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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.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 07-01-2018 , and ending 06-30-2019

Name of foundation
THE CONOVER FOUNDATION INC

A Employer identification number
35-6672841

Number and street (or P O box number if mail is not delivered to street address)
HILLIARD LYONS TRUST PO BOX 32760

Room/suite

B Telephone number (see instructions)
(615) 754-0564

City or town, state or province, country, and ZIP or foreign postal code
LOUISVILLE, KY 402322760

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), *line 16)* ▶$ 2,958,701

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	17,201	17,201	17,201	
	4	Dividends and interest from securities	36,372	36,372	36,372	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-2,894			
	b	Gross sales price for all assets on line 6a 181,443				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	44,721		44,721	
	12	**Total.** Add lines 1 through 11	95,400	53,573	98,294	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,400			
	c	Other professional fees (attach schedule)	19,112	19,112		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	21,405			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,300	2,619		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	47,217	21,731		0
	25	Contributions, gifts, grants paid	130,000			130,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	177,217	21,731		130,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-81,817			
	b	**Net investment income** (if negative, enter -0-)		31,842		
	c	**Adjusted net income** (if negative, enter -0-)			98,294	

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	34,673	12,723	12,723
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,744,989	1,746,992	2,543,684
	c Investments—corporate bonds (attach schedule)	458,884	396,187	402,294
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	4,833	5,660	
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,243,379	2,161,562	2,958,701
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	
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	2,243,379	2,161,562	
	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			
	30 **Total net assets or fund balances** (see instructions)	2,243,379	2,161,562	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,243,379	2,161,562	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,243,379
2	Enter amount from Part I, line 27a	2	-81,817
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,161,562
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	2,161,562

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	-2,894
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	-3,720

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))
2017	133,000	2,825,296	0 047075
2016	147,628	2,716,851	0 054338
2015	138,417	2,687,228	0 051509
2014	136,400	2,861,852	0 047661
2013	126,754	2,792,510	0 045391

2 Total of line 1, column (d)	2	0 245974
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 049195
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	2,801,456
5 Multiply line 4 by line 3	5	137,818
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	318
7 Add lines 5 and 6	7	138,136
8 Enter qualifying distributions from Part XII, line 4	8	130,000

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	637
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	637
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	637
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	3,320		
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	3,320
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,683
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 640 **Refunded** ▶			11	2,043

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	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
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) ▶ IN			
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 2018 or the taxable year beginning in 2018? See the 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)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.	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 ▶N/A

14 The books are in care of ▶HILLIARD LYONS TRUST COMPANY Telephone no ▶(502) 588-4110

Located at ▶PO BOX 32760 LOUISVILLE KY ZIP+4 ▶402322760

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 2018, 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 the instructions for exceptions and filing requirements for FinCEN Form 114 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		
	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 2018?.		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?.	☐ 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 2018 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 2018).*		3b		No
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 2018?		4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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?. ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year? ☐ Yes ☑ No			

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
CHERYL CONOVER STROUD 122 PAIXHAM PLACE MTJULIET, TN 37122	PRESIDENT 5 00	0	0	0
JANET TOTTEN 604 E MAIN CROSS ST EDINBURGH, IN 46124	SEC/TREAS 2 00	0	0	0
CHRISTINE CONOVER STROUD 1105 DRAUGHON AVENUE NASHVILLE, TN 37204	ASSIST SEC 2 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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 CONTRIBUTIONS TO VARIOUS LOCAL ORGANIZATIONS 27 ORGANIZATIONS WERE SERVED DURING THE 2018/2019 FISCAL YEAR	130,000
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,811,579
b	Average of monthly cash balances.	1b	32,539
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	2,844,118
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,844,118
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	42,662
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,801,456
6	**Minimum investment return.** Enter 5% of line 5.	6	140,073

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	140,073
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	637		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	637
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	139,436
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	139,436
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	139,436

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	130,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	130,000
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	130,000

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				139,436
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			126,949	
b Total for prior years 20____ , 20____ , 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 130,000				
a Applied to 2017, but not more than line 2a			126,949	
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 2018 distributable amount.				3,051
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 *(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				
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				136,385
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 2013 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014. . . .				
b Excess from 2015. . . .				
c Excess from 2016. . . .				
d Excess from 2017. . . .				
e Excess from 2018. . . .				

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 2018, 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) 2018	**(b)** 2017	**(c)** 2016	**(d)** 2015	
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 foundation had $5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

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

See Additional Data Table

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

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

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

HILLIARD LYONS TRUST COMPANY
PO BOX 32760
LOUISVILLE, KY 402322760
(502) 588-4110

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

WRITTEN STATEMENT OF PURPOSE AND USE OF FUNDS

c Any submission deadlines

NONE

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

NONE

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**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	17,201	
4 Dividends and interest from securities. . . .			14	36,372	
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	-2,894	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		44,721		50,679	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 95,400

(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) (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) (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

******	2019-10-31	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
DENNIS J HASH		2019-10-31		P00381730
Firm's name ▶ HASH CPA GROUP LLC				Firm's EIN ▶35-2140590
Firm's address ▶ PO BOX 637 FRANKLIN, IN 461310637				Phone no (317) 738-2366

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 25,000 APPLE INC SR GLOBAL 2 1%	P	2014-06-30	2019-05-06
1 20,000 JOHN DEERE CORP NOTE 2 25%	P	2013-05-02	2019-04-17
20,000 FEDERAL HOME LOAN BANKS 1 75%	P	2014-02-06	2018-11-15
305 SHS GENERAL ELECTRIC CO	P	2007-04-26	2018-11-01
300 SHS GENERAL ELECTRIC CO	P	2001-09-21	2018-11-01
719 SHS GENERAL ELECTRIC CO	P	2018-05-21	2018-11-01
20,000 GENERAL ELECTRIC CORP 3 75%	P	2013-04-01	2018-11-28
20 SHS IMB CORP	P	2019-02-07	2019-04-11
105 SHS IBM CORP	P	2013-08-29	2019-04-11
25,000 MICROSOFT CORP	P	2016-01-19	2019-06-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,000		25,000	
20,000		20,198	-198
19,967		20,002	-35
3,016		10,907	-7,891
2,967		9,503	-6,536
7,111		11,051	-3,940
19,131		20,476	-1,345
2,876		2,656	220
15,097		19,194	-4,097
25,000		25,000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-198
			-35
			-7,891
			-6,536
			-3,940
			-1,345
			220
			-4,097

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
20,000 GENNESSEE GO BONDS 2 676%	P	2013-05-02	2018-08-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,000		20,350	-350

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-350

Form 990PF Part XV Line 1b - 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.

CHERYL CONOVER STROUD - OWNS 1058 O
INVESTMENT CORP

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*				
BARTHOLOMEW COUNTY HUMANE SOCIETY 4110 EAST 200 SOUTH COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	15,000
COLUMBUS FIREMAN'S CHEER FUND 1101 JACKSON STREET COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	2,500
ECUMENICAL ASSEMBLYPO BOX 1421 COLUMBUS, IN 47202	NONE	PUBLIC	CHARITABLE	4,500
Total . . . . ▶ **3a**				130,000

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*				
EDINBURGH DOLLARS FOR SCHOLARS PO BOX 305 EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	3,000
EDINBURGH PUBLIC LIBRARY 119 W MAIN CROSS ST EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	3,000
FOP - SHOP WITH A COP 543 SECOND STREET COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	2,500
Total . . . . ▶ **3a**				130,000

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*				
HABITAT FOR HUMANITY98 S EDWARDS FRANKLIN, IN 46131	NONE	PUBLIC	CHARITABLE	5,000
JOHNSON COUNTY HISTORICAL SOCIETY 135 N MAIN STREET FRANKLIN, IN 46131	NONE	PUBLIC	CHARITABLE	10,000
KAPPA KAPPA KAPPA INC 618 MEMORIAL DRIVE EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	4,000
Total . . . . ▶ **3a**				130,000

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*				
SALVATION ARMY 3100 NORTH MERIDIAN INDIANAPOLIS, IN 46208	NONE	PUBLIC	CHARITABLE	2,000
TURNING POINT745 WASHINGTON ST COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	5,000
MILL RACE CENTER INC 900 LINDSEY STREET COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	10,000
Total . . . . ▶ **3a**				130,000

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*				
EDINBURGH MINISTERIAL ASSOCATION PO BOX 83 EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	4,000
EASTSIDE ELEMENTARY CLOTHE-A-CHILD 810 E MAIN CROSS ST EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	4,000
EDINBURGH FIRE RESUCE CHEER FUND 203 S WALNUT ST EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	2,500
Total . . . . ▶ **3a**				130,000

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*				
FAMILY SERVICE1531 13TH STREET COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	3,000
THE NEXT DOOR 402 22ND AVENUE NORTH NASHVILLE, TN 37203	NONE	PUBLIC	CHARITABLE	5,000
HUMANE SOCIETY OF JOHNSON CNTY 3827 N GRAHAM ROAD FRANKLIN, IN 46131	NONE	PUBLIC	CHARITABLE	11,000
Total . . . . ▶ **3a**				130,000

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*				
EDINBURGH UNITED METHODIST CHURCH 107 W CAMPBELL ST EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	1,500
JOHNSON COUNTY 4-H COUNCIL 484 N MORTON ST FRANKLIN, IN 46131	NONE	PUBLIC	CHARITABLE	1,500
FRANKLIN SYMPHONIC COUNCIL PO BOX 988 FRANKLIN, IN 46131	NONE	PUBLIC	CHARITABLE	4,000
Total . . . . ▶ **3a**				130,000

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*				
NEW SONG MISSIONPO BOX 488 NASHVILLE, IN 47448	NONE	PUBLIC	CHARITABLE	5,000
HOSPICE OF SOUTH CENTRAL INDIANA 2626 EAST 17TH STREET COLUMBUS, IN 47201	NONE	PUBLIC	CHARITABLE	3,000
TOWN OF EDINBURGH 107 S HOLLAND STREET EDINBURGH, IN 46124	NONE	PUBLIC	CHARITABLE	3,000
Total . . . . ▶ **3a**				130,000

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*				
SERVANT GROUP INTERNATIONAL 506 TANKSLEY AVENUE NASHVILLE, TN 37211	NONE	PUBLIC	CHARITABLE	2,000
JOHNSON COUNTY COMMUNITY FONDATION 398 S MAIN ST FRANKLIN, IN 46131	NONE	PUBLIC	CHARITABLE	10,000
CUREPSP1216 BROADWAY 2ND FLOOR NEW YORK, NY 10001	NONE	PUBLIC	CHARITABLE	4,000
Total . . . . ▶ **3a**				130,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		**(e)** Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a AMOS INV CORP-ORDINARY INC	523000	-5,894			
b AMOS INV CORP-RENTAL INC	523000	2,879			
c AMOS INV CORP-DIVIDENDS	523000	1,104			
d AMOS INV CORP-ST CAPITAL G	523000	-321			
e AMOS INV CORP-LT CAPITAL G	523000	46,781			
f AMOS INV CORP-INTEREST INCO	523000	172			

TY 2018 Accounting Fees Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,400			

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317016509

TY 2018 Investments Corporate Bonds Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20,000 FEDERAL FARM CREDIT 3.9%	20,251	20,104
20,000 JOHN DEERE CAPITAL CORP 2.25%		
20,000 GE CAPITAL CORP. 3.75%		
25,000 PEPSICO SR. NOTE 3.125%	25,478	25,343
20,000 TENN STATE GO BOND 2.67%		
20,000 WELLS FARGO 3.5%	20,570	20,578
20,000 FEDERAL FARM CR BKS CONS 2.5%	20,058	20,079
20,000 FEDERAL HOME LOAN BKS 1.75%		
25,000 APPLE INC. SR. GLOBAL 2.1%		
25,000 INTEL SR. NOTE 3.3%	25,338	25,701
40,000 IBM NOTE 3.375%	40,500	41,445
25,000 MICROSOFT CORP. NOTE 4.20%		
25,000 US BANCORP MTNS 3.70%	26,028	26,497
25,000 FEDERAL FARM CREDIT 2.24%	25,000	25,000
25,000 CISCO SYS. INC. 3.0%	25,549	25,703
25,000 JPMORGAN CHASE & CO. 3.90%	25,583	26,696
25,000 HOME DEPOT SR. NOTE 3.0%	25,365	25,880
25,000 NORTHERN TRUST SR NOTE 3.375%	25,526	25,657
20,000 O'REILLY AUTOMOTIVE NOTE 3.6%	20,127	20,564
20,000 OMNICOM GROUP INC. SR. 4.45%	20,316	20,448

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25,000 PFIZER INC. NOTE 3.40%	25,181	26,296
25,000 SCHLUMBERGER INVT SR NT 3.65%	25,317	26,303

TY 2018 Investments Corporate Stock Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
25 US BANCORP	1,277	1,310
25 CVS HEALTH CORP.	1,673	1,362
120 CISCO SYSTEMS INC.	2,210	6,568
80 GENERAL ELECTRIC - SOLD		
50 VANGUARD REAL ESTATE ETF	3,402	4,370
20 APPLE INC.	3,572	3,958
80 WELLS FARGO & CO.	4,063	3,786
80 JPMORGAN CHASE & CO.	4,373	8,944
25 HOME DEPOT INC.	4,379	5,199
335 TJX COMPANIES	4,551	35,430
100 JPMORGAN CHASE & CO.	4,664	11,180
55 TE CONNECTIVITY LTD	5,565	5,268
80 BERKSHIRE HATHAWAY	5,785	17,054
225 GENERAL ELECTRIC - SOLD		
326.645 ARTISAN INTL. FUND 661	7,000	10,554
120 PROGRESSIVE CORP.	7,504	9,592
500 CISCO SYSTEMS INC.	8,701	27,365
153 HARLEY DAVIDSON INC.	9,577	5,482
150 BERKSHIRE HATHAWAY	9,960	31,976
315.657 DODGE & COX INTL. FUND 1048	10,000	13,150
355 HOME DEPOT INC.	10,099	73,829
67 ALLERGAN PLC	10,496	11,218
300 GENERAL ELECTRIC CO. - SOLD		
65 ALLERGAN PLC	10,850	10,883
719 GENERAL ELECTRIC INC. - SOLD		
580 FASTENAL CO.	12,400	18,902
255 NORTHERN TRUST CO.	12,668	22,950
875 PFIZER INC.	13,491	37,905
670 FASTENAL CO.	13,643	21,835
379.507 DODGE & COX INTL. FUND 1048	14,000	15,810

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
500 WALT DISNEY CO.	14,145	69,820
227 HARLEY DAVIDSON INC.	14,492	8,133
422.416 DODGE & COX INTL. FUND 1048	15,000	17,598
688.073 ARTISAN FUNDS INTL. 661	15,000	22,232
425 EXPEDITORS INTL. INC.	15,716	32,241
650 WELLS FARGO & CO.	17,394	30,758
825 MICROSOFT CORP.	17,488	92,432
500 TE CONNECTIVITY LTD.	18,205	47,890
405 OMNICOM GROUP INC.	18,444	33,190
105 ALLERGAN PLC	18,751	17,580
105 IBM CORP. - SOLD		
850 PROGRESSIVE CORP.	19,771	67,941
550 CVS HEALTH CORP.	19,943	29,969
1001.502 ARTISAN INTL. FUND 661	20,000	32,359
621.311 DODGE & COX INTL. FUND 1048	20,000	25,884
235 UNION PACIFIC CORP.	22,582	39,741
400 APPLE INC.	23,389	79,168
475 JPMORGAN CHASE & CO.	23,821	53,105
45 ALPHABET INC.	24,927	48,641
395 JOHNSON & JOHNSON	25,402	55,016
165 O'REILLY AUTOMOTIVE INC.	29,093	60,938
850 US BANCORP	29,410	44,540
665 VANGUARD REAL ESTATE ETF	50,193	58,121
5699.556 VIRTUS EMERGING MKTS 1736	69,592	64,975
1696.109 DODGE & COX INTL. FUND 1048	71,542	70,660
2673.662 ARTISAN INTL. FUND 661	78,299	86,386
9645.444 VIRTUS EMERGING MKTS 1736	87,484	109,958
4,345 JANUS HENDERSON SMALL CP VALUE	104,737	93,418
1941 AMOS INVESTMENT CORPORATION	134,567	134,567
88 ALLERGAN PLC	11,676	14,734

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
170 TE CONNECTIVITY LTD.	13,763	16,283
15 ALPHABET INC.	16,335	16,214
180 APPLE INC.	30,744	35,626
1,412.928 ARTISAN INTL. FUND 2458	40,000	45,652
70 BERKSHIRE HATHAWAY INC. CL B	14,085	14,922
175 CVS HEALTH CORP.	11,437	9,536
700 CARMAX INC.	41,937	60,781
205 CISCO SYSTEMS INC.	9,571	11,220
150 WALT DISNEY CO.	16,514	20,946
1,011.122 DODGE & COX INTL. 1048	40,000	42,123
125 EXPEDITORS INTL. WASH INC.	8,895	9,483
400 FASTENAL CO.	12,148	13,036
120 HARLEY DAVIDSON	4,265	4,300
120 HOME DEPOT INC.	21,925	24,956
195 JPMORGAN CHASE & CO.	19,800	21,801
1,981.179 JANUS HENDERSON SMALL CAP	40,000	42,595
130 JOHNSON & JOHNSON	17,105	18,106
235 MICROSOFT CORP.	24,586	31,481
70 NORTHERN TRUST CO.	6,240	6,300
35 O'REILLY AUTOMOTIVE INC.	12,625	12,926
120 OMNICOM GROUP INC.	8,882	9,834
275 PFIZER INC.	11,368	11,913
305 PROGRESSIVE CORP.	20,511	24,379
230 TJX COS. INC.	11,100	12,162
175 US BANCORP	8,860	9,170
65 UNION PACIFIC CORP.	10,433	10,992
150 VANGUARD REAL ESTATE ETF	12,583	13,110
2,345.216 VIRUTS EMERGMING MKT 1736	25,000	26,735
195 WELLS FARGO & CO.	9,314	9,227

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TY 2018 Other Assets Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACC INTEREST PURCHASED, NOT RECEIVED	4,833	5,660	

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TY 2018 Other Expenses Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PORTFOLIO DEDUCTIONS	2,619	2,619		
ACCRUED INTEREST PAID	650			
FILING FEES	20			
MISC	11			

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TY 2018 Other Income Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AMOS INV CORP-ORDINARY INC	-5,894		-5,894
AMOS INV CORP-RENTAL INC	2,879		2,879
AMOS INV CORP-DIVIDENDS	1,104		1,104
AMOS INV CORP-ST CAPITAL G/L	-321		-321
AMOS INV CORP-LT CAPITAL G/L	46,781		46,781
AMOS INV CORP-INTEREST INCOME	172		172

TY 2018 Other Professional Fees Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	19,112	19,112		

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TY 2018 Taxes Schedule

Name: THE CONOVER FOUNDATION INC

EIN: 35-6672841

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	6,052			
INDIANA EXCISE TAX	2,228			
FEDERAL UNRELATED INCOME TAXES	13,125			