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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
Homer and Annette Thompson Foundation

% Foundation Source

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

City or town, state or province, country, and ZIP or foreign postal code
Wilmington, DE 198091377

A Employer identification number
46-4472292

B Telephone number (see instructions)
(800) 839-1754

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 21,684,899

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,708	3,708		
	4	Dividends and interest from securities	457,607	457,607		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	544,794			
	b	Gross sales price for all assets on line 6a 8,140,475				
	7	Capital gain net income (from Part IV, line 2)		544,794		
	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)	24	24		
	12	**Total.** Add lines 1 through 11	1,006,133	1,006,133		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	13,371			13,371
	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)	111,601	111,601		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	9,697	2,028		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	44			44
	22	Printing and publications				
	23	Other expenses (attach schedule)	36,212	4		36,208
	24	**Total operating and administrative expenses.** Add lines 13 through 23	170,925	113,633		49,623
	25	Contributions, gifts, grants paid	730,910			730,910
	26	**Total expenses and disbursements.** Add lines 24 and 25	901,835	113,633		780,533
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	104,298			
	b	**Net investment income** (if negative, enter -0-)		892,500		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	1,109,676	1,258,120	1,258,120
3	Accounts receivable ▶ 1,059			
	Less allowance for doubtful accounts ▶		1,059	1,059
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)	1,550,010	1,449,960	1,431,132
b	Investments—corporate stock (attach schedule)	12,316,282	11,840,483	13,911,923
c	Investments—corporate bonds (attach schedule)	4,604,686	5,139,933	5,082,665
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	4,603		
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)	19,585,257	19,689,555	21,684,899
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	19,585,257	19,689,555	
30	**Total net assets or fund balances** (see instructions)	19,585,257	19,689,555	
31	**Total liabilities and net assets/fund balances** (see instructions)	19,585,257	19,689,555	

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	19,585,257
2	Enter amount from Part I, line 27a	2	104,298
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,689,555
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	19,689,555

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Publicly-traded Securities			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	8,140,475		7,595,681	544,794
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				544,794
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	544,794
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	486,973	15,660,688	0 031095
2015	38,197	10,189,438	0 003749
2014	23,151	657,878	0 03519
2013	0	0	0 0
2012	0	0	0 0

2	**Total** of line 1, column (d)	2	0 070034
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 023345
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	20,408,206
5	Multiply line 4 by line 3	5	476,430
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,925
7	Add lines 5 and 6	7	485,355
8	Enter qualifying distributions from Part XII, line 4 , ...	8	780,533

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	8,925
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	8,925
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	8,925
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 5,200		
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	5,200
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	3,725
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ▶			
14	The books are in care of ▶Foundation Source Telephone no ▶(800) 839-1754			
	Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
			Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?. ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?.	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?.	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**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?. . . . . *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . *If "Yes" to 6b, file Form 8870*		**6b**		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Charles R Chilton Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, Sec, VP 2 0	2,869	0	0
Samuel W Hart Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Pres, Treas, Dir 3 0	5,515	0	0
William A Rowse Jr Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, VP 1 0	1,796	0	0
Robert J Stambaugh Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, VP 2 0	3,191	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over $50,000. . . . . ▶

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
Cypress Trust Company 251 Royal Palm Way Suite 500 Palm Beach, FL 33480	Investment Mgmt	111,601

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	19,780,573
b	Average of monthly cash balances		1b	938,418
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	20,718,991
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	20,718,991
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	310,785
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	20,408,206
6	**Minimum investment return.** Enter 5% of line 5		6	1,020,410

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	1,020,410
2a	Tax on investment income for 2017 from Part VI, line 5	2a	8,925		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	8,925
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,011,485
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,011,485
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	1,011,485

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	780,533
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	780,533
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	8,925
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	771,608

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				1,011,485
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			764,202	
b Total for prior years 2015 , 2014 , 2013				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 780,533				
a Applied to 2016, but not more than line 2a			764,202	
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.				16,331
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 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				995,154
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) . . .				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . . 0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				730,910
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	3,708	
4 Dividends and interest from securities. . . .			14	457,607	
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	544,794	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a K-1 Inc/Loss			14	24	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				1,006,133	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,006,133

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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) of the Code (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.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

******	2018-04-30	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

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

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

Recipient 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*				
AMERICAN IDEALS FOUNDATION INC 1414 33RD ST SE RUSKIN, FL 33570	N/A	PC	Veterans and First Responders fund	35,000
AMERICAN RADIO RELAY LEAGUE INC 225 MAIN ST NEWINGTON, CT 06111	N/A	PC	The Homer V Thompson and Annette P Thompson Memorial Scholarship FUND	50,000
CITRUS CENTER BOYS & GIRLS CLUB INC PO BOX 2666 WINTER HAVEN, FL 33883	N/A	PC	spring & summer CAMP	37,660
CITY OF AUBURNDALEPO BOX 186 AUBURNDALE, FL 33823	N/A	GOV	The Baynard House project	25,000
CYPRESS JUNCTION MONTESSORI INC 220 5TH ST SW WINTER HAVEN, FL 33880	N/A	PC	the Music and Curriculum Enhancements Programs	40,000
Total . . . . ▶ **3a**				730,910

Form 990PF Part XV Line 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*				
FIRST BAPTIST CHURCH WINTER HAVEN FLORIDA 198 W CENTRAL AVE WINTER HAVEN, FL 33880	N/A	PC	The Haley Center	50,000
FIRST UNITED METHODIST CHURCH 316 LAKE ARIANA BLVD AUBURNDALE, FL 33823	N/A	PC	General & Unrestricted	25,000
HEART FOR WINTER HAVEN 228 AVE C SW WINTER HAVEN, FL 33880	N/A	PC	General & Unrestricted	20,000
KIDZ OUTDOORS INC107 N PKWY HUEYTOWN, AL 35023	N/A	PC	South Central Florida program	10,000
LAKELAND CHRISTIAN SCHOOL INC 1111 FOREST PARK ST LAKELAND, FL 33803	N/A	PC	the Discovery and Exceptional Student Education Programs	50,000
Total . . . . ▶ **3a**				730,910

Form 990PF Part XV Line 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*				
MEALS ON WHEELS OF POLK COUNTY INC 620 6TH ST NW WINTER HAVEN, FL 33881	N/A	PC	Angels Meals program	30,000
MEALS ON WHEELS OF POLK COUNTY INC 620 6TH ST NW WINTER HAVEN, FL 33881	N/A	PC	Angels Meals program	5,550
NEW HORIZON CHURCHPO BOX 455 HAINES CITY, FL 33845	N/A	PC	A House Blest Food Bank	15,000
POLK EDUCATION FOUNDATION AND BUSINESS PARTNERSHIP 1530 SHUMATE DR BARTOW, FL 33830	N/A	PC	Project Hearth	37,000
POLK SENIOR GAMES INC 515 E BLVD ST BARTOW, FL 33830	N/A	PC	2018 Silver Sponsorship fund	10,000
Total . . . . ▶ 3a				730,910

Form 990PF Part XV Line 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*				
PROJECT LOVE OF ELOISE INC PO BOX 2285 EAGLE LAKE, FL 33839	N/A	PC	General & Unrestricted	3,000
SIDESTREET ART BEAT INC 110 3RD ST SW WINTER HAVEN, FL 33880	N/A	PC	for Alzheimer's and Autism programs	10,000
SPECIAL OLYMPICS FLORIDA INC - POLK COUNTY 2215 SLEEPY HILL RD LAKELAND, FL 33810	N/A	PC	to be used for participants	15,000
THE SALVATION ARMY1424 NE EXPY NE BROOKHAVEN, GA 30329	N/A	PC	Community of Hope program	30,000
THEATRE WINTER HAVEN INC PO BOX 1230 WINTER HAVEN, FL 33882	N/A	PC	Choral/Dance and Veterans Programs	42,150
Total . . . . ▶ 3a				730,910

Form 990PF Part XV Line 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*				
WARNER UNIVERSITY13895 HWY 27 LAKE WALES, FL 33859	N/A	PC	Building Project	75,000
WOMEN AND YOUTH CENTER INC 20 N 6TH ST HAINES CITY, FL 33844	N/A	PC	to purchase a van and facility improvements fund	60,000
WOUNDED WARRIOR OUTDOORS INC 1041 CROWN PARK CIR WINTER GARDEN, FL 34787	N/A	PC	veterans HUNTING TRIPS fund	5,550
WOUNDED WARRIOR OUTDOORS INC 1041 CROWN PARK CIR WINTER GARDEN, FL 34787	N/A	PC	veterans HUNTING TRIPS fund	50,000
Total . . . . ▶ **3a**				730,910

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

TY 2017 Depreciation Schedule

Name: Homer and Annette Thompson Foundation

EIN: 46-4472292

TY 2017 Investments Corporate Bonds Schedule

Name: Homer and Annette Thompson Foundation
EIN: 46-4472292

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T BOND - 3.600% - 02/17/202	51,875	51,149
VERIZON COMMUNICATIONS NOTE -	85,671	82,380
BLACKROCK INC - 3.500% - 03/18	87,686	83,150
EBAY INC SR GLBL NT - 3.450% -	92,922	91,467
SIMON PROPERTY GROUP - 2.500%	92,945	90,326
GE CAP CORP - 2.300% - 01/14/2	97,824	95,119
HOME DEPOT INC - 2.250% - 09/1	96,806	95,272
RIO TINTO FIN - 3.750% - 06/15	98,039	99,583
UNITED HEALTH GROUP NOTE - 1.9	96,245	95,034
CHEVRON CORP - 2.100% - 05/16/	95,884	94,222
AT&T INC BD - 5.500% - 02/01/2	104,110	100,286
DOW CHEMICAL CO THE NOTE - 4.2	107,612	104,437
APPLE INC NOTE - 2.400% - 05/0	100,654	98,971
INTEL CORP - 2.700% - 12/15/20	104,270	101,112
MORGAN STANLEY - 2.500% - 01/2	100,752	100,248
PEPSI CO - 2.750% - 04/30/2025	104,125	100,035
STARBUCKS CORP - 2.100% - 02/0	102,654	99,358
BANK AMER CORP - 2.625% - 10/1	100,971	100,840
AMGEN INC - 3.625% - 05/22/202	107,960	103,899
TARGET CORP BOND - 2.300% - 06	102,188	100,480

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON - 2.450% - 0	103,214	97,518
JPMORGAN CHASE & CO - 3.250% -	154,473	153,578
KIMBERLY CLARK CORP - 2.400% -	199,254	199,236
PRECISION CASTPARTS CORP - 2.5	245,375	248,072
VERIZON - 3.000% - 11/01/2021	252,297	252,794
CLOROX - 3.500% - 12/15/2024	250,718	256,924
MAXIM INTEGRATED - 2.500% - 11	253,322	250,673
NEXTERA ENERGY - 2.400% - 09/1	254,532	250,148
APPLE INC - 2.500% - 02/09/202	244,740	244,180
NORTHROP GRUMMAN - 1.750% - 06	250,633	249,902
BANK OF NY MELLON - 3.000% - 0	250,797	250,045
J P MORGAN CHASE &COBE MTN - 2	250,747	247,789
ABBVIE INC NOTE CALL - 2.300%	250,378	248,196
GOLDMAN SACHS GROUP INC - 2.35	248,260	246,242

TY 2017 Investments Corporate Stock Schedule

Name: Homer and Annette Thompson Foundation
EIN: 46-4472292

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BARD C R INC	53	82
PRICELINE.COM INCORPORATED	33,499	34,755
WEBSTER FINL CORP PFD STK SER	1,130	1,143
ALPHABET INC CL A	47,965	50,563
AMAZON COM	65,138	85,371
TCF FINL CORP NON CUM PERP DEP	2,050	2,058
BECTON DICKINSON & CO	17,720	17,553
ING GROEP N.V. PERP PFD - 6.12	2,348	2,299
IBERIABANK CORP - PFD CLBL	2,424	2,553
LEGG MASON 6.375% PFD	2,334	2,453
ALPHABET INC CL C	66,017	99,408
DTE ENERGY CO JR PFD - 6.000%	2,450	2,543
LEGG MASON INC JR NOTES 5.45%	2,433	2,526
BAC CAPITAL TR XII	2,854	3,018
GOLDMAN SACHS GP PFD - 6.375%	3,120	3,284
CHIMERA INVESTMENT CORP PFD SE	2,875	2,967
US BANCORP PFD STK - 6.500%	3,452	3,386
AXIS CAPITAL HOLDINGS LTD SER	3,059	3,028
GOLDMAN SACHS GROUP PFD SHS SE	3,302	3,341
NATIONAL GENERAL HOLDINGS CORP	3,133	3,004
PUBLIC STORAGE CUM PFD SER B	3,402	3,597
FIRST REPUBLIC BANK PFD SER G	3,757	3,619
FIRST REPUBLIC BANK SAN FRANCI	3,820	3,573
NORTHROP GRUMMAN CORP	32,347	46,037
VORNADO REALTY TR PFD M	3,750	3,924
AMERICAN TOWER REIT INC	22,400	22,827
MORGAN STANLEY - 6.375% PFD CL	4,498	4,456
BOFA CORP NON-CUM PFD STK SER	4,124	4,350
CHS INC - PFD CLASS B	4,678	4,504
SUNTRUST BKS INC PFD SER E - 5	4,382	4,163

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLERGAN PLC	34,052	26,991
CITIGROUP INC PFD - 6.30%	4,488	4,443
CITIGROUP 5.8% PFD	4,479	4,328
SOUTHERN CO PFD SER A - 6.250%	4,490	4,588
AEGON NV PFD - 6.375%	4,641	4,648
BANC OF CALIFORNIA INC PRD E	4,746	4,756
AFFILIATED MANAGERS GROUP	28,215	37,971
REGIONS FINANCIAL CORP NEW MON	5,405	5,260
BROADCOM LIMITED	28,876	47,527
ALLSTATE CORP SER E PFD STK 6.	5,381	4,988
CHARLES SCHWAB CORP PFD STK SE	5,330	5,107
NORTHERN TRUST CORP PFD SER C	5,314	4,989
INVESCO MTGE CAP INC PFD SER C	4,864	4,748
REGIONS FINANCIAL CORP - 6.375	5,277	4,941
STATE STREET CORP NEW MONEY PF	5,632	5,355
STATE STREET CORP NON CUM PFD	5,153	5,160
JP MORGAN PFD - 6.15% SER BB	5,347	5,251
CAPITAL ONE FINANCIAL CO NON-C	5,371	5,271
WELLS FARGO NON-CUM PFD STOCK	5,379	5,228
CHARLES SCHWAB 5.95% SER D PFD	5,343	5,265
BB&T CORP PFD SHS SER H - 5.62	4,968	5,265
MONMOUTH REAL ESTATE INVESTMEN	4,904	4,881
CAPITAL ONE FINANCIAL PFD STK	5,108	5,384
BB&T CORP SER F PERPETUAL PFD	5,325	5,131
CHIMERA INV CORP PFD SER A - 8	5,309	5,422
WELLS FARGO PERP PFD SER X CL	5,711	5,619
RAYTHEON CO	31,683	44,145
AT&T INC GLOBAL 66 5.35000% 11	6,000	6,262
THERMO FISHER SCIENTIFIC INC	36,611	46,521
VALIDUS HOLDINGS, LTD.	6,285	6,350

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY INC. CLASS	36,521	50,546
LOCKHEED MARTIN CORP	77,668	82,831
CONSTELLATION BRANDS INC	43,968	60,800
HUNTINGTON BANCSHARES	7,307	7,598
EATON CORP PLC	22,078	22,123
HOME DEPOT INC	36,444	54,016
MCDONALD'S CORP	35,563	49,915
CHUBB LIMITED	36,389	42,378
S&P GLOBAL INC COM	38,519	50,142
IDEXX CORP	46,998	47,540
ECOLAB INC	36,470	40,925
BIOGEN INC	89,813	97,482
INTUIT	29,811	49,227
MASTERCARD INC	28,995	49,646
CATERPILLAR INC	30,713	52,001
CLOROX CO	33,130	49,084
WATERS CORP	51,176	63,753
MOODYS CORP	34,632	50,040
ALIGN TECHNOLOGY, INC	51,041	75,322
VERTEX PHARMCTLS INC	51,668	51,402
THE JM SMUCKER COMPANY	42,094	42,739
PNC FINANCIAL GROUP INC	29,151	49,780
BOEING CO	50,058	102,334
TWO HARBORS INVESTMENT CORP PF	8,873	9,191
DUN & BRADSTREET CORP	41,106	42,391
BRITISH AMERICAN TOBACCO PLC	25,622	24,786
DUKE ENERGY CO	31,749	32,382
SALESFORCE.COM	33,412	41,914
CMS ENERGY CP	18,225	19,630
KRAFT HEINZ CO	37,610	32,659

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THE HERSHEY COMPANY	47,008	48,923
AVERY DENNISON CORP	21,533	49,620
VERISIGN INC	40,035	49,667
CHEVRON CORP	45,459	55,084
PENTAIR INC. COM	27,433	31,073
ROGERS COMM CL B	18,319	23,173
QUEST DIAGNOSTICS	51,198	45,010
KLA TENCOR CORP	46,614	48,017
DANAHER CORP	35,020	42,697
TJX COMPANIES INC	36,357	35,936
TEXAS INSTRUMENTS INC	35,090	49,609
CROWN CASTLE INTL	45,801	53,285
ESTEE LAUDER COMPANIES INC	52,018	61,330
COSTCO WHOLESALE CORPORATION	85,035	91,571
HALLIBURTON COMPANY	28,652	24,924
ALTRIA GROUP INC	32,577	36,776
AMERISOURCEBERGEN CORP	49,048	48,206
PROCTER GAMBLE CO	45,635	50,075
SUNTRUST BKS INC	32,164	36,170
STARBUCKS CORP COM	32,921	33,884
TE CONNECTIVITY LTD	35,996	56,074
FACEBOOK INC	80,866	106,229
PRUDENTIAL FINCL INC	45,395	70,713
MCKESSON CORP	104,795	96,065
HUMANA INC	144,898	155,540
SPDR WELLS FARGO PREFERRED STO	29,405	27,965
AMERIPRISE FINANCIAL INC	65,921	109,308
ALASKA AIR GROUP INC	49,057	48,737
DIGITAL RLTY TR INC	65,836	75,744
DOWDUPONT INC	36,323	48,430

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WESTERN DIGITAL CORP	59,884	55,671
CONOCOPHILLIPS	32,955	38,697
TYSON FOODS INC CL A	30,436	57,479
F5 NETWORKS, INC	84,448	93,297
FORTIVE CORPORATION	36,961	53,684
MARATHON PETROLEUM CORP	49,804	49,155
JOHNSON & JOHNSON	90,205	104,650
SOUTHWEST AIRLINES	32,473	49,088
JACOBS ENGINEERNG GP	42,313	49,998
UNITEDHEALTH GROUP INC	112,587	169,754
TARGET CORPORATION	54,251	51,874
DOMINION ENERGY INC	59,658	64,848
NOVARTIS AG ADR	64,160	67,588
CARNIVAL CORP	50,267	54,092
APPLIED MATERIALS INC	39,258	42,123
TRANSCANADA CORP	36,869	40,128
QUALCOMM INC	45,031	53,457
EXPEDITORS INTL WASH INC	41,790	54,404
HASBRO INC	76,898	76,711
INTERNATIONAL PAPER CO	35,971	48,959
PEPSICO INC	91,187	104,930
CIGNA	128,699	177,907
AGILENT TECHNOLOGIES INC	46,994	59,469
NETAPP, INC	34,816	49,345
HESS CORP	48,441	42,486
UNION PACIFIC	82,243	120,690
ABBVIE INC	54,158	87,039
LYONDELLBASELL INDUSTRIES NV	68,364	99,840
AMGEN INC	149,232	161,901
PHILIP MORRIS INTL	101,029	100,579

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VISA INC	83,844	109,915
VENTAS INC	66,293	57,910
FLUOR CORP	49,914	50,152
MEDTRONIC PLC	79,050	78,974
ETF SPDR SERIES TRUST	95,587	93,222
CME GROUP, INC	95,905	146,050
ARCHER DANIELS MDLND	43,172	40,521
WAL-MART STORES INC	73,019	103,786
ABBOTT LABS	47,008	60,780
ENBRIDGE INC	45,610	42,043
VALERO ENERGY CORP	75,389	98,987
VANGUARD SF REIT ETF	94,565	91,693
CVS CAREMARK CORP	95,993	80,330
CENTURYLINK INC	21,801	19,149
THE COCA-COLA CO	52,021	52,991
CELGENE CORP	125,231	121,162
ELI LILLY & CO	100,552	100,592
EXXON MOBIL CORP	103,340	101,790
GILEAD SCIENCES INC	113,502	89,335
MYLAN NV	48,645	52,761
PERRIGO CO PLC	100,622	108,776
WALGREENS BOOTS ALLIANCE	102,200	91,501
TERADATA CORPORATION	39,316	49,536
NEWMONT MINING CORP	43,331	49,564
WILLIAMS COS	38,103	40,857
APPLE INC	155,227	235,059
INTEL CORP	45,329	64,855
JUNIPER NETWORKS	43,041	41,924
INVESCO PLC	54,419	54,262
KELLOGG CO	100,881	104,077

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BAXTER INTERNATIONAL INC	100,726	105,040
ISHARES IBOXX $ HIGH YIELD COR	143,126	148,778
FIRST ENERGY CORP	51,121	53,463
CENTENE CORP	125,352	179,365
SYSCO CORP	94,335	108,889
RLJ LODGING TRUST	40,640	41,194
MICROSOFT CORP	101,441	169,369
EXPRESS SCRIPTS HOLDING CO	156,659	147,787
ISHARES BARCLAYS 1-3 YR CD BD	211,619	209,080
KROGER CO	43,016	58,743
VERIZON COMMUNICATIONS	119,952	120,416
VANGUARD MID-CAP ETF	286,085	356,767
HP INC	27,037	49,268
CISCO SYSTEMS INC	70,684	97,742
FORD MOTOR COMPANY	34,157	32,162
JP MORGAN CHASE	184,227	277,508
KEYCORP	33,211	52,341
FREEPORT-MCMORAN COPPER & GOLD	49,829	50,547
SPDR S&P 600 SMALL CAP	286,200	363,089
MERCK & CO INC	175,900	161,720
CHURCH & DWIGHT	141,394	147,851
AT&T, INC	139,102	133,631
CENTERPOINT ENERGY	90,382	102,124
CONAGRA FOODS INC	138,453	137,194
NRG ENERGY	44,587	113,607
POWERSHARES SENIOR LOAN PORT	95,261	95,386
VANGUARD FTSE EMERGING MARKETS	143,984	190,527
PFIZER INC	145,220	153,355
ISHARES CORE MSCI EMERGING MAR	242,152	266,860
WISDOMTREE MIDCAP DIVIDEND F	190,937	227,026

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES TRUST MSCI EAFE INDEX	386,306	461,936
VANGUARD FTSE DEVELOPED MARKET	385,682	474,169

TY 2017 Investments Government Obligations Schedule

Name: Homer and Annette Thompson Foundation

EIN: 46-4472292

US Government Securities - End of Year Book Value:	1,199,950
US Government Securities - End of Year Fair Market Value:	1,178,297
State & Local Government Securities - End of Year Book Value:	250,010
State & Local Government Securities - End of Year Fair Market Value:	252,835

TY 2017 Other Expenses Schedule

Name: Homer and Annette Thompson Foundation

EIN: 46-4472292

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	33,808			33,808
Bank Charges	4	4		
Foundation Dues & Memberships	750			750
Indemnification Insurance	1,625			1,625
State or Local Filing Fees	25			25

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TY 2017 Other Income Schedule

Name: Homer and Annette Thompson Foundation

EIN: 46-4472292

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss ARES MANAGEMENT PFD 7 00% SERIES A	24	24	

TY 2017 Other Professional Fees Schedule

Name: Homer and Annette Thompson Foundation

EIN: 46-4472292

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	111,601	111,601		

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TY 2017 Taxes Schedule

Name: Homer and Annette Thompson Foundation

EIN: 46-4472292

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2017	5,200			
990-PF Excise Tax for 2016	2,469			
Foreign Tax Paid	2,028	2,028		