 95	8 04	155 91	
100	EMC Corp	02-28-13	09-07-16	2,405 00	1,793 91		611 09
0	Dell Technologies class V	02-28-13	09-07-16	6 94	7 08		-0 14
-1	Danaher SEP/95 C 2016 (FTV)	07-05-16	09-13-16	193 95	786 04	-592 09	
-1	B B & T Corp SEP/36 C 2016	04-04-16	09-16-16	62 95	62 95		
100	B B & T Corp	07-01-13	09-16-16	3,655 87	3,419 97		235 90
-1	Hartford Finl SEP/45 C 2016	02-09-16	09-16-16	129 69	0 00	129 69	
-1	Dell Technologies OCT/29 (CIL)	07-19-16	09-27-16	20 25	56 04	-35 79	
-1	Autodesk OCT/62 5 C 2016	05-19-16	09-29-16	298 95	991 04	-692 09	
-1	Comcast Corp OCT/65 C 2016	06-30-16	09-30-16	219 70	184 04	35 66	
-1	T Rowe Price OCT/70 C 2016	08-25-16	10-10-16	103 95	16 04	87 91	
-1	Microsoft Cor OCT/57 5 C 2016	05-05-16	10-18-16	55 95	145 04	-89 09	
-1	Colgate-Palmo NOV/70 C 2016	05-18-16	10-18-16	328 95	275 04	53 91	
-1	American Expr OCT/67 5 C 2016	04-08-16	10-20-16	117 95	63 04	54 91	
-1	eBay OCT/26 C 2016	05-05-16	10-20-16	93 95	295 50	-201 55	
11	Dell Technologies class V	02-28-13	10-31-16	539 53	519 01		20 52
30	Illinois Tool Works	12-29-15	10-31-16	3,426 95	2,829 79	597 16	
-1	Starbucks Cor NOV/60 C 2016	09-01-16	11-18-16	59 95	0 00	59 95	
-1	Abbott Labora NOV/45 C 2016	08-08-16	11-18-16	162 95	0 00	162 95	
-1	Hartford Finl DEC/44 C 2016	09-20-16	11-25-16	68 95	421 40	-352 45	
-1	Comcast Corp JAN/67 5 C 2017	09-30-16	11-30-16	191 48	342 04	-150 56	
-1	T Rowe Price DEC/75 C 2016	11-14-16	12-08-16	85 67	283 91	-198 24	
TOTAL GAINS						6,710 45	15,453 47
TOTAL LOSSES						-4,626 81	-1,658 75
						113,547.54	97,669.18
						2,083.64	13,794.72
TOTAL REALIZED G/L				15,878 36			

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2015

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
CASH AND EQUIVALENTS								
		PRINCIPAL CASH		6,777.50		6,777.50		
				6,777.50		6,777.50		
COMMON STOCK								
12-03-12	150.0000	Abbott Laboratories	36.10	5,414.45	44.91	6,736.50	1,322.05	24.4
09-25-15	50.0000	Adobe	83.95	4,197.50	93.94	4,697.00	499.50	11.9
12-22-14	30.0000	Aetna	90.44	2,713.19	108.12	3,243.60	530.41	19.5
10-02-13	200.0000	Agilent	39.53	7,906.15	41.81	8,362.00	455.85	5.8
07-07-14	60.0000	American Express Co	93.99	5,639.20	69.55	4,173.00	-1,466.20	-26.0
10-28-14	20.0000	American Tower REIT	96.30	1,926.00	96.95	1,939.00	13.00	0.7
08-14-14	50.0000	Ameriprise Financial	126.19	6,309.30	106.42	5,321.00	-988.30	-15.7
11-29-01	30.0000	Anadarko	26.07	782.25	48.58	1,457.40	675.15	86.3
12-22-14	100.0000	Autodesk	59.91	5,991.40	60.93	6,093.00	101.60	1.7
05-03-13	50.0000	Automatic Data	59.94	2,996.76	84.72	4,236.00	1,239.23	41.4
07-01-13	100.0000	B B & T Corp	34.20	3,419.97	37.81	3,781.00	361.03	10.6
02-28-13	100.0000	CME Group	59.59	5,958.86	90.60	9,060.00	3,101.14	52.0
05-03-13	50.0000	CVS Corp	59.05	2,952.50	97.77	4,888.50	1,936.00	65.6
09-25-15	35.0000	Celgene Corp	112.49	3,937.06	119.76	4,191.60	254.54	6.5
12-22-14	100.0000	Colgate-Palmolive Company	70.36	7,036.00	66.62	6,662.00	-374.00	-5.3
12-22-14	100.0000	Comcast Corp	57.47	5,746.70	56.43	5,643.00	-103.70	-1.8
02-28-13	100.0000	Danaher Corp	74.27	7,427.00	92.88	9,288.00	1,861.00	25.1
08-15-14	40.0000	Deere & Company	84.14	3,365.60	76.27	3,050.80	-314.80	-9.4
02-28-13	200.0000	EMC Corp	26.76	5,353.00	25.68	5,136.00	-217.00	-4.1
12-03-12	100.0000	Express Scripts	53.70	5,369.55	87.41	8,741.00	3,371.45	62.8
12-29-15	50.0000	Exxon Mobil	79.31	3,965.50	77.95	3,897.50	-68.00	-1.7

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2015

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
05-01-15	100.0000	Fastenal Company	42.85	4,284.55	40.82	4,082.00	-202.55	-4.7
12-31-14	100.0000	Hartford Finl	42.15	4,214.89	43.46	4,346.00	131.11	3.1
12-29-15	50.0000	Illinois Tool Works	94.33	4,716.32	92.68	4,634.00	-82.32	-1.7
12-22-14	50.0000	Intuit	94.24	4,712.00	96.50	4,825.00	113.00	2.4
12-03-12	100.0000	KLA Tencor	41.24	4,124.05	69.35	6,935.00	2,810.95	68.2
03-17-14	100.0000	Lowes Companies Inc	49.81	4,981.00	76.04	7,604.00	2,623.00	52.7
06-24-15	50.0000	Mastercard	95.80	4,790.00	97.36	4,868.00	78.00	1.6
12-31-15	100.0000	Microsoft Corp	55.63	5,563.00	55.48	5,548.00	-15.00	-0.3
12-29-15	40.0000	Monsanto	99.51	3,980.52	98.52	3,940.80	-39.72	-1.0
12-22-14	50.0000	NextEra Energy	105.78	5,289.00	103.89	5,194.50	-94.50	-1.8
09-04-13	100.0000	Nike Inc Cl B	32.70	3,270.50	62.50	6,250.00	2,979.50	91.1
07-21-05	100.0000	Noble Energy Inc	20.11	2,010.81	32.93	3,293.00	1,282.19	63.8
12-01-08	100.0000	Nucor Corp	32.51	3,250.75	40.30	4,030.00	779.25	24.0
05-09-12	200.0000	Oracle Corp	34.63	6,925.75	36.53	7,306.00	380.25	5.5
12-22-14	100.0000	PayPal Hldg Inc	34.90	3,490.06	36.20	3,620.00	129.94	3.7
03-17-14	50.0000	PepsiCo	81.60	4,080.00	99.92	4,996.00	916.00	22.5
05-01-15	50.0000	Procter & Gamble Co	79.97	3,998.50	79.41	3,970.50	-28.00	-0.7
12-03-12	50.0000	Schlumberger Ltd	71.39	3,569.50	69.75	3,487.50	-82.00	-2.3
09-11-13	100.0000	St Jude Medical Inc	53.02	5,302.00	61.77	6,177.00	875.00	16.5
10-09-14	100.0000	Starbucks Corp	37.33	3,733.40	60.03	6,003.00	2,269.60	60.8
12-31-15	100.0000	TJX Companies	71.06	7,106.00	70.91	7,091.00	-15.00	-0.2
12-03-12	100.0000	Verizon	44.30	4,430.00	46.22	4,622.00	192.00	4.3
		Communications Inc						
12-31-15	70.0000	YUM Brands	73.23	5,126.09	73.05	5,113.50	-12.59	-0.2
12-22-14	30.0000	Zimmer Biomet Hldgs	115.21	3,456.36	102.59	3,077.70	-378.66	-11.0
12-22-14	100.0000	eBay	22.57	2,256.84	27.48	2,748.00	491.16	21.8
				207,069.83		234,360.40	27,290.56	13.2

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2015

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
CALLS								
11-24-15	-1	Abbott Labora MAY/49 C 2016	1.08	-107.95	0.73	-73.00	34.95	32.4
12-30-15	-1	Autodesk JUL/70 C 2016	2.90	-289.59	2.27	-227.00	62.59	21.6
09-23-15	-1	B B & T Corp MAR/38 C 2016	0.79	-78.95	1.20	-120.00	-41.05	-52.0
09-23-15	-1	CME Group MAR/100 C 2016	1.44	-143.95	0.75	-75.00	68.95	47.9
11-24-15	-1	Colgate-Palmo MAY/70 C 2016	1.40	-139.56	1.30	-130.00	9.56	6.9
10-20-15	-1	Comcast Corp APR/67.5 C 2016	1.34	-133.95	0.10	-10.00	123.95	92.5
09-23-15	-1	Danaher Corp MAR/95 C 2016	1.69	-168.95	2.20	-220.00	-51.05	-30.2
09-23-15	-1	Express Scrip FEB/95 C 2016	1.14	-113.95	0.31	-31.00	82.95	72.8
11-05-15	-1	Fastenal Comp FEB/43 C 2016	1.16	-115.95	0.55	-55.00	60.95	52.6
11-24-15	-1	Hartford Finl MAR/48 C 2016	1.14	-114.25	0.40	-40.00	74.25	65.0
09-11-15	-1	Lowes JAN/77.5 C 2016	0.74	-73.95	0.52	-52.00	21.95	29.7
12-30-15	-1	Nike Inc Cl B JUL/75 C 2016	0.92	-91.95	0.91	-91.00	0.95	1.0

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2015

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
11-24-15	-1	Noble Energy MAY/40 C 2016	2.56	-255.95	0.95	-95.00	160.95	62.9
07-23-15	-1	Nucor Corp JAN/49 C 2016	0.67	-66.95	0.02	-2.00	64.95	97.0
07-24-15	-1	Oracle Corp JAN/44 C 2016	0.51	-50.95	0.01	-1.00	49.95	98.0
09-10-15	-1	Oracle Corp MAR/43 C 2016	0.69	-68.95	0.06	-6.00	62.95	91.3
10-13-15	-1	PayPal Hldg I APR/40 C 2016	1.39	-138.95	1.18	-118.00	20.95	15.1
10-13-15	-1	St Jude Medic APR/75 C 2016	1.44	-143.95	0.15	-15.00	128.95	89.6
07-10-15	-1	Starbucks JAN/60 C 2016	1.24	-123.95	1.11	-111.00	12.95	10.5
09-10-15	-1	Verizon Commu JAN/48 C 2016	0.55	-54.98	0.02	-2.00	52.98	96.4
				-2,477.58		-1,474.00	1,003.58	40.5
TOTAL PORTFOLIO				211,369.75		239,663.90	28,294.15	13.4
				480.00		480.00		
				211,849.75		240,143.90		

Cullinan Associates, Inc.

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2016

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
CASH AND EQUIVALENTS								
		PRINCIPAL CASH		8,648.01		8,648.01		
				8,648.01		8,648.01		
COMMON STOCK								
12-06-16	25.0000	3M Company	171.91	4,297.84	178.57	4,464.25	166.41	3.9
12-03-12	100.0000	Abbott Laboratories	30.93	3,092.95	38.41	3,841.00	748.05	24.2
09-25-15	10.0000	Adobe	83.95	839.50	102.95	1,029.50	190.00	22.6
12-22-14	30.0000	Aetna	90.44	2,713.19	124.01	3,720.30	1,007.11	37.1
10-02-13	100.0000	Agilent	37.33	3,733.15	45.56	4,556.00	822.85	22.0
12-01-16	10.0000	Alphabet Class A	765.60	7,656.02	792.45	7,924.50	268.48	3.5
07-07-14	100.0000	American Express Co	80.02	8,001.72	74.08	7,408.00	-593.72	-7.4
10-28-14	20.0000	American Tower REIT	96.30	1,926.00	105.68	2,113.60	187.60	9.7
12-01-16	40.0000	Amgen Inc	143.09	5,723.60	146.21	5,848.40	124.80	2.2
02-24-16	50.0000	Apple Inc	93.84	4,691.83	115.82	5,791.00	1,099.17	23.4
12-22-14	100.0000	Autodesk	59.91	5,991.40	74.01	7,401.00	1,409.60	23.5
02-28-13	60.0000	CME Group	59.59	3,575.32	115.35	6,921.00	3,345.68	93.6
05-03-13	100.0000	CVS Corp	67.73	6,772.81	78.91	7,891.00	1,118.19	16.5
09-25-15	35.0000	Celgene Corp	112.49	3,937.06	115.75	4,051.25	114.19	2.9
12-06-16	45.0000	Cerner Corporation	47.67	2,145.16	47.37	2,131.65	-13.51	-0.6
12-22-14	100.0000	Colgate-Palmolive Company	70.36	7,036.00	65.44	6,544.00	-492.00	-7.0
12-22-14	100.0000	Comcast Corp	57.47	5,746.70	69.05	6,905.00	1,158.30	20.2
02-12-16	15.0000	Costco Wholesale Corp	148.79	2,231.81	160.11	2,401.65	169.84	7.6
04-07-16	50.0000	Crown Castle	86.80	4,339.90	86.77	4,338.50	-1.40	0.0
02-28-13	100.0000	Danaher Corp	57.03	5,703.26	77.84	7,784.00	2,080.74	36.5
08-15-14	40.0000	Deere & Company	84.14	3,365.60	103.04	4,121.60	756.00	22.5

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2016

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
12-03-12	100.0000	Express Scripts	53.70	5,369.55	68.79	6,879.00	1,509.45	28.1
12-29-15	100.0000	Exxon Mobil	83.53	8,353.00	90.26	9,026.00	673.00	8.1
12-06-16	40.0000	Fiserv	103.37	4,134.69	106.28	4,251.20	116.51	2.8
05-11-16	50.0000	Flowserve Corp	46.61	2,330.50	48.05	2,402.50	72.00	3.1
02-28-13	50.0000	Fortive Corp	34.47	1,723.74	53.63	2,681.50	957.76	55.6
12-31-14	100.0000	Hartford Finl	42.15	4,214.89	47.65	4,765.00	550.11	13.1
12-01-16	200.0000	Intel Corp	34.37	6,874.00	36.27	7,254.00	380.00	5.5
12-22-14	50.0000	Intuit	94.24	4,712.00	114.61	5,730.50	1,018.50	21.6
03-17-14	50.0000	Lowes Companies Inc	49.81	2,490.50	71.12	3,556.00	1,065.50	42.8
10-19-16	100.0000	Marathon Petroleum Corp	44.80	4,480.20	50.35	5,035.00	554.80	12.4
06-24-15	50.0000	Mastercard	95.80	4,790.00	103.25	5,162.50	372.50	7.8
12-31-15	100.0000	Microsoft Corp	55.63	5,563.00	62.14	6,214.00	651.00	11.7
12-29-15	20.0000	Monsanto	99.51	1,990.26	105.21	2,104.20	113.94	5.7
12-01-16	100.0000	NextEra Energy	114.08	11,407.57	119.46	11,946.00	538.43	4.7
10-31-16	30.0000	Nike Inc Cl B	50.57	1,516.99	50.83	1,524.90	7.91	0.5
05-09-12	100.0000	Oracle Corp	27.58	2,757.76	38.45	3,845.00	1,087.24	39.4
12-22-14	200.0000	PayPal Hldg Inc	36.33	7,265.23	39.47	7,894.00	628.77	8.7
03-17-14	100.0000	PepsiCo	90.35	9,034.81	104.63	10,463.00	1,428.19	15.8
10-10-16	30.0000	Praxair Inc	119.21	3,576.27	117.19	3,515.70	-60.57	-1.7
12-01-16	100.0000	Qualcomm Inc	64.88	6,488.37	65.20	6,520.00	31.63	0.5
02-12-16	30.0000	Salesforce.com Inc	59.38	1,781.47	68.46	2,053.80	272.33	15.3
12-03-12	75.0000	Schlumberger Ltd	75.66	5,674.81	83.95	6,296.25	621.44	11.0
10-09-14	100.0000	Starbucks Corp	37.33	3,733.40	55.52	5,552.00	1,818.60	48.7
04-07-16	100.0000	T Rowe Price Grp Inc	72.51	7,251.40	75.26	7,526.00	274.60	3.8
12-31-15	100.0000	TJX Companies	71.06	7,106.00	75.13	7,513.00	407.00	5.7

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
THE THG FOUNDATION
ACCOUNT # HLQ001054
R. Keith Cullinan, Trustee
December 31, 2016

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
05-11-16	30.0000	Thermo Fisher Scientific	148.70	4,460.92	141.10	4,233.00	-227.92	-5.1
05-11-16	30.0000	Union Pacific Corp	85.28	2,558.40	103.68	3,110.40	552.00	21.6
12-06-16	40.0000	United Tech	107.40	4,295.98	109.62	4,384.80	88.82	2.1
12-01-16	30.0000	UnitedHealth	160.27	4,808.05	160.04	4,801.20	-6.85	-0.1
12-01-16	100.0000	V F Corp	55.37	5,537.40	53.35	5,335.00	-202.40	-3.7
02-12-16	40.0000	Valero Energy	57.51	2,300.50	68.32	2,732.80	432.30	18.8
12-01-16	100.0000	Walt Disney Company	98.91	9,890.61	104.22	10,422.00	531.39	5.4
12-01-16	100.0000	Whole Foods Market	30.99	3,098.61	30.76	3,076.00	-22.61	-0.7
12-22-14	30.0000	Zimmer Biomet Hldgs	115.21	3,456.36	103.20	3,096.00	-360.36	-10.4
12-22-14	100.0000	eBay	23.78	2,378.17	29.69	2,969.00	590.83	24.8
				260,926.23		291,058.45	30,132.22	11.5

CALLS								
12-13-16	-1	Abbott Labora MAY/44 C 2017	0.62	-61.95	0.36	-36.00	25.95	41.9
08-12-16	-1	Agilent FEB/50 C 2017	2.04	-203.95	0.24	-24.00	179.95	88.2
10-20-16	-1	American Expr APR/75 C 2017	1.12	-111.95	3.29	-329.00	-217.05	-193.9
09-30-16	-1	Autodesk APR/67.5 C 2017	9.44	-943.93	9.90	-990.00	-46.07	-4.9
12-07-16	-1	CVS Corp MAY/90 C 2017	1.32	-131.95	0.75	-75.00	56.95	43.2
10-18-16	-1	Colgate-Palmo MAY/72.5 C 2017	3.09	-309.00	0.57	-57.00	252.00	81.6
11-30-16	-1	Comcast Corp JUN/70 C 2017	4.07	-406.95	3.75	-375.00	31.95	7.9

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
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Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
09-13-16	-1	Danaher Corp JAN/82.5 C 2017	0.84	-83.95	0.10	-10.00	73.95	88.1
08-08-16	-1	Express Scrip JAN/85 C 2017	1.08	-107.65	0.13	-13.00	94.65	87.9
12-07-16	-1	Exxon Mobil APR/95 C 2017	0.83	-82.95	1.31	-131.00	-48.05	-57.9
11-25-16	-1	Hartford Finl MAR/48 C 2017	2.13	-213.38	1.76	-176.00	37.38	17.5
12-07-16	-2	Intel Corp MAR/37 C 2017	0.55	-109.91	1.06	-212.00	-102.09	-92.9
12-07-16	-1	Marathon Petr APR/55 C 2017	1.64	-163.95	1.70	-170.00	-6.05	-3.7
10-18-16	-1	Microsoft Cor APR/60 C 2017	2.17	-216.95	4.30	-430.00	-213.05	-98.2
12-07-16	-1	NextEra Energ MAR/125 C 2017	1.23	-122.95	1.62	-162.00	-39.05	-31.8
08-03-16	-1	Oracle Corp JAN/43 C 2017	1.07	-106.95	0.01	-1.00	105.95	99.1
12-07-16	-1	PayPal Hldg I APR/44 C 2017	0.71	-71.20	0.60	-60.00	11.20	15.7
09-07-16	-1	PayPal Hldg I JAN/43 C 2017	0.68	-67.95	0.04	-4.00	63.95	94.1
12-07-16	-1	PepsiCo APR/105 C 2017	2.06	-205.95	3.10	-310.00	-104.05	-50.5
12-07-16	-1	Qualcomm Inc MAR/75 C 2017	0.80	-79.95	0.37	-37.00	42.95	53.7

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UNREALIZED GAINS AND LOSSES
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Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
11-22-16	-1	Starbucks Cor FEB/60 C 2017	0.78	-77.95	0.36	-36.00	41.95	53.8
12-08-16	-1	T Rowe Price JUL/80 C 2017	3.37	-336.82	2.45	-245.00	91.82	27.3
07-11-16	-1	TJX Companies JAN/82.5 C 2017	2.70	-269.95	0.02	-2.00	267.95	99.3
12-07-16	-1	V F Corp MAY/65 C 2017	0.83	-82.95	0.40	-40.00	42.95	51.8
12-07-16	-1	Walt Disney C APR/110 C 2017	0.93	-92.95	1.85	-185.00	-92.05	-99.0
12-07-16	-1	Whole Foods M MAY/35 C 2017	0.85	-84.95	0.85	-85.00	-0.05	-0.1
10-21-16	-1	eBay APR/29 C 2017	2.08	-207.77	2.23	-223.00	-15.23	-7.3
				-4,956.71		-4,418.00	538.71	10.9

TOTAL PORTFOLIO							295,288.46	30,670.93	11.6
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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NATIONAL FINANCIAL	4,228.	12.	4,216.	4,216.	
TO PART I, LINE 4	4,228.	12.	4,216.	4,216.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	425.	213.		212.
TO FORM 990-PF, PG 1, LN 16B	425.	213.		212.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	1,455.	1,455.		0.
TO FORM 990-PF, PG 1, LN 16C	1,455.	1,455.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE II	255,970.	286,640.
TOTAL TO FORM 990-PF, PART II, LINE 10B	255,970.	286,640.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 5

NAME OF MANAGERTIMOTHY S. HARRIS
GLORIA G. HARRIS