

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, 2017, and ending

, 20

Name of foundation

ATHENE CHARITABLE FOUNDATION

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

Room/suite

7700 MILLS CIVIC PARKWAY MS 7C 10

City or town, state or province, country, and ZIP or foreign postal code

WEST DES MOINES, IA 50266-3862

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, col. (c), line 16) ▶ \$ 2,791,805

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

42-1431745

B Telephone number (see instructions)

(800) 315-3346

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 ☐**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

57,125

57,125

ATCH 1

5a Gross rents

b Net rental income or (loss)

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

231,257

b Gross sales price for all assets on line 6a 488,166

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

231,257

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

288,382

288,382

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 schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

472,286

472,286

26 Total expenses and disbursements. Add lines 24 and 25

472,286

472,286

27 Subtract line 26 from line 12

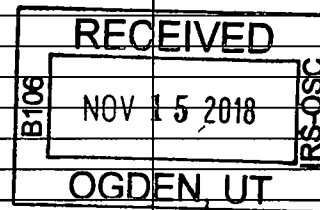
a Excess of revenue over expenses and disbursements

-183,904

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

288,382

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

SCANNED JAN 29 2019
Operating and Administrative Expenses due beginning

2940132108713 8

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	44,763	117,768	117,768
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,001,641	1,744,732	2,674,037
	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 ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,046,404	1,862,500	2,791,805
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	2,046,404	1,862,500	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,046,404	1,862,500	
	31 Total liabilities and net assets/fund balances (see instructions)	2,046,404	1,862,500	

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	2,046,404
2 Enter amount from Part I, line 27a	2	-183,904
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,862,500
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	1,862,500

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	231,257	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part

(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))
2016	417,062	2,944,597	0.141636
2015	368,857	3,278,651	0.112503
2014	313,900	3,433,880	0.091413
2013	2,037,205	3,478,878	0.585593
2012	1,947,867	3,076,728	0.633097
2 Total of line 1, column (d)		2	1.564242
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years		3	0.312848
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		4	2,913,902
5 Multiply line 4 by line 3		5	911,608
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	2,884
7 Add lines 5 and 6		7	914,492
8 Enter qualifying distributions from Part XII, line 4 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		8	472,286

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	5,768	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2		
3	Add lines 1 and 2	3	5,768	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,768	
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5,106	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	15,106	
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	9,338	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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.		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ <u>N/A</u> (2) On foundation managers. ▶ \$ <u>N/A</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ <u>N/A</u>		
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.		✓
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		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
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 <i>General Instruction T</i> .		✓
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?	✓	
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	✓	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ IA		
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 <i>General Instruction G</i> ? If "No," attach explanation	✓	
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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		✓
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		✓

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		✓
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		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.ATHENE.COM	✓	
14 The books are in care of ► KAREN LYNN Telephone no. ► 515-342-3910 Located at ► 7700 MILLS CIVIC PARKWAY, WEST DES MOINES, IA ZIP+4 ► 50266-3862		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year		N/A
16 At any time during calendar year 2017, 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 ► N/A		✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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	1b	
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 2017?	1c	✓
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ► 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		
b If "Yes," did it have excess business holdings in 2017 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 2017.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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 2017?	4b	✓

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.	5b	N/A
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	✓
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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
ATCH 3				

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 ☐

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		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	NONE

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	2,852,637
b	Average of monthly cash balances	1b	105,640
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,958,277
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,958,277
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	44,374
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,913,902
6	Minimum investment return. Enter 5% of line 5	6	145,695

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	145,695
2a	Tax on investment income for 2017 from Part VI, line 5	2a	5,768
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,768
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	139,927
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	139,927
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	139,927

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	472,286
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	472,286
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	472,286

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				139,927
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017:				
a From 2012	1,797,059			
b From 2013	1,866,087			
c From 2014	144,713			
d From 2015	206,366			
e From 2016	271,396			
f Total of lines 3a through e	4,285,621			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 472,286				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				139,927
e Remaining amount distributed out of corpus	339,359			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,624,980			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	1,797,059			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	2,827,921			
10 Analysis of line 9:				
a Excess from 2013	1,866,087			
b Excess from 2014	144,713			
c Excess from 2015	206,366			
d Excess from 2016	271,396			
e Excess from 2017	339,359			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

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

N/A

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

N/A

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

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

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed

N/A

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

N/A

- c** Any submission deadlines

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHMENT 4				472,286
Total			▶	3a 472,286
b Approved for future payment				
Total			▶	3b NONE

Pârţ XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	57,125	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	231,257	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				288,382	
13	Total. Add line 12, columns (b), (d), and (e)				13	288,382

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

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		✓
	(2) Other assets		✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		✓
	(2) Purchases of assets from a noncharitable exempt organization		✓
	(3) Rental of facilities, equipment, or other assets		✓
	(4) Reimbursement arrangements		✓
	(5) Loans or loan guarantees		✓
	(6) Performance of services or membership or fundraising solicitations		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		✓
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
Signature	Karen Lynn	11/13/18	SUP Corp Comm & Brand
Signature of officer or trustee	Date	Title	May the IRS discuss this return with the preparer shown below? See instructions <input type="checkbox"/> Yes <input type="checkbox"/> No

Paid Preparer Use Only	Print/Type preparer's name KRISTEN SHAFFER	Preparer's signature <i>Kristen Shaffer</i>	Date 11/13/18	Check <input type="checkbox"/> if self-employed	PTIN P01237556
	Firm's name ▶ ERNST & YOUNG U S LLP			Firm's EIN ▶ 34-6565596	
	Firm's address ▶ 801 GRAND AVE, SUITE 3000, DES MOINES, IA 50309			Phone no 515-243-2727	

[illegible]

Athene Charitable Foundation
EIN # 42-1431745
Form 990 PF
For Calendar Year 2017

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOK</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS & INTEREST	57,125	57,125
TOTA	<u>57,125</u>	<u>57,125</u>

ATTACHMENT 1

Athene Charitable Foundation
EIN # 42-1431745
Form 990 PF
For Calendar Year 2017

ATTACHMENT 2

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VAUE</u>	<u>ENDING FMV</u>
ISHARES CORE U.S. AGGREGATE	244,658	240,526
ISHARES IBOXX INVEST GR COR BD	315,003	322,134
ISHARES RUSSELL 1000 GRW ETF	149,534	309,764
ISHARES RUSSELL MID-CAP ETF	160,367	312,195
POWERSHARES SENIOR LOAN PORT	88,897	82,944
SPDR S&P MIDCAP 400 ETF TRUST	146,239	293,599
SPDR S&P 500 ETF TRUST	556,505	1,000,725
VANGUARD FTSE DEVELOPED MKTS	83,529	112,150
TOTAL	<u>1,744,732</u>	<u>2,674,037</u>

ATTACHMENT 2

Athene Charitable Foundation
 EIN # 42-1431745
 Form 990 PF
 For Calendar Year 2017

ATTACHMENT 3

Form 990PF, Part VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JIM BELARDI 7700 MILLS CIVIC PARKWAY MS 7C 10 WEST DES MOINES, IA 50266-3862	PRESIDENT 0.50	0	0	0
GRANT KVALHEIM 7700 MILLS CIVIC PARKWAY MS 7C 10 WEST DES MOINES, IA 50266-3862	VICE PRESIDENT 0.50	0	0	0
KAREN LYNN 7700 MILLS CIVIC PARKWAY MS 7C 10 WEST DES MOINES, IA 50266-3862	SECRETARY & TREASURER 0.50	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 3

Athene Charitable Foundation
Grants and Contributions Paid During the Year
EIN # 42-1431745
Form 990 PF, Part XV
For Calendar Year 2017

Recipient Name	Address	Amount	Relationship to Contributor	Purpose of Grant or Contribution	Foundation status of recipient
ACLU FOUNDATION	NEW YORK NY 10004	100	NONE	Civic & Community	PC
ACLU OF IOWA FOUNDATION	DES MOINES IA 50309	100	NONE	Civic & Community	PC
ADEL DESOTO SOCCER CLUB	ADEL IA 50003	2,000	NONE	Civic & Community	PC
AHEINZ 57 PET RESCUE & TRANSPORT	DESOTO IA 50069	2,000	NONE	Civic & Community	PC
ALTOONA YOUTH SOCCER	ALTOONA IA 50009	2,000	NONE	Civic & Community	PC
AMERICAN CANCER SOCIETY	DES MOINES IA 50309	2,750	NONE	Health & Human Services	PC
AMERICAN CANCER SOCIETY	DES MOINES IA 50309	500	NONE	Health & Human Services	PC
AMERICAN DIABETES ASSOCIATION	URBANDALE IA 50322	500	NONE	Health & Human Services	PC
AMERICAN LUNG ASSOCIATION IN IOWA	URBANDALE IA 50322	100	NONE	Health & Human Services	PC
AMERICAN LUNG ASSOCIATION IN IOWA	URBANDALE IA 50322	33	NONE	Health & Human Services	PC
AMERICAN LUNG ASSOCIATION IN IOWA	URBANDALE IA 50322	2,000	NONE	Health & Human Services	PC
AMERICAN RED CROSS	BOONE IA 50037	5,000	NONE	Health & Human Services	PC
ANIMAL RESCUE LEAGUE	DES MOINES IA 50313	25	NONE	Civic & Community	PC
ANIMAL RESCUE LEAGUE	DES MOINES IA 50313	125	NONE	Civic & Community	PC
ANIMAL RESCUE LEAGUE	DES MOINES IA 50313	1,000	NONE	Civic & Community	PC
ANIMAL RESCUE LEAGUE	DES MOINES IA 50313	1,000	NONE	Civic & Community	PC
ANKENY AQUAHAWKS BOOSTER CLUB	ANKENY IA 50023	500	NONE	Civic & Community	PC
ARTHRITIS FOUNDATION	WASHINGTON DC 20077	30	NONE	Health & Human Services	PC
ASPCA	NEW YORK NY 10128	50	NONE	Civic & Community	PC
BEAVER CREEK ELEMENTARY SCHOOL PTO	JOHNSTON IA 50131	100	NONE	Civic & Community	PC
BEST BUDDIES IOWA	DES MOINES IA 50324	100	NONE	Civic & Community	PC
CENTENNIAL CHORAL MUSIC PARENTS ORGANIZATION	ANKENY IA 50021	1,000	NONE	Civic & Community	PC
CENTRAL COLLEGE	PELLA IA 50219	500	NONE	Education	PC
CLARKE COLLEGE/UNIVERSITY	DUBUQUE IA 52001-3198	500	NONE	Education	PC
CLARKE COLLEGE/UNIVERSITY	DUBUQUE IA 52001-3198	500	NONE	Education	PC
COMMUNITY FOUNDATION OF GREATER DSM	DES MOINES IA 50309	350	NONE	Civic & Community	PC
COMMUNITY FOUNDATION OF GREATER DSM	DES MOINES IA 50309	4,000	NONE	Civic & Community	PC
COWLES MONTESSORI PARENT GROUP	WINDSOR HEIGHTS IA 50324	500	NONE	Health & Human Services	PC
CYSTIC FIBROSIS FOUNDATION	WEST DES MOINES IA 50266	100	NONE	Health & Human Services	PC
CYSTIC FIBROSIS FOUNDATION	WEST DES MOINES IA 50266	500	NONE	Health & Human Services	PC
DELBARTON SCHOOL	MORRISTOWN NJ 07960	500	NONE	Education	PC
DES MOINES ARTS FESTIVAL	DES MOINES IA 50309	30,000	NONE	Arts & Culture	PC
DES MOINES ARTS FESTIVAL	DES MOINES IA 50309	1,000	NONE	Arts & Culture	PC
DES MOINES COMMUNITY PLAYHOUSE	DES MOINES IA 50312	4,000	NONE	Arts & Culture	PC
DES MOINES METRO OPERA, INC	INDIANOLA IA 50125	2,000	NONE	Arts & Culture	PC
DOWNTOWN EVENTS GROUP	DES MOINES IA 50309	1,000	NONE	Civic & Community	PC
DRAKE UNIVERSITY	DES MOINES IA 50311	100	NONE	Education	PC
DSM PERFORMING ARTS	DES MOINES IA 50309	750	NONE	Arts & Culture	PC
EASTER SEALS OF IOWA	DES MOINES IA 50313	25	NONE	Health & Human Services	PC
EVERYBODY WINS IOWA	DES MOINES IA 50303	1,000	NONE	Education	PC
FOOD BANK OF IOWA	DES MOINES IA 50316	500	NONE	Health & Human Services	PC
FOOD BANK OF IOWA	DES MOINES IA 50316	100	NONE	Health & Human Services	PC
FREESTORE INC	WEST DES MOINES IA 50312	30	NONE	Civic & Community	PC
FRIENDS OF BERMUDA COMMUNITY FOUNDATION	HAMILTON, BERMUDA	345	NONE	Civic & Community	PC
FRIENDS OF BERMUDA COMMUNITY FOUNDATION	HAMILTON, BERMUDA	2,045	NONE	Civic & Community	PC

FRIENDS OF IA CASA & ICFCRB	LAMONIA IA 50140	750	NONE	Health & Human Services	PC
FURRY FRIENDS REFUGE	WEST DES MOINES IA 50265	100	NONE	Health & Human Services	PC
FURRY FRIENDS REFUGE	WEST DES MOINES IA 50265	2,000	NONE	Health & Human Services	PC
GIGIS PLAYHOUSE DES MOINES	WINDSOR HEIGHTS IA 50324	130	NONE	Arts & Culture	PC
GIGIS PLAYHOUSE DES MOINES	WINDSOR HEIGHTS IA 50324	500	NONE	Arts & Culture	PC
GIRL SCOUTS HEART OF THE HUDSON	PLEASANTVILLE NY 10570	100	NONE	Civic & Community	PC
GIRL SCOUTS OF GREATER IOWA	PLEASANTVILLE NY 10570	350	NONE	Civic & Community	PC
HOPING HEARTS FOUNDATION	SPRINGBORO OH 45066	50	NONE	Health & Human Services	PC
HORIZON ELEMENTARY SCHOOL PARENT TEACHER ORGANIZATION INC	JOHNSTON IA 50132	100	NONE	Civic & Community	PC
HORIZON ELEMENTARY SCHOOL PARENT TEACHER ORGANIZATION INC	JOHNSTON IA 50132	200	NONE	Civic & Community	PC
HUNTERDON HEALTHCARE FOUNDATION	FLEMINGTON NJ 08822	100	NONE	Health & Human Services	PC
IA COPS	GRANGER IA 50109	1,500	NONE	Civic & Community	PC
IA DUCKS UNLIMITED	POLK CITY IA 50226	2,000	NONE	Civic & Community	PC
IA HEALTH FOUNDATION	DES MOINES IA 50309	1,000	NONE	Health & Human Services	PC
IA PUBLIC RADIO	DES MOINES IA 50312	65	NONE	Civic & Community	PC
IOWA PUBLIC TELEVISION	JOHNSTON IA 50131	100	NONE	Civic & Community	PC
IOWA PUBLIC TELEVISION	JOHNSTON IA 50131-6400	100	NONE	Civic & Community	PC
IOWA STATE UNIVERSITY FOUNDATION	AMES IA 50010	800	NONE	Education	PC
JDRF GREATER IOWA CHAPTER	WEST DES MOINES IA 50265	260	NONE	Health & Human Services	PC
JOHN F LAWSON ELEMENTARY SCHOOL PTO	JOHNSTON IA 50131	35	NONE	Civic & Community	PC
JOPPA OUTREACH INC (JOPPA)	DES MOINES IA 50309	1,000	NONE	Health & Human Services	PC
JOPPA OUTREACH INC (JOPPA)	DES MOINES IA 50309	2,500	NONE	Health & Human Services	PC
KUEMPER CATHOLIC SCHOOL FOUNDATION	CARROLL IA 51401	100	NONE	Education	PC
KUEMPER CATHOLIC SCHOOL SYSTEM	CARROLL IA 51401	75	NONE	Education	PC
LEUKEMIA & LYMPHOMA SOCIETY OF IOWA	WEST DES MOINES IA 50266	150	NONE	Health & Human Services	PC
LUPUS FOUNDATION IOWA CHAPTER	DES MOINES IA 503092	200	NONE	Health & Human Services	PC
MADRID HOME FOR THE AGING	MADRID IA 50156	500	NONE	Health & Human Services	PC
MAKE A WISH FOUNDATION OF IA	URBANDALE IA 50322	350	NONE	Health & Human Services	PC
MANY HANDS FOR HAITI	GRIMES IA 50111	350	NONE	Civic & Community	PC
MEALS FROM THE HEARTLAND	WEST DES MOINES IA 50265	2,400	NONE	Health & Human Services	PC
MEMORIAL SLOAN KETTERING CANCER CENTER	NEW YORK NY 10065	200	NONE	Health & Human Services	PC
MEMORIAL SLOAN KETTERING CANCER CENTER	NEW YORK NY 10065	500	NONE	Health & Human Services	PC
NORWALK COMMUNITY SCHOOL DISTRICT	NORWALK IA 50211	1,000	NONE	Education	PC
NORWALK ELEMENTARY PTO	NORWALK IA 50211	350	NONE	Civic & Community	PC
NORWALK ELEMENTARY PTO	NORWALK IA 50211	350	NONE	Civic & Community	PC
ORCHARD PLACE FOUNDATION	DES MOINES IA 50315	500	NONE	Health & Human Services	PC
PANCREATIC CANCER ACTION NETWORK	MANHATTAN BEACH CA 90266	25	NONE	Health & Human Services	PC
PAY IT FORWARD DSM IA	DES MOINES IA 50311	2,000	NONE	Civic & Community	PC
PLANNED PARENTHOOD FEDERATION OF AMERICA	NEW YORK NY 10038	100	NONE	Health & Human Services	PC
PLANNED PARENTHOOD OF THE HEARTLAND	DES MOINES IA 50305	100	NONE	Health & Human Services	PC
PREVENT BLINDNESS IOWA	DES MOINES IA 50314	1,000	NONE	Health & Human Services	PC
PREVENT BLINDNESS IOWA	DES MOINES IA 50314	2,000	NONE	Health & Human Services	PC
RAILS TO TRAILS CONSERVANCY	WASHINGTON DC 20037	25	NONE	Civic & Community	PC
RONALD MCDONALD HOUSE CHARITIES UPPER MIDWEST	MINNEAPOLIS MN 55414	500	NONE	Civic & Community	PC
SAINT FRANCIS OF ASSISI SCHOOL FOUNDATION	WEST DES MOINES IA 50266	500	NONE	Civic & Community	PC
SAMARITAN'S PURSE	BOONE NC 28607	100	NONE	Education	PC
SAYDEL COMMUNITY SCHOOL DISTRICT	DES MOINES IA 50313	1,000	NONE	Education	PC
SIMPSON COLLEGE	INDIANOLA IA 50125	150	NONE	Education	PC
SOUTHEAST POLK SCHOOLS	PLEASANT HILL IA 50327	2,000	NONE	Education	PC
SPECIAL OLYMPICS IOWA INC	GRIMES IA 50111-0620	160	NONE	Health & Human Services	PC
SPECIAL OLYMPICS IOWA INC	GRIMES IA 50111-0620	27	NONE	Health & Human Services	PC
SPECIAL OLYMPICS IOWA INC	GRIMES IA 50111-0620	500	NONE	Health & Human Services	PC
SPECIAL OLYMPICS IOWA INC	GRIMES IA 50111-0620	500	NONE	Health & Human Services	PC

ST LUKE THE EVANGELIST SCHOOL	ANKENY IA 50023	2,000	NONE	Education	PC
THE HOMESTEAD FOUNDATION	ALTOONA IA 50009	1,000	NONE	Health & Human Services	PC
THE IOWA CLINIC HEALTHCARE FOUNDATION	WEST DES MOINES IA 50266	100	NONE	Health & Human Services	PC
THE RIDERS CLUB	DES MOINES IA 50312	2,000	NONE	Civic & Community	PC
TRUSTEES OF WESTMINSTER SCHOOL	SIMSBURY CT 06070	500	NONE	Education	PC
UNITED WAY OF CENTRAL IOWA	DES MOINES IA 50314	5,000	NONE	Civic & Community	PC
UNITED WAY OF CENTRAL IOWA	DES MOINES IA 50314	1,000	NONE	Civic & Community	PC
UNITED WAY OF CENTRAL IOWA	DES MOINES IA 50314	6,000	NONE	Civic & Community	PC
UNITED WAY OF CENTRAL IOWA	DES MOINES IA 50314	258,405	NONE	Civic & Community	PC
UNIVERSITY OF IOWA FOUNDATION	IOWA CITY IA 52244	350	NONE	Education	PC
UNIVERSITY OF NEBRASKA FOUNDATION	LINCOLN NE 68508	400	NONE	Education	PC
UNIVERSITY OF NORTHERN IA FOUNDATION	CEDAR FALLS IA 50614	50	NONE	Education	PC
UNIVERSITY OF NORTHERN IA FOUNDATION	CEDAR FALLS IA 50614	500	NONE	Education	PC
UNIVERSITY OF NORTHWESTERN-ST PAUL	SAINT PAUL MN 55113-1598	100	NONE	Education	PC
WALNUT CREEK YMCA	WINDSOR HEIGHTS IA 50324	500	NONE	Civic & Community	PC
WAUKEE ATHLETIC BOOSTERS CLUB	WAUKEE IA 50263	250	NONE	Civic & Community	PC
WAUKEE COMMUNITY SCHOOL FOUNDATION	WAUKEE IA 50263	675	NONE	Education	PC
WAUKEE COMMUNITY SCHOOL FOUNDATION	WAUKEE IA 50263	40	NONE	Education	PC
WAUKEE ROTARY CLUB FOUNDATION	WAUKEE IA 50263	350	NONE	Civic & Community	PC
WDSM COMMUNITY SCHOOLS	WEST DES MOINES IA 50265	1,000	NONE	Education	PC
WEST DES MOINES HUMAN SERVICES FRIENDS FOUNDATION	WEST DES MOINES IA 50265	1,000	NONE	Health & Human Services	PC
WEST DES MOINES LIBRARY FRIENDS FOUNDATION	WEST DES MOINES IA 50265	1,000	NONE	Civic & Community	PC
WOUNDED WARRIOR PROJECT	JACKSONVILLE FL 32256	50	NONE	Civic & Community	PC
YARO DANCE COMPANY	URBANDALE IA 50322	1,000	NONE	Civic & Community	PC
YMCA OF GREATER DES MOINES	DES MOINES IA 50309	2,000	NONE	Civic & Community	PC
YOUTH FOR CHRIST OF CENTRAL IOWA	DES MOINES IA 50314	1,500	NONE	Civic & Community	PC
DES MOINES PUBLIC SCHOOLS	DES MOINES, IA 50312	82,706	NONE	Distribution of coats & shoes to needy students	PC
		472,286			