

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

Name of foundation The Lightner Sams Foundation Inc		A Employer identification number 75-2555622	
% Foundation Source			
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd		Room/suite	B Telephone number (see instructions) (800) 839-1754
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 16,007,840		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,823	2,823		
	4 Dividends and interest from securities	252,437	252,437		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,472,304			
	b Gross sales price for all assets on line 6a 11,826,120				
	7 Capital gain net income (from Part IV, line 2)		4,472,304		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,558	3,522		
	12 Total. Add lines 1 through 11	4,731,122	4,731,086		
	13 Compensation of officers, directors, trustees, etc	78,700			78,700
	14 Other employee salaries and wages	9,600			9,600
	15 Pension plans, employee benefits	6,059			6,059
	16a Legal fees (attach schedule)	10,403	10,403	0	0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	122,375	122,193		182
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	64,666	1,275		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	16,273	16,273		
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	50,033	1,069		48,779
	24 Total operating and administrative expenses. Add lines 13 through 23	358,109	151,213	0	143,320
	25 Contributions, gifts, grants paid	546,325			546,325
	26 Total expenses and disbursements. Add lines 24 and 25	904,434	151,213	0	689,645
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,826,688			
	b Net investment income (if negative, enter -0-)		4,579,873		
	c Adjusted net income(if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	99,724	413,364	413,364
	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) ▶ _____ 52,679 Less allowance for doubtful accounts ▶ _____	28,192	52,679	52,679
	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)	7,439,546	12,710,422	15,244,750
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____	1,731,924		
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	98,150	32,235	53,100
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	296,064	311,588	243,947	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,693,600	13,520,288	16,007,840	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	9,693,600	13,520,288	
	30	Total net assets or fund balances (see instructions)	9,693,600	13,520,288	
31	Total liabilities and net assets/fund balances (see instructions) .	9,693,600	13,520,288		

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	9,693,600
2	Enter amount from Part I, line 27a	2	3,826,688
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	13,520,288
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	13,520,288

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 Passthrough K1 Capital Gain/(Loss)			
c LAND-2800 S ROONEY RD,JEFFERSON CTY,CO	P	1990-08-17	2017-02-24
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 6,576,120		5,593,785	982,335
b			2,146
c 5,250,000		1,762,177	3,487,823
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			982,335
b			
c			3,487,823
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	4,472,304
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	627,698	13,467,135	0 04661
2015	643,436	12,801,339	0 050263
2014	542,903	13,357,109	0 040645
2013	628,758	12,933,615	0 048614
2012	604,368	11,657,970	0 051842

2 Total of line 1, column (d)	2	0 237974
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 047595
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	14,943,104
5 Multiply line 4 by line 3	5	711,217
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	45,799
7 Add lines 5 and 6	7	757,016
8 Enter qualifying distributions from Part XII, line 4	8	689,645

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	91,597
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	91,597
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	91,597
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	58,800
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	93,917
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	2,320
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 2,320 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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

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

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	15		
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 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 ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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))?	<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		
	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?			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6b		
	b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7b		
	b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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
RIM Securities 400 Park Ave NEW YORK, NY 10022	Investment MGT	62,663
First Dallas Securities 2905 Maple Avenue Dallas, TX 75201	Investment Mgt	62,201

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	13,215,857
b	Average of monthly cash balances.	1b	867,085
c	Fair market value of all other assets (see instructions).	1c	1,087,722
d	Total (add lines 1a, b, and c).	1d	15,170,664
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	15,170,664
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	227,560
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	14,943,104
6	Minimum investment return. Enter 5% of line 5.	6	747,155

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	747,155
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	91,597
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	91,597
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	655,558
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	655,558
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	655,558

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	689,645
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	689,645
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	689,645

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				655,558
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			623,520	
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 ▶ \$ <u>689,645</u>				
a Applied to 2016, but not more than line 2a			623,520	
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.				66,125
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				589,433
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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	546,325
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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?		Yes	No
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.		
	*****	2018-11-12	*****
	Signature of officer or trustee	Date	Title


May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
--


Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	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 VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Charles Derek Adleta Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee, Sec, Treas 6 0	19,200	0	0
Earl Sams Lightner Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee 1 0	0	0	0
Kristin Lightner Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee 4 0	0	0	0
Larry F Lightner Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Pres, Trustee 6 0	43,500	7,664	0
Robin H Lightner Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee 1 0	0	0	0
Sue B Lightner Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee, VP 6 0	16,000	0	0
Kamala A Lightner-Scammahorn Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Trustee 4 0	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FOUNDATION FOR THE BLIND INC 2 PENN PLZ STE 1102 NEW YORK, NY 10121	N/A	PC	Dallas Center on Vision Loss Program	5,000
BRAIN INJURY NETWORK OF DALLAS 1416 GABLES CT PLANO, TX 75075	N/A	PC	General & Unrestricted	5,000
BROOK HILL SCHOOL INC 1051 N HOUSTON ST BULLARD, TX 75757	N/A	PC	General & Unrestricted	50,000
Total ► 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDRENS MEDICAL CENTER FOUNDATION 2777 N STEMMONS FWY STE 700 DALLAS, TX 75207	N/A	PC	School-based TeleHealth Program	15,000
COURT APPOINTED SPECIAL ADVOCATES OF TRINITY VALLE PO BOX 2259 ATHENS, TX 75751	N/A	PC	General & Unrestricted	9,600
DALLAS CASA2757 SWISS AVE DALLAS, TX 75204	N/A	PC	General & Unrestricted	15,000
Total 				546,325
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FAMILY PLACE INCPO BOX 7999 DALLAS, TX 75209	N/A	PC	Early Childhood Education Program	10,000
FRONTIERS OF FLIGHT MUSEUM INC 6911 LEMMON AVE DALLAS, TX 75209	N/A	PC	Security System and/or Auditorium Sound System Project	15,000
HEALTH SERVICES OF NORTH TEXAS INC 4401 N I-35 STE 312 DENTON, TX 76207	N/A	PC	Medical Equipment Fund	5,225
Total 				546,325
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL SCHOOL OF DENVER INC 206 RED CROSS WAY DENVER, CO 80230	N/A	PC	ISDenver Priorities Fund	15,000
INTERNATIONAL SCHOOL OF DENVER INC 206 RED CROSS WAY DENVER, CO 80230	N/A	PC	Middle Years Program	18,000
JUNE SHELTON SCHOOL AND EVALUATION CENTER 15720 HILLCREST RD DALLAS, TX 75248	N/A	PC	Capital Campaign	50,000
Total ▶ 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JUNIOR LEAGUE OF TYLER INC 1919 S DONNYBROOK AVE TYLER, TX 75701	N/A	PC	Girl Power Program	10,000
KIDS VISION FOR LIFE DALLAS 13515 N STEMMONS FWY DALLAS, TX 75234	N/A	PC	Maintenance and repair of the mobile clinic Project	15,000
LEGACY COUNSELING CENTER INC 4054 MCKINNEY AVE DALLAS, TX 75204	N/A	PC	Technology/EMR Project	10,000
Total ▶ 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIFE MESSAGE INC 4501 ROWLETT RD STE 200 ROWLETT, TX 75088	N/A	PC	Feed The Need Program	10,000
MENTAL HEALTH AMERICA OF GREATER DALLAS 624 N GOOD LATIMER EXPY STE 200 DALLAS, TX 75204	N/A	PC	General & Unrestricted	35,000
MORGAN ADAMS FOUNDATION 5303 E EVANS AVE STE 202 DENVER, CO 80222	N/A	PC	Research Initiative	10,000
Total ► 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL MUSEUM OF WILDLIFE ART OF THE UNITED STAT PO BOX 6825 JACKSON, WY 83002	N/A	PC	General & Unrestricted	15,000
NORTH TEXAS FOOD BANK 4500 S COCKRELL HILL RD DALLAS, TX 75236	N/A	PC	General & Unrestricted	10,000
OUR FRIENDS PLACE 6500 GREENVILLE AVE STE 620 DALLAS, TX 75206	N/A	PC	General & Unrestricted	10,000
Total ▶ 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PASTORAL COUNSELING AND EDUCATION CENTER 4525 LEMMON AVE STE 200 DALLAS, TX 75219	N/A	PC	Client Assistance Program	15,000
PATRIOT PAWS SERVICE DOGS 254 RANCH TRL ROCKWALL, TX 75032	N/A	PC	General & Unrestricted	15,000
RAINBOW DAYS INC 8150 N CENTRAL EXPY DALLAS, TX 75206	N/A	PC	Project Hope	20,000
Total ► 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RESOURCE CENTER OF DALLAS INC 5750 CEDAR SPRINGS RD DALLAS, TX 75235	N/A	PC	HIV Dental Program	15,000
SMITH COUNTY CHAMPIONS FOR CHILDREN INC 4883 HIGHTECH DR TYLER, TX 75703	N/A	PC	General & Unrestricted	8,000
SMITH COUNTY CHILDRENS SERVICES 100 N BROADWAY TYLER, TX 75702	N/A	PC	In-Home Services and Progress Note Preparation Program	18,000
Total ► 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOLAR CAR CHALLENGE FOUNDATION 3505 CASSIDY DR PLANO, TX 75023	N/A	PC	General & Unrestricted	25,000
SOLAR CAR CHALLENGE FOUNDATION 3505 CASSIDY DR PLANO, TX 75023	N/A	PC	Challenge Grant Initiative	7,500
TEXPROTECTS-THE TEXAS ASSOCIATION FOR THE PROTECTI 2904 FLOYD ST STE C2 DALLAS, TX 75204	N/A	PC	General & Unrestricted	20,000
Total ► 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARMYPO BOX 1000 AUSTIN, TX 78767	N/A	PC	East Texas Tornado Relief Fund	10,000
UNITED WAY OF THE COASTAL BEND INC 711 N CARANCAHUA ST STE 302 CORPUS CHRISTI, TX 78401	N/A	PC	Disaster Relief Fund	10,000
VETERANS COALITION OF NORTH CENTRAL TEXAS PO BOX 132275 DALLAS, TX 75313	N/A	PC	General & Unrestricted	5,000
Total ► 3a				546,325

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WELL COMMUNITY125 SUNSET AVE DALLAS, TX 75208	N/A	PC	Our Daily Bread Program	10,000
WOMENS SYMPHONY LEAGUE INC PO BOX 6823 TYLER, TX 75711	N/A	PC	Link Up Program	10,000
WOODROW WILSON HIGH SCHOOL COMMUNITY FOUNDATION IN PO BOX 140062 DALLAS, TX 75214	N/A	PC	Robert E Lee Elementary Project Refresh	20,000
Total ▶ 3a				546,325

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

TY 2017 Depreciation Schedule

Name: The Lightner Sams Foundation Inc

EIN: 75-2555622

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND JEFFERSON CO		1,731,924		L					

TY 2017 Investments Corporate Stock Schedule

Name: The Lightner Sams Foundation Inc
EIN: 75-2555622

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALPHABET INC CL A	56,098	76,898
BLACKROCK INC	26,943	43,665
ECOLAB INC	14,891	17,309
ESSEX PRTY TR INC	29,407	31,861
DOWDUPONT INC	7,890	9,472
NEXTERA ENERGY, INC	20,588	21,086
NORTHROP GRUMMAN CORP	31,283	42,047
RAYTHEON CO	20,785	26,111
LOCKHEED MARTIN CORP	37,834	53,294
BERKSHIRE HATHAWAY INC. CLASS	32,572	38,455
CELGENE CORP	20,952	20,455
PNC FINANCIAL GROUP INC	21,290	30,445
NXP SEMICONDUCTORS	20,097	25,409
WESTLAKE CHEMICAL CORP	18,587	24,395
ELECTRONIC ARTS	24,966	24,164
JOHNSON & JOHNSON	27,080	33,533
CHEVRON CORP	24,892	30,046
UNION PACIFIC	27,644	32,586
HONEYWELL INTL	27,086	38,187
CINTAS CRP	26,361	38,802
EDWARDS LIFESCIENCES	23,978	29,530
APPLE INC	29,968	46,877
ADOBE SYSTEMS, INC	27,589	49,943
UNITEDHEALTH GROUP INC	39,009	64,374
TIME WARNER INC	22,232	26,801
DANAHER CORP	23,889	27,753
ZOETIS INC	15,362	21,684
PEPSICO INC	33,680	38,135
THERMO FISHER SCIENTIFIC INC	47,802	60,572
CME GROUP, INC	36,282	51,118

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WALT DISNEY HOLDINGS CO	35,820	39,456
HOME DEPOT INC	47,054	73,348
MICROSOFT CORP	21,222	34,387
ELI LILLY & CO	33,402	36,064
COLGATE-PALMOLIVE COMPANY	29,905	32,745
PHILIP MORRIS INTL	45,370	48,493
MID-AMERICA APT COMMUNITIES IN	45,771	47,263
EXXON MOBIL CORP	36,208	39,562
W . P. CAREY INC	32,440	35,828
MASTERCARD INC	49,812	78,859
AMERICAN WATER WORKS COMPANY I	38,725	47,849
MERCK & CO INC	33,740	30,104
PROCTER GAMBLE CO	46,231	49,340
EVERSOURCE ENERGYINC	32,019	35,191
SUNTRUST BKS INC	31,737	37,268
DUKE ENERGY CO	49,795	52,148
DOMINION ENERGY INC	46,664	52,365
EPR PROPERTIES	43,440	43,400
CINCINNATI FINANCIAL CORP	47,453	53,229
US BANCORP	32,971	38,578
WELLTOWER INC	50,461	46,169
AMERICAN ELECTRIC POWER INC	47,076	54,295
ALTRIA GROUP INC	50,238	56,628
LAMAR ADVERTISING CO CL A REIT	48,389	58,872
CABOT OIL & GAS CORP	21,108	22,794
TEXAS PACIFIC LAND TRUST	103,347	357,304
COMCAST CORP	26,615	32,681
MAGNA INTERNATIONAL INC	34,059	47,433
B&G FOODS INC	31,609	29,737
SIX FLAGS ENTERTAINMENT CORPOR	46,528	57,184

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PAYCHEX	46,989	58,617
GENERAL MILLS INC	53,003	53,124
PFIZER INC	34,028	35,097
FEDEX CORPORATION	194,585	249,540
VERIZON COMMUNICATIONS	50,714	54,306
XCEL ENERGY INC	46,685	53,546
NATIONAL RETAIL PROPERTIES INC	49,797	49,211
AVANGRID INC	48,292	58,875
THE COCA-COLA CO	50,475	53,863
LIBERTY PROPERTY TRUST SBI	42,582	51,182
AT&T, INC	50,861	50,427
PULTE GROUP INC	26,693	44,655
FACEBOOK INC	161,763	238,045
INTEL CORP	50,155	64,947
CATERPILLAR INC	145,386	236,370
ROYAL CARRIBEAN CRUISE	175,657	178,920
HEALTHCARE TRUST OF AMERICA IN	46,126	46,592
COSTCO WHOLESALE CORPORATION	275,532	312,309
MCDONALD'S CORP	214,461	289,334
GRAMERCY PROPERTY TRUST INC	41,892	46,975
JP MORGAN CHASE	140,532	197,732
ABBVIE INC	129,005	193,420
VANGUARD SM-CAP ETF	246,390	312,154
WAL-MART STORES INC	184,069	233,840
VECTOR GROUP LTD	53,301	58,613
CONSOLIDATED COMMUNICATIONS HO	62,041	32,694
TEXAS INSTRUMENTS INC	227,931	289,612
ARES CAPITAL CORPORATION - CLO	48,644	45,462
CVS CAREMARK CORP	212,175	217,500
MICRON TECHNOLOGY	36,908	123,360

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EAGLE MATERIALS INC	258,846	339,900
UNITED CONTINENTAL HOLDINGS IN	181,912	202,200
POWERSHARES II PFD	50,321	49,900
STARBUCKS CORP COM	189,113	196,985
SOUTHWEST AIRLINES	140,964	229,075
ENLINK MIDSTREAM LLC	35,163	61,600
TAPESTRY INC	146,245	154,805
DELTA AIR LINES INC	160,378	224,000
BANK OF AMERICA CORP	69,018	147,600
APPLIED MATERIALS INC	279,225	255,600
INTERNATIONAL PAPER CO	269,156	289,700
ENCORE WIRE CORP	231,950	243,250
GEO GROUP INC	129,952	118,000
HILLTOP HOLDINGS	140,642	126,650
KAPSTONE PAPER AND PACKAGING C	60,659	113,450
AMERICAN AIRLINES GROUP INC	213,970	260,150
HALLIBURTON COMPANY	334,071	342,090
KEYCORP CAPITAL B 8.25% CORP B	225,684	233,250
CISCO SYSTEMS INC	259,493	287,250
UNITED STATES STEEL CORP	168,818	263,925
MATADOR RESOURCES COMPANY	173,875	233,475
CITY NATIONAL ROCHDALE EMERGIN	375,652	481,707
VANGUARD FTSE DEVELOPED MARKET	342,747	418,903
GOGO INC	108,250	112,800
NUTANIX INC	181,400	352,800
HODGES BLUE CHIP 25 FUND RETAI	163,723	172,670
HODGES SMALL MID CAP FUND RETA	131,946	165,211
AMERICAN EAGLES OUTFITTERS INC	192,684	282,000
DIXIE GROUP, INC.	78,562	77,000
AMERICAN CENTURY INTL OPPORTUN	211,923	281,312

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VOLARIS AVIATION HOLDING	329,418	240,600
COMSTOCK RES INC	338,362	338,400
CNI FIXED INCOME OPP FD CL N	1,080,885	1,116,589
JC PENNEY	252,497	158,000

TY 2017 Investments - Land Schedule

Name: The Lightner Sams Foundation Inc

EIN: 75-2555622

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND JEFFERSON CO				

TY 2017 Investments - Other Schedule

Name: The Lightner Sams Foundation Inc

EIN: 75-2555622

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BROOKFIELD INFRASTRUCTURE PART		32,235	53,100

TY 2017 Legal Fees Schedule**Name:** The Lightner Sams Foundation Inc**EIN:** 75-2555622

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Document Review/Drafting	7,934	7,934		
General Consultations	2,469	2,469		

TY 2017 Other Assets Schedule

Name: The Lightner Sams Foundation Inc

EIN: 75-2555622

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST IN LIFE INS POLICY	296,064	311,588	243,947

TY 2017 Other Expenses Schedule**Name:** The Lightner Sams Foundation Inc**EIN:** 75-2555622**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	44,207			44,207
Bank Charges	5	5		
Cell Phone Plan	615			615
K-1 Exp BROOKFIELD INFRASTRUCT	622	622		
K-1 Exp KKR & CO, LP	627	442		
Payroll Processing Fees	618			618
PROPERTY INSURANCE	3,339			3,339

TY 2017 Other Income Schedule**Name:** The Lightner Sams Foundation Inc**EIN:** 75-2555622**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss BROOKFIELD INFRASTRUCTURE PARTNERS LP	2,436	2,436	
K-1 Inc/Loss KKR & CO, LP	1,122	1,086	

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

**TY 2017 Other
Notes/Loans Receivable
Long Schedule**

Name: The Lightner Sams Foundation Inc
EIN: 75-2555622

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
LSF WYOMING FOUNDATION			52,679				0 %				

TY 2017 Other Professional Fees Schedule**Name:** The Lightner Sams Foundation Inc**EIN:** 75-2555622

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	122,193	122,193		
IT SERVICES	182			182

TY 2017 Taxes Schedule**Name:** The Lightner Sams Foundation Inc**EIN:** 75-2555622

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2017	58,800			
990-PF Excise Tax for 2016	182			
990-PF Extension for 2016	4,409			
Foreign Tax Paid	1,275	1,275		