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 11-01-2018 , and ending 10-31-2019

Name of foundation
HARDIN CHARITABLE TRUST 44-8802409

A Employer identification number
26-6754597

Number and street (or P O box number if mail is not delivered to street address)
4385 POPLAR AVE

Room/suite

B Telephone number (see instructions)
(901) 681-2346

City or town, state or province, country, and ZIP or foreign postal code
MEMPHIS, TN 38117

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)* ▶$ 9,629,672

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				
	4	Dividends and interest from securities	288,064	288,064		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-41,605			
	b	Gross sales price for all assets on line 6a 10,541,873				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	246,459	288,064		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	70,730	35,365		35,365
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	24,923			0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	8,685			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	104,338	35,365	0	35,365
	25	Contributions, gifts, grants paid	1,830,000			1,830,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,934,338	35,365	0	1,865,365
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,687,879			
	b	**Net investment income** (if negative, enter -0-)		252,699		
	c	**Adjusted net income** (if negative, enter -0-)			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	157,489	250,657	250,657
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	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)	5,481,734	4,234,779	5,438,990
	c Investments—corporate bonds (attach schedule)	4,368,518	3,835,119	3,940,025
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			0
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	10,007,741	8,320,555	9,629,672
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			
	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	10,007,741	8,320,555	
	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)	10,007,741	8,320,555	
	31 **Total liabilities and net assets/fund balances** (see instructions)	10,007,741	8,320,555	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	10,007,741
2	Enter amount from Part I, line 27a	2	-1,687,879
3	Other increases not included in line 2 (itemize) ▶	3	693
4	Add lines 1, 2, and 3	4	8,320,555
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,320,555

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
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	-41,605
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))
2017	740,801	10,892,688	0 068009
2016	3,374,561	11,620,458	0 290398
2015	900,115	13,110,870	0 068654
2014	1,772,906	14,612,631	0 121327
2013	878,126	15,052,037	0 058339

2 Total of line 1, column (d)	2	0 606727
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 121345
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	9,340,973
5 Multiply line 4 by line 3	5	1,133,480
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,527
7 Add lines 5 and 6	7	1,136,007
8 Enter qualifying distributions from Part XII, line 4	8	1,865,365

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 2009-08-14 **(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	2,527
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	2,527
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,527
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	32
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	2,559
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 0 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition)	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
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) ▶ TN			
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		No
	Website address ▶			

14 The books are in care of ▶FIRST HORIZON BANK, TRUST TAX DEPT Telephone no ▶(901) 681-2346

Located at ▶4385 POPLAR AVE MEMPHIS TN ZIP+4 ▶38117

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		
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
FIRST HORIZON BANK 4385 POPLAR AVE MEMPHIS, TN 38117	TRUSTEE 3	70,730		

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. ▶ 0

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

3 Five highest-paid independent contractors for professional services (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. . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	8,868,946
b	Average of monthly cash balances.		1b	614,275
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	9,483,221
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e 0		
2	Acquisition indebtedness applicable to line 1 assets.		2	0
3	Subtract line 2 from line 1d.		3	9,483,221
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	142,248
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	9,340,973
6	**Minimum investment return.** Enter 5% of line 5.		6	467,049

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	467,049
2a	Tax on investment income for 2018 from Part VI, line 5.	2a 2,527		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	2,527
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	464,522
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	464,522
6	Deduction from distributable amount (see instructions).		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	464,522

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	1,865,365
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	1,865,365
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	2,527
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,862,838

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					464,522
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2018					
a From 2013.	0				
b From 2014.	0				
c From 2015.	0				
d From 2016.	0				
e From 2017.	4,510,675				
f **Total** of lines 3a through e.		4,510,675			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 1,865,365					
a Applied to 2017, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2018 distributable amount.					464,522
e Remaining amount distributed out of corpus		1,400,843			
5 Excess distributions carryover applied to 2018 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		5,911,518			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		5,911,518			
10 Analysis of line 9					
a Excess from 2014. . . .	0				
b Excess from 2015. . . .	0				
c Excess from 2016. . . .	0				
d Excess from 2017. . . .	4,510,675				
e Excess from 2018. . . .	1,400,843				

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))

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

NONE

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

MS LEIGH LAWLER
4385 POPLAR AVE
MEMPHIS, TN 38117
(901) 681-2349

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

BRIEF STATEMENT OF THE PURPOSE OF THE ORGAINZATION AND INTENDED 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		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	288,064	
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	-41,605	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				246,459	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 246,459

(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

******	2019-12-23	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶				Firm's EIN ▶
Firm's address ▶				Phone no

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 70000 NATL RURAL UTIL 10 375% 11/01/18		2009-03-20	2018-11-01
1 29 RESIDEO TECHNOLOGIES INC		2018-06-25	2018-11-01
1345 CA INC		2018-06-06	2018-11-05
3333 RESIDEO TECHNOLOGIES INC		2018-10-22	2018-11-12
87 SPECTRUM BRANDS HOLDINGS INC		2018-06-06	2018-12-07
211 SPECTRUM BRANDS HOLDINGS INC		2017-04-12	2018-12-07
666 AT & T INC		2017-08-11	2018-12-24
240 AT & T INC		2018-06-06	2018-12-24
78 THE ALLSTATE CORPORATION		2018-06-06	2018-12-24
99 AMERISOURCEBERGEN CORP		2018-06-06	2018-12-24

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)
70,000		83,448	-13,448
644		742	-98
59,853		45,332	14,521
7		9	-2
4,148		6,948	-2,800
10,061		29,545	-19,484
18,369		25,439	-7,070
6,620		7,857	-1,237
6,134		7,182	-1,048
7,083		8,481	-1,398

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	
			-13,448
			-98
			14,521
			-2
			-2,800
			-19,484
			-7,070
			-1,237
			-1,048
			-1,398

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)
	261 AMERISOURCEBERGEN CORP		2016-08-30	2018-12-24
1	63 AMERIPRISE FINANCIAL INC		2018-06-06	2018-12-24
	42 APPLE COMPUTER INC		2018-06-06	2018-12-24
	538 BB&T CORPORATION 054937107		2018-06-06	2018-12-24
	70 BAKER HUGHES COMPANY		2018-06-06	2018-12-24
	592 BAKER HUGHES COMPANY		2017-09-20	2018-12-24
	106 BEST BUY CO INC 086516101		2018-06-06	2018-12-24
	81 CAPITAL ONE FIN CORP		2018-06-06	2018-12-24
	96 COGNIZANT TECHNOLOGY SOLUTIONS CORP		2018-12-07	2018-12-24
	592 218 DFA REAL ESTATE SECS PORT		2018-06-06	2018-12-24

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)
18,673		22,438	-3,765
6,220		8,843	-2,623
6,248		8,096	-1,848
22,472		28,791	-6,319
1,459		2,392	-933
12,340		22,176	-9,836
5,117		7,537	-2,420
5,829		7,699	-1,870
5,779		6,626	-847
18,596		20,378	-1,782

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	
			-3,765
			-2,623
			-1,848
			-6,319
			-933
			-9,836
			-2,420
			-1,870
			-847
			-1,782

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)
358 EBAY INC COM		2018-06-06	2018-12-24
1 41517 502 FEDERATED TOTAL RETURN BOND FUND-IN		2018-03-26	2018-12-24
66318 386 FEDERATED ULTRA SHORT FD-INS		2018-06-06	2018-12-24
130 GILEAD SCIENCES INC		2018-06-06	2018-12-24
174 HONEYWELL INTERNATIONAL INC		2018-06-25	2018-12-24
168 INTEL CORP		2018-06-06	2018-12-24
226 IBM		2016-08-30	2018-12-24
112 IBM		2018-06-06	2018-12-24
73 JP MORGAN CHASE & CO		2018-06-06	2018-12-24
1150 KINDER MORGAN INC		2017-04-12	2018-12-24

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)
9,470		14,130	-4,660
432,612		440,501	-7,889
600,181		602,834	-2,653
8,037		9,111	-1,074
22,145		23,876	-1,731
7,444		9,497	-2,053
24,765		36,004	-11,239
12,273		16,101	-3,828
6,801		7,988	-1,187
17,298		24,092	-6,794

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	
			-4,660
			-7,889
			-2,653
			-1,074
			-1,731
			-2,053
			-11,239
			-3,828
			-1,187
			-6,794

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)
171 KINDER MORGAN INC		2018-06-06	2018-12-24
1 32 L3 TECHNOLOGIES INC		2018-06-06	2018-12-24
35858 082 LORD ABBETT FLOATING RATE-I		2016-08-30	2018-12-24
144218 69 LORD ABBETT SHRT DUR INC-I		2016-08-30	2018-12-24
2489 355 MFS INTL INTRINSIC VALUE FUND-I		2018-06-06	2018-12-24
168 MANPOWERGROUP INC		2016-08-30	2018-12-24
117 MANPOWERGROUP INC		2018-06-06	2018-12-24
47 MCKESSON CORPORATION 58155Q103		2018-06-06	2018-12-24
148 METLIFE INC		2018-06-06	2018-12-24
482 NATIONAL-OILWELL INC		2016-08-30	2018-12-24

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)
2,572		2,794	-222
5,245		6,458	-1,213
312,682		327,026	-14,344
595,623		644,868	-49,245
95,591		113,386	-17,795
10,585		11,912	-1,327
7,371		10,784	-3,413
5,091		6,831	-1,740
5,702		6,903	-1,201
12,066		17,129	-5,063

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	
			-222
			-1,213
			-14,344
			-49,245
			-17,795
			-1,327
			-3,413
			-1,740
			-1,201
			-5,063

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)
	2522 403 OPPENHEIMER INTL GROWTH FD-Y		2018-06-06	2018-12-24
1	11633 706 OPPENHEIMER INTL GROWTH FD-Y		2014-10-23	2018-12-24
	40543 281 PIMCO GLOBAL BD USD HEDGE-IN		2018-06-06	2018-12-24
	113 PARKER HANNIFIN CORP		2017-04-12	2018-12-24
	40 PARKER HANNIFIN CORP		2018-06-06	2018-12-24
	180 PEPSICO		2017-08-11	2018-12-24
	36535 402 PIMCO INCOME FUND-INS		2018-03-26	2018-12-24
	74 TARGET CORP		2018-06-06	2018-12-24
	83 TYSON FOODS INC CLASS A		2018-06-06	2018-12-24
	307 UNUMPROVIDENT CORP		2018-06-06	2018-12-24

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)
84,450		113,054	-28,604
389,496		406,156	-16,660
405,027		412,942	-7,915
16,049		17,763	-1,714
5,681		6,931	-1,250
19,398		21,045	-1,647
430,387		443,905	-13,518
4,541		5,791	-1,250
4,213		5,661	-1,448
8,454		11,976	-3,522

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	
			-28,604
			-16,660
			-7,915
			-1,714
			-1,250
			-1,647
			-13,518
			-1,250
			-1,448
			-3,522

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)
	1433 864 VANGUARD M/C GROW INDX-ADM		2018-06-06	2018-12-24
1	46357 441 VANGUARD HIG DIV YIELD IN IV		2018-06-06	2018-12-24
	5110 707 VICTORY SYCAMORE EST VAL-I		2018-06-06	2018-12-24
	8626 979 VOYA MIDCAP OPPORTUNITIES-I		2014-03-20	2018-12-24
	4607 293 VOYA MIDCAP OPPORTUNITIES-I		2018-06-06	2018-12-24
	295 WALGREENS BOOTS ALLIANCE INC		2014-12-24	2018-12-24
	15569 587 WESTERN ASSET CORE PLUS BD-I		2016-08-30	2018-12-24
	58 ALLERGAN PLC		2018-06-06	2018-12-24
	143 ALLERGAN PLC		2013-10-01	2018-12-24
	127 PERRIGO CO PLC		2018-06-06	2018-12-24

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)
69,012		84,525	-15,513
1,352,710		1,524,861	-172,151
160,783		209,401	-48,618
160,462		189,278	-28,816
85,696		123,602	-37,906
19,427		22,771	-3,344
173,912		186,835	-12,923
7,562		8,824	-1,262
18,643		20,593	-1,950
4,761		9,267	-4,506

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	
			-15,513
			-172,151
			-48,618
			-28,816
			-37,906
			-3,344
			-12,923
			-1,262
			-1,950
			-4,506

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)
286 PERRIGO CO PLC		2016-08-30	2018-12-24
1 33 LYONDELLBASELL INDUSTRIES NV		2018-06-06	2018-12-24
162 LYONDELLBASELL INDUSTRIES NV		2017-04-12	2018-12-24
39 UNION PACIFIC		2018-06-06	2019-01-29
147 UNION PACIFIC		2009-12-21	2019-01-29
10 ALPHABET INC CL A		2010-10-13	2019-01-31
5 AMGEN		2017-04-12	2019-01-31
10 BIOGEN INC		2014-12-24	2019-01-31
20 BOEING CO WITH RIGHTS EXP 8/7/97		2016-08-30	2019-01-31
270 CISCO SYSTEMS		2009-03-04	2019-01-31

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)
10,722		25,937	-15,215
2,619		3,830	-1,211
12,857		14,050	-1,193
6,224		5,550	674
23,461		4,734	18,727
11,223		2,729	8,494
931		813	118
3,313		3,140	173
7,652		2,620	5,032
12,712		4,155	8,557

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	
			-15,215
			-1,211
			-1,193
			674
			18,727
			8,494
			118
			173
			5,032
			8,557

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)
100 COMCAST CORP-CL A		2016-08-30	2019-01-31
1 16976 272 DFA REAL ESTATE SECS PORT		2018-03-26	2019-01-31
110 DARDEN RESTAURANTS INC		2009-03-05	2019-01-31
35 EBAY INC COM		2015-07-21	2019-01-31
40 ECOLAB INC		2015-09-22	2019-01-31
170 FISERV INC		2009-03-05	2019-01-31
80 FIRST ENERGY CORP		2018-06-06	2019-01-31
70 ILLINOIS TOOL WKS INC		2019-01-29	2019-01-31
50 ISHARES DJ U S REAL ESTATE ETF		2016-08-30	2019-01-31
40 KOHL'S DEPT STORE		2016-08-30	2019-01-31

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)
3,646		3,264	382
617,597		543,750	73,847
11,478		2,492	8,986
1,170		1,004	166
6,295		4,439	1,856
14,093		1,323	12,770
3,111		2,668	443
9,537		9,462	75
4,155		4,113	42
2,721		1,797	924

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	
			382
			73,847
			8,986
			166
			1,856
			12,770
			443
			75
			42
			924

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)
	240 MFS INTL INTRINSIC VALUE FUND-I		2014-03-20	2019-01-31
1	15 PUBLIC SERVICE ENTERPRISE GROUP INC		2009-03-04	2019-01-31
	9386 STANDARD & POORS DEPOSITORY RECEIPTS		2018-12-27	2019-01-31
	40 TRAVELERS COMPANIES INC		2009-03-05	2019-01-31
	12792 VANGUARD FTSE ALL-WORLD EX-US		2018-12-27	2019-01-31
	20 WAL-MART STORES		2011-08-11	2019-01-31
	100000 BHP FINANCE USA 6 500% 4/01/19		2009-03-20	2019-04-01
	100000 UNITED PARCEL SER 5 125% 4/01/19		2009-03-24	2019-04-01
	12 BOEING CO WITH RIGHTS EXP 8/7/97		2018-06-06	2019-04-30
	42 BOEING CO WITH RIGHTS EXP 8/7/97		2016-08-30	2019-04-30

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)
9,912		8,280	1,632
811		391	420
2,527,354		2,262,594	264,760
4,993		1,404	3,589
625,929		570,009	55,920
1,926		997	929
100,000		102,228	-2,228
100,000		100,254	-254
4,532		4,385	147
15,861		5,502	10,359

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	
			1,632
			420
			264,760
			3,589
			55,920
			929
			-2,228
			-254
			147
			10,359

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)
5 L3 HARRIS TECHNOLOGIES INC		2017-04-12	2019-07-22
1 CLASS ACTION SETTLEMENTS			2019-07-29
2103 825 LORD ABBETT FLOATING RATE-I		2018-07-13	2019-08-12
40643 827 LORD ABBETT FLOATING RATE-I		2019-02-01	2019-08-12
CAPITAL GAIN DIVIDENDS	P		

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)
98		64	34
434			434
18,640		19,250	-610
360,104		358,885	1,219
			105,892

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	
			34
			434
			-610
			1,219

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*				
FACING HISTORY AND OURSELVES NATIONAL FOUNDATION INC 16 HURD RD BROOKLINE, MS 02445	NONE	501(C)(3)	CHARITABLE CONTRIBUTION	20,000
SIGHT SAVERS AMERICA 337 BUSINESS CIRCLE PELHAM, AL 35124	NONE	501(C)(3)	CHARITABLE CONTRIBUTION	20,000
HOUSTON LEVEE COMMUNITY CENTER INC 1851 N HOUSTON LEVEE RD CORDOVA, TN 38016	NONE	501 (C) (3)	CHARITABLE CONTRIBUTION	250,000
Total . . . . ▶ **3a**				1,830,000

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*				
MEMPHIS DEVELOPMENT FDN ORPHEUM THEATRE203 S MAIN ST MEMPHIS, TN 38108	NONE	NONE	CHARITABLE CONTRIBUTION	20,000
HARWOOD CENTER INC 711 JEFFERSON AVE MEMPHIS, TN 38105	NONE	501(C)(C)	CHARITABLE CONTRIBUTION	20,000
RIVERFRONT DEVELOPMENT CORPORATION 22 N FRONT ST STE 960 MEMPHIS, TN 38103	NONE	501(C)(3)	CHARITABLE CONTRIBUTION	500,000
Total . . . . ▶ **3a**				1,830,000

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*				
UNIVERSITY OF MEMPHIS FDN ATTN SHERRY GARDNER 120 ALUMNI CENTER MEMPHIS, TN 38152	NONE	501(C)(3)	CHARITABLE CONTRIBUTION	980,000
PALMER HOME FOR CHILDREN PO BOX 746 COLUMBUS, MS 39703	NONE	501(C)(3)	CHARITABLE CONTRIBUTION	20,000
Total . . . . ▶ **3a**				1,830,000

TY 2018 Investments Corporate Bonds Schedule

Name: HARDIN CHARITABLE TRUST 44-8802409

EIN: 26-6754597

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE & FOREIGN BONDS		
INTL FIXED INCOME MUTUAL FUNDD	335,695	345,201
TAXABLE FIXED INCOME FUNDS	3,499,424	3,594,824

TY 2018 Investments Corporate Stock Schedule

Name: HARDIN CHARITABLE TRUST 44-8802409

EIN: 26-6754597

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON EQUITY	1,008,420	1,507,820
DOMESTIC EQUITY MUTUAL FUNDS	2,223,425	2,677,635
INTL EQUITY MUTUAL FUNDS	961,860	1,206,122
CLOSED END EQUITY MUTUAL FUNDS	41,074	47,413

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491357003519

TY 2018 Other Expenses Schedule

Name: HARDIN CHARITABLE TRUST 44-8802409

EIN: 26-6754597

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	8,685	0		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491357003519

TY 2018 Other Increases Schedule

Name: HARDIN CHARITABLE TRUST 44-8802409

EIN: 26-6754597

Description	Amount
TIMING IN POSTING TRANSACTIONS	693

TY 2018 Taxes Schedule

Name: HARDIN CHARITABLE TRUST 44-8802409

EIN: 26-6754597

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	63	0		0
FEDERAL TAX PAYMENT - PRIOR YE	21,937	0		0
FOREIGN TAXES ON QUALIFIED FOR	2,841	0		0
FOREIGN TAXES ON NONQUALIFIED	82	0		0