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Form **990-PF**

# Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

**2018**Department of the Treasury  
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.  
▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

Open to Public Inspection

For calendar year 2018 or tax year beginning 12/01/18, and ending 11/30/19

Name of foundation <b>W. Lester Brooks Foundation, Inc.</b>		A Employer identification number <b>56-6060695</b>						
Number and street (or P.O. box number if mail is not delivered to street address) <b>1914 Brunswick Avenue RM/STE 2B</b>	Room/suite	B Telephone number (see instructions)						
City or town, state or province, country, and ZIP or foreign postal code <b>Charlotte NC 28207</b>		C If exemption application is pending, check here: <input type="checkbox"/> <b>6</b>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b> <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>1,085,369</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
(Part I, column (d) must be on cash basis)								

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	274	274	274	
4 Dividends and interest from securities	45,986	45,986	45,986	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-63,199			
b Gross sales price for all assets on line 6a	33,973			
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	-16,939	46,260	46,260	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	7,375	7,375	7,375	
c Other professional fees (attach schedule)	175	175	175	
17 Interest				
18 Taxes (attach schedule) (see instructions)	823	623	623	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch)	26	26	26	
24 Total operating and administrative expenses. Add lines 13 through 23	8,399	8,199	8,199	0
25 Contributions, gifts, grants paid See Statement 5	33,500			33,500
26 Total expenses and disbursements. Add lines 24 and 25	41,899	8,199	8,199	33,500
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-58,838			
b Net investment income (if negative, enter -0-)		38,061		
c Adjusted net income (if negative, enter -0-)			38,061	

For Paperwork Reduction Act Notice, see instructions.

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing	10,420		
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	99,525	108,279	108,279
	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 (att 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) See Stmt 6	814,665	757,493	977,090
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶			
Liabilities		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	924,610	865,772	1,085,369
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24	Unrestricted	924,610	865,772	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
29 30	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)	924,610	865,772	
	31	Total liabilities and net assets/fund balances (see instructions)	924,610	865,772	

**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	924,610
2	Enter amount from Part I, line 27a	2	-58,838
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	865,772
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	865,772

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a Pfizer Settlement Escrow Distributio</b>	<b>P</b>	<b>Various</b>	<b>02/27/19</b>
<b>b .666 Apollo Investment Corp</b>	<b>P</b>	<b>09/12/07</b>	<b>12/14/18</b>
<b>c 62 Avanos Medical Inc</b>	<b>P</b>	<b>08/15/08</b>	<b>10/25/19</b>
<b>d 1000 Huaneng Power Intl Inc</b>	<b>P</b>	<b>11/01/07</b>	<b>10/25/19</b>
<b>e 1000 Istar Inc</b>	<b>P</b>	<b>05/08/07</b>	<b>10/25/19</b>

(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)
<b>a 253</b>			<b>253</b>
<b>b 9</b>		<b>38</b>	<b>-29</b>
<b>c 2,491</b>		<b>1,303</b>	<b>1,188</b>
<b>d 18,683</b>		<b>47,728</b>	<b>-29,045</b>
<b>e 12,537</b>		<b>48,103</b>	<b>-35,566</b>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h).)
<b>a</b>			<b>253</b>
<b>b</b>			<b>-29</b>
<b>c</b>			<b>1,188</b>
<b>d</b>			<b>-29,045</b>
<b>e</b>			<b>-35,566</b>

<b>2 Capital gain net income or (net capital loss)</b> <span style="border-left: 1px solid black; padding-left: 5px;">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>	<b>2</b>	<b>-63,199</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8.	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

**1 Enter the appropriate amount in each column for each year, see the 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	<b>58,160</b>	<b>1,001,086</b>	<b>0.058097</b>
2016	<b>28,000</b>	<b>1,116,252</b>	<b>0.025084</b>
2015	<b>28,000</b>	<b>1,009,010</b>	<b>0.027750</b>
2014	<b>28,000</b>	<b>951,116</b>	<b>0.029439</b>
2013	<b>22,000</b>	<b>1,033,981</b>	<b>0.021277</b>

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>0.161647</b>
<b>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</b>	<b>3</b>	<b>0.032329</b>
<b>4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5</b>	<b>4</b>	<b>1,069,088</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>34,563</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>381</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>34,944</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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.	<b>8</b>	<b>33,500</b>

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>761</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>761</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	<b>761</b>
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2018 estimated tax payments and 2017 overpayment credited to 2018	<b>6a</b>	<b>485</b>
<b>b</b>	Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d	<b>7</b>	<b>485</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	<b>276</b>
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2019 estimated tax</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered See instructions <b>NC</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	<b>X</b>	
<b>9</b> 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 instructions for Part XIV If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

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**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		<b>X</b>
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		<b>X</b>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>www.guidestar.org</b>	<b>X</b>	
14 The books are in care of ► <b>Mrs. W. Lester Brooks, Jr.</b> <b>1914 Brunswick Ave 2B</b> Located at ► <b>Charlotte</b> NC ZIP+4 ► <b>28207</b> Telephone no ► <b>704-334-7271</b>		
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		<input type="checkbox"/>
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		<b>X</b>

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? N/A	1c	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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 ) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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 ) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<b>X</b>
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	<b>X</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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. Organizations relying on a current notice regarding disaster assistance, check here	N/A <input type="checkbox"/>	5b	
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	<b>X</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

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

**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, or 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		

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

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	977,090
<b>b</b>	Average of monthly cash balances	<b>1b</b>	108,279
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,085,369
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,085,369
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	16,281
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,069,088
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	53,454

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	53,454
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5	<b>2a</b>	761
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	761
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	52,693
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	52,693
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	52,693

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	33,500
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	33,500
<b>5</b>	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.	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	33,500

**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
<b>1</b> Distributable amount for 2018 from Part XI, line 7				<b>52,693</b>
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only			<b>18,408</b>	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013				
<b>b</b> From 2014				
<b>c</b> From 2015				
<b>d</b> From 2016				
<b>e</b> From 2017				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <b>33,500</b>				
<b>a</b> Applied to 2017, but not more than line 2a			<b>18,408</b>	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2018 distributable amount				<b>15,092</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				<b>37,601</b>
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014				
<b>b</b> Excess from 2015				
<b>c</b> Excess from 2016				
<b>d</b> Excess from 2017				
<b>e</b> 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 foundation 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) )  
**N/A**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest  
**There are no such stock ownerships**

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed  
**Mrs. Patty F. Brooks 704-334-7271  
1914 Brunswick Ave, Suite 2B Charlotte NC 28207**

b The form in which applications should be submitted and information and materials they should include  
**No special form**

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 other than approved by IRS**

**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
<b>a</b> Paid during the year				
<b>Myers Park United Methodist Church</b> 1501 Queens Rd Charlotte NC 28207	None	Active	Religious	7,000
<b>Operation North State</b> 151 Windemere Court Winston-Salem NC 27127	None	Active	Charitable	500
<b>Reflection Ministries, Inc</b> 1 Piedmont Center #130 Atlanta GA 30305	None	Active	Religious	500
<b>The Duke Mansion - Colonnade Society</b> 400 Hermitage Rd Charlotte NC 28207	None	Active	Charitable	500
<b>The Lynnwood Foundation</b> 600 Ardsley Rd Charlotte NC 28207	None	Active	Charitable	7,500
<b>Theatre In The Park</b> 107 Pullen Rd Raleigh NC 27607	None	Active	Educational	500
<b>Edison High School</b> 9020 SW Beaverton Hillsda Portland OR 97225	None	Active	Educational	1,500
<b>UNC Chapel Hill-School of Education</b> P.O. Box 309 Chapel Hill NC 27514	None	Active	Educational	1,000
<b>White Memorial Presbyterian</b> 1704 Oberlin Road Raleigh NC 27608	None	Active	Religious	3,000
<b>Young Life Charlotte</b> 4418 Rea Road Charlotte NC 28226	None	Active	Charitable	1,000
<b>Total</b>			▶ 3a	
<b>b</b> Approved for future payment N/A				
<b>Total</b>			▶ 3b	

**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				
A Touch of The Father's Love, Inc. 4276 Loop Road Nashville NC 27856	None	Active	Charitable	3,000
Alexander Family YMCA 1603 Hillsborough St Raleigh NC 27605	None	Active	Charitable	500
Camp Seagall/Seafarer Annual Fund 801 Corporate Center Dr. Raleigh NC 27607	None	Active	Charitable	1,000
Children's Home Society of NC 2200 E. 7th St Greensboro NC 28204	None	Active	Charitable	1,000
Community Building Initiative 601 East 5th St., Ste 460 Charlotte NC 28202	None	Active	Charitable	500
Foundation Fighting Blindness 223 S, West St. Raleigh NC 27603-4093	None	Active	Scientific	500
Hospice and Palliative Care Charlot 7845 Little Ave Charlotte NC 28226	None	Active	Scientific	500
InReach 4530 Park Road, Ste 300 Charlotte NC 28209	None	Active	Charitable	1,000
McCallie School 500 Dodds Avenue Chattanooga TN 37404	None	Active	Educational	1,500
Mecklenburg Cnty Council Boy Scouts 1410 E. 7th Street Charlotte NC 28204	None	Active	Charitable	1,000
Total			▶ 3a	33,500
b Approved for future payment N/A				
Total			▶ 3b	

## Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations )

[illegible]



## Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	\$ 7,375	\$ 7,375	\$ 7,375	\$
Total	\$ 7,375	\$ 7,375	\$ 7,375	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Broker Fee	\$ 175	\$ 175	\$ 175	\$
Total	\$ 175	\$ 175	\$ 175	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Tax	\$ 623	\$ 623	\$ 623	\$
Taxes - Federal - 2019 Estimated	200			
Total	\$ 823	\$ 623	\$ 623	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Bank Fees	6	6	6	
Investment Expense - ADR Fee	20	20	20	
Total	\$ 26	\$ 26	\$ 26	\$ 0

## Federal Statements

Statement 5 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
3,000					11/22/19
500					11/22/19
1,000					11/22/19
500					11/22/19
500					11/22/19
500					11/22/19
500					11/22/19
1,000					11/22/19
7,000					11/22/19
500					11/22/19
500					11/22/19
7,500					11/26/11
500					11/22/19
1,500					11/22/19
1,000					11/22/19
3,000					11/22/19
1,500					11/22/19
1,000					11/22/19
1,000					11/26/19
1,000					11/26/19

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Common Stocks	\$ 814,665	\$ 757,493	Cost	\$ 977,090
Total	\$ 814,665	\$ 757,493		\$ 977,090



**Federal Statements****Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock**

<u>Name of Manager</u>	<u>Amount</u>
There are no such stock ownerships	\$ <u>                    </u>
Total	\$ <u>                    0</u>

**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

<u>Description</u>
No special form

**Form 990-PF, Part XV, Line 2c - Submission Deadlines**

<u>Description</u>
None

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**

<u>Description</u>
None other than approved by IRS

W LESTER BROOKS FOUNDATION, INC  
CHARLOTTE, NORTH CAROLINA

Exhibit "A"

STATEMENT OF ASSETS, LIABILITIES AND FUND BALANCE - INCOME TAX BASIS  
November 30, 2019 and 2018

<u>Assets</u>	<u>Fair Market Value 11-30-19</u>	<u>Cost 11-30-19</u>	<u>Cost 11-30-18</u>
Cash in Bank	\$ -	\$ -	\$ 10,420 15
Cash - UBS Financial Services, Inc	108,278.74	108,278.74	99,524 77
<u>Common Stock Shares:</u>			
See Schedule #3	<u>977,090 33</u>	<u>757,492.82</u>	<u>814,664 71</u>
Total Fair Market Value	<u>\$ 1,085,369.07</u>		
Total Assets		<u>\$ 865,771 56</u>	<u>\$ 924,609.63</u>
 <u>Liabilities</u>			
Funds held on reserve for distribution to established charities recognized by the Internal Revenue Service Exhibit "B"		<u>865,771.56</u>	<u>924,609 63</u>
Total Liabilities		<u>\$ 865,771 56</u>	<u>\$ 924,609 63</u>

No assurance is provided on these financial statements.

W LESTER BROOKS FOUNDATION, INC  
CHARLOTTE, NORTH CAROLINA

Exhibit "B"

FUND BALANCE - INCOME TAX BASIS  
For Fiscal Year Ended November 30, 2019

Balance at December 1, 2018 \$ 924,609 63

Additions:

Dividends Received - Schedule #2	\$ 45,986.35	
Interest Income - Schedule #2	273 89	
Capital Gains(Losses) - Schedule #4	<u>(63,198.67)</u>	(16,938 43)

Deductions

Contributions to Qualified Charities - Schedule #2	33,500.00	
Taxes - Foreign	623.64	
Taxes - Federal	200 00	
Bank Charges	6 00	
Broker and Investment Fees	175.00	
Investment Expense - ADR Fees	20.00	
Accounting Services	<u>7,375 00</u>	<u>41,899.64</u>

Balance at November 30, 2019 \$ 865,771 56

W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 RECEIPTS AND DISBURSEMENTS  
 For Fiscal Year Ended November 30, 2019

Schedule #1  
 Page #1

<u>2018</u>	<u>Bank</u>	<u>Check #</u>	<u>Receipts</u>	<u>Disbursements</u>
31-Dec	UBS Financial Services Inc - W/D		\$ -	\$ 3 00
<b>2019</b>				
14-Jan	The Lynnwood Foundation	1159		2,500 00
31-Jan	UBS Financial Services Inc - W/D			3 00
8-Feb	U S Treasury - Form 990-W - EFTPS			250 00
27-Feb	Pfizer Settlement Escrow Distribution Account		252 76	
25-Mar	U S Treasury - refund of 2019 estimated tax		250 00	
25-Mar	U S Treasury - Form 990-W - EFTPS			200 00
28-May	Account Closing Transaction to UBS Brokerage Account			7,966 91
	Totals		502 76	<u>\$ 10,922 91</u>
	Less Disbursements		(10,922 91)	
	Beginning Bank Balance 12-1-18		10,420 15	
	Ending Bank Balance 11-30-19		<u>\$ -</u>	

W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 RECEIPTS AND DISBURSEMENTS  
 For Fiscal Year Ended November 30, 2019

Schedule #1  
 Page #2

<u>Year</u>	<u>UBS Financial Services Inc</u>	<u>Check #</u>	<u>Receipts</u>	<u>Disbursements</u>
<b>2018</b>				
6-Dec	Annual Fee Charge			\$ 175 00
6-Dec	Dividend - Southern Co		1,200 00	
7-Dec	Interest - UBS Bank USA Business Account		29 06	
14-Dec	Cash-In-Lieu - Apollo Investment Corp		9 69	
17-Dec	Dividend - Duke Energy Corp New		2,163 86	
19-Dec	Dividend - Royal Dutch Shell PLC		940 00	
19-Dec	Foreign Tax - Royal Dutch Shell PLC			141 00
28-Dec	Dividend - Bank of America Corp		150 00	
<b>2019</b>				
2-Jan	Interest - UBS Bank USA Business Account		22 69	
3-Jan	Dividend - Kimberly Clark Corp		500 00	
4-Jan	Dividend - Apollo Investment Corp		742 50	
8-Jan	Interest - UBS Bank USA Business Account		6 98	
10-Jan	Dividend - Aberdeen Total Dynamic Divid Fd		57 50	
10-Jan	Dividend - Altria Group Inc		1,200 00	
11-Jan	Dividend - Philip Morris Intl Inc		855 00	
30-Jan	Dividend - Aberdeen Total Dynamic Divid Fund		57 50	
30-Jan	Dividend - Saul Centers Inc		530 00	
30-Jan	Professional Tax Service - Spangler, Inc , P A			7,375 00
1-Feb	Dividend - AT&T Inc		1,020 00	
7-Feb	Interest - UBS Bank USA Business Account		30 28	
15-Feb	Dividend - Procter & Gamble Co		358 60	
21-Feb	Dividend - Southern Copper Corp		1,010 29	
26-Feb	Dividend - Southern Copper Corp		909 60	
27-Feb	Dividend - Aberdeen Total Dynamic Divid Fund		57 50	
6-Mar	Dividend - Southern Co		1,200 00	
7-Mar	Interest - UBS Bank USA Business Account		27 45	
15-Mar	Interest - Istar Inc		90 00	
18-Mar	Dividend - Duke Energy Corp New		2,163 86	
25-Mar	Dividend - Royal Dutch Shell PLC		940 00	
25-Mar	Foreign Tax - Royal Dutch Shell PLC			141 00
28-Mar	Dividend - Aberdeen Total Dynamic Divid Fund		57 50	
28-Mar	Dividend - Bank of America Corp		150 00	
2-Apr	Dividend - Kimberly Clark Corp		515 00	
5-Apr	Dividend - Apollo Investment Corp		742 50	
5-Apr	Interest - UBS Bank USA Business Account		29 73	
11-Apr	Dividend - Philip Morris Intl Inc		855 00	
29-Apr	Dividend - Altria Group Inc		1,200 00	
29-Apr	Dividend - Aberdeen Total Dynamic Divid Fund		57 50	
29-Apr	Dividend - Saul Centers Inc		530 00	
1-May	Dividend - AT&T Inc		1,020 00	
7-May	Interest - UBS Bank USA Business Account		33 04	
15-May	Dividend - Procter & Gamble Co		372 95	
17-May	Dividend - Southern Copper Corp		909 60	
30-May	Dividend - Aberdeen Total Dynamic Divid Fund		57 50	
30-May	Dividend - Istar Inc		100 00	
6-Jun	Dividend - Southern Co		1,240 00	
7-Jun	Interest - UBS Bank USA Business Account		25 45	
11-Jun	Donation - Myers Park Methodist Church			6,000 00
17-Jun	Dividend - Duke Energy Corp New		2,163 86	
24-Jun	Dividend - Royal Dutch Shell PLC		940 00	
24-Jun	Foreign Tax - Royal Dutch Shell PLC			141 00

W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 RECEIPTS AND DISBURSEMENTS  
 For Fiscal Year Ended November 30, 2019

Schedule #1  
 Page #3

<u>Year</u>	<u>UBS Financial Services, Inc con't</u>	<u>Receipts</u>	<u>Disbursements</u>
<b>2019</b>			
27-Jun	Dividend - Bank of America Corp	150 00	
27-Jun	Dividend - Aberdeen Total Dynamic Divid Fund	57 50	
28-Jun	Purchase - 2000 shs Blackrock Science & Technology Trust II		40,000 00
28-Jun	Transfer from Bank of America checking account #01013424	7,966 91	
2-Jul	Dividend - Kimberly Clark Corp	515 00	
5-Jul	Dividend - Apollo Investment Corp	742 50	
8-Jul	Interest - UBS Bank USA Business Account	21 51	
10-Jul	Dividend - Altria Group Inc	1,200 00	
10-Jul	Dividend - Philip Morris Intl Inc	855 00	
30-Jul	Dividend - Aberdeen Total Dynamic Divid Fund	57 50	
30-Jul	Dividend - Saul Centers Inc	530 00	
1-Aug	Dividend - AT&T Inc	1,020 00	
7-Aug	Interest - UBS Bank USA Business Account	15 73	
15-Aug	Dividend - Procter & Gamble Co	372 95	
22-Aug	Dividend - Southern Copper Corp	909 60	
27-Aug	Dividend - Aberdeen Total Dynamic Divid Fund	57 50	
29-Aug	Dividend - Blackrock Science Technology Trust II	200 00	
29-Aug	Dividend - Istar Inc	100 00	
6-Sep	Dividend - Southern Co	1,240 00	
9-Sep	Interest - UBS Bank USA Business Account	11 72	
9-Sep	Interest - Huaneng Power Intl Inc	596 44	
9-Sep	Foreign Tax - Huaneng Power Intl Inc		59 64
9-Sep	ADR Fee - Huaneng Power Intl Inc		20 00
16-Sep	Dividend - Duke Energy Corp New	2,204 69	
23-Sep	Dividend - Royal Dutch Shell PLC	940 00	
23-Sep	Foreign Tax - Royal Dutch Shell PLC		141 00
27-Sep	Dividend - Bank of America Corp	180 00	
27-Sep	Dividend - Blackrock Science Technology Trust II	200 00	
27-Sep	Dividend - Aberdeen Total Dynamic Divid Fund	57 50	
2-Oct	Dividend - Kimberly Clark Corp	515 00	
7-Oct	Dividend - Apollo Investment Corp	742 50	
7-Oct	Interest - UBS Bank USA Business Account	10 56	
10-Oct	Dividend - Altria Group Inc	1,260 00	
11-Oct	Dividend - Philip Morris Intl Inc	877 50	
29-Oct	Dividend - Aberdeen Total Dynamic Divid Fund	57 50	
29-Oct	Sale of 62 shs Avanos Medical, Inc	2,490 87	
29-Oct	Sale of 1000 shs Huaneng Power Intl Inc	18,683 04	
29-Oct	Sale of 1000 shs Istar Inc	12,536 86	
30-Oct	Dividend - Blackrock Science Technology Trust II	200 00	
30-Oct	Dividend - Saul Centers Inc	530 00	
1-Nov	Dividend - AT&T Inc	1,020 00	
7-Nov	Interest - UBS Bank USA Business Account	9 69	
15-Nov	Dividend - Procter & Gamble Co	372 95	
21-Nov	Dividend - Southern Copper Corp	909 60	
22-Nov	Myers Park United Methodist Church	1794657	1,000 00
22-Nov	White Memorial Presbyterian Church	1794658	1,000 00
22-Nov	Foundation Fighting Blindness - Triangle Vision Walk	1794659	500 00
22-Nov	Thomas A Edison High School	1794660	1,500 00
22-Nov	BSA Mecklenburg County Council	1794661	1,000 00
22-Nov	White Memorial Presbyterian Church	1794662	1,000 00
22-Nov	Alexander Family YMCA	1794664	500 00
22-Nov	Operation North State	1794665	500 00
22-Nov	The Duke Mansion Colonnade Society	1794666	500 00
22-Nov	McCallie School - Honor Fund	1794667	1,500 00

W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 RECEIPTS AND DISBURSEMENTS  
 For Fiscal Year Ended November 30, 2019

Schedule #1  
 Page #4

<u>Year</u>	<u>UBS Financial Services, Inc. con't</u>	<u>Receipts</u>	<u>Disbursements</u>
<b><u>2019</u></b>			
22-Nov	White Memorial Presbyterian Church	1794668	1,000 00
22-Nov	Community Building Initiative	1794669	500 00
22-Nov	A Touch of The Father's Love, Inc	1794670	3,000 00
22-Nov	UNC Chapel Hill - School of Education Foundation	1794671	1,000 00
22-Nov	Camp Seagull/Seafarer	1794673	1,000 00
22-Nov	Reflection Ministries, Inc	1794675	500 00
22-Nov	Hospice and Palliative Care Charlotte Region	1794676	500 00
22-Nov	Children's Home Society	1794677	1,000 00
22-Nov	Theatre In The Park	1794678	500 00
26-Nov	Young Life Charlotte	1796340	1,000 00
26-Nov	InReach	1796341	1,000 00
26-Nov	The Lynnwood Foundation	1796342	5,000 00
27-Nov	Dividend - Blackrock Science Technology Trust II	200 00	
27-Nov	Dividend - Aberdeen Total Dynamic Divid Fund	57 50	
		87,947 61	<u>\$ 79,193 64</u>
Less Disbursements		(79,193 64)	
Beginning Balance 12-01-18		99,524 77	
Ending Balance 11-30-19		<u>\$ 108,278 74</u>	

W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 ANALYSIS OF RECEIPTS AND DISBURSEMENTS  
 For Fiscal Year Ended November 30, 2019

Schedule #2  
 Page #1

		<u>Receipts</u>	<u>Disbursements</u>
<u>Dividends Received</u>			
Alpine Total Dynamic Divid Fund	\$ 690 00		
Altria Group Inc	4,860 00		
Apollo Investment Corp	2,970 00		
AT&T Inc	4,080 00		
Bank of America Corp	630 00		
Blackrock Science & Technology Trust II	800 00		
Duke Energy Holding Corp	8,696 27		
Huaneng Power Intl Inc Spon ADR	596 44		
Istar Inc	290 00		
Kimberly Clark Corp	2,045 00		
Philip Morris Intl Inc	3,442 50		
Procter & Gamble Co	1,477 45		
Royal Dutch Shell PLC CL A	3,760 00		
Saul Centers Inc	2,120 00		
Southern Co	4,880 00		
Southern Copper Corp	4,648 69	45,986 35	
<u>Interest Received</u>			
UBS Bank USA Business Account		273 89	
<u>Securities Sold</u>			
		33,973 22	
<u>Other Receipts</u>			
2019 U S Treasury Estimated Tax Refund		250 00	
<u>Donations Paid</u>			
A Touch of The Father's Love, Inc	3,000 00		
Alexander Family YMCA/April Richardson	500 00		
BSA Mecklenburg County Council	1,000 00		
Camp Seagull/Seafarer	1,000 00		
Children's Home Society	1,000 00		
Community Building Initiative	500 00		
Foundation Fighting Blindness - Triangle Vision Walk	500 00		
Hospice and Palliative Care Charlotte Region	500 00		
InReach	1,000 00		
McCallie School	1,500 00		
Myers Park United Methodist Church	7,000.00		
Operation North State	500 00		
Reflection Ministries, Inc	500 00		
The Duke Mansion Colonnade Society	3,000.00		
The Lynnwood Foundation	5,000 00		
Theatre In The Park	500 00		
Thomas A Edison High School	1,500 00		
UNC Chapel Hill - School of Education Foundation	1,000 00		
White Memorial Presbyterian Church	3,000 00		
Young Life Charlotte	1,000 00		33,500 00

No assurance is provided on these financial statements



W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 ANALYSIS OF RECEIPTS AND DISBURSEMENTS  
 For Fiscal Year Ended November 30, 2019

Schedule #2  
 Page #2

		<u>Receipts</u>	<u>Disbursements</u>
<u>Other Disbursements</u>			
Spangler, Inc , P A - Accounting	\$ 7,375 00		
Bank Service Charges	6 00		
Broker Fees	175 00		
Investment Expense - ADR Fees	20 00		
Taxes - Federal - 2019 Estimated tax	450 00		
Taxes - Foreign	<u>623 64</u>		8,649 64
 <u>Securities Purchased</u>			
6/28/19 2000 shs Blackrock Science & Technology Trust II			40,000.00
 Transfers:			
From Bank to UBS		7,966 91	7,966 91
From UBS to Bank		<u>0 00</u>	<u>0 00</u>
Totals		<u>\$ 88,450 37</u>	<u>\$ 90,116 55</u>
 Totals - from Bank - Schedule #1			
		\$ 502 76	\$ 10,922 91
Totals - from Brokerages :			
UBS Financial Services - Schedule #1		87,947 61	79,193 64
Totals		<u>88,450 37</u>	<u>\$ 90,116 55</u>
 Less: Disbursements			
		(90,116 55)	
Add Beginning Balances 12-1-18			
Bank	\$ 10,420 15		
UBS Financial Services	<u>99,524 77</u>	109,944 92	
 Ending Balances Cash Balances 11-30-19			
Bank	\$ -		
UBS Financial Services	108,278 74		
	<u>\$ 108,278 74</u>	<u>\$ 108,278 74</u>	

No assurance is provided on these financial statements

W LESTER BROOKS FOUNDATION, INC  
 CHARLOTTE, NORTH CAROLINA  
 PORTFOLIO  
 For Fiscal Year Ended November 30, 2019

Schedule #3

<u>Shs</u>	<u>Common Stock</u>	<u>Date</u> <u>Purchased</u>	<u>Fair Market</u> <u>Value 11-30-19</u>	<u>Cost</u> <u>11-30-19</u>	<u>Cost</u> <u>11-30-13</u>
1,000	Aberdeen Total Dynamic	5/8/07	\$ 8,620 00	\$ 44,032 25	\$ 44,032 25
500	Altria Group Inc	2/8/07	24,850 00	9,979 80	9,979 80
250	Altria Group Inc	3/22/07	12,425 00	5,063 58	5,063 58
750	Altria Group Inc	4/11/08	37,275 00	16,480 01	16,480 01
466	Apollo Investment Corp	9/12/07	7,866 08	27,961 57	28,000 00
62	Apollo Investment Corp	2008	1,046 56	3,015 05	3,015 05
104	Apollo Investment Corp	2009	1,755 52	2,227 12	2,227 12
69	Apollo Investment Corp	2010	1,164 72	2,181 10	2,181 10
53	Apollo Investment Corp	2011	894 64	2,431 46	2,431 46
124	Apollo Investment Corp	2012	2,093 12	2,145 55	2,145 55
87 67	Apollo Investment Corp	2013	1,479 87	2,174 32	2,174 32
93 67	Apollo Investment Corp	2014	1,581 15	2,386 31	2,386 31
127 33	Apollo Investment Corp	2015	2,149 33	2,622 59	2,622 59
164 33	Apollo Investment Corp	2016	2,773 89	2,797 10	2,797 10
132 67	Apollo Investment Corp	2017	2,239 47	2,508 53	2,508 53
166 33	Apollo Investment Corp	2018	2,807 65	2,774 40	2,774 40
2,000	AT&T Inc	2/10/10	74,760 00	50,601 25	50,601 25
62	Avanos Medical Inc	8/15/08	0 00	0 00	1,302 43
1,000	Bank Of America Corp	8/13/08	33,320 00	29,503 45	29,503 45
2,000	Blackrock Science & Tech	6/28/19	39,800 00	40,000 00	0 00
2,333	Duke Energy Holding Corp	2/4/10	205,700 61	116,156 37	116,156 37
1,000	Huaneng Power Intl Inc	11/1/07	0 00	0 00	47,727 75
1,000	ISTAR Financial Inc	5/8/07	0 00	0 00	48,103 28
500	Kimberly Clark Corp	8/15/08	68,170 00	30,307 44	30,307 44
500	Philip Morris Intl Inc	2/8/07	41,465 00	22,740 85	22,740 85
250	Philip Morris Intl Inc	3/22/07	20,732 50	11,538 32	11,538 32
500	Procter & Gamble Co	8/12/08	61,030 00	35,555 25	35,555 25
1,000	Royal Dutch Shell PLC	6/18/08	57,490 00	79,814 13	79,814 13
1,000	Saul Centers Inc	3/16/07	53,140 00	58,165 65	58,165 65
900	Southern Co	5/7/07	55,791 00	34,423 16	34,423 16
1,100	Southern Co	6/2/10	68,189 00	35,690 25	35,690 25
1,515 975	Southern Copper Corp	4/3/08	57,652 53	51,717 25	51,717 25
758 025	Southern Copper Corp	4/24/08	28,827 69	30,498 71	30,498 71
Totals to Exhibit "A"			<u>\$ 977,090 33</u>	<u>\$ 757,492 82</u>	<u>\$ 814,664 71</u>

No assurance is provided on these financial statements.

W LESTER BROOKS FOUNDATION, INC  
CHARLOTTE, NORTH CAROLINA

Schedule #4

CAPITAL TRANSACTIONS  
For Fiscal Year Ended November 30, 2019

Units/ Shares	Security	Date Acquired	Date Sold	Proceeds	Cost Basis	Long Term Gain (Loss)
	Pfizer Settlement Escrow Distribution Account			\$ 252 76	\$ -	\$ 252 76
<b>UBS Financial Services, Inc.</b>						
0 666	Apollo Invmt Corp	9/12/07	12/14/18	9 69	38 43	(28 74)
62	Avanos Medical Inc	8/15/08	10/25/19	2,490 87	1,302 43	1,188 44
1,000	Huaneng Power Intl Inc	11/1/07	10/25/19	18,683 04	47,727 75	(29,044 71)
1,000	Istar Inc	5/8/07	10/25/19	12,536 86	48,103 28	(35,566 42)
	Totals			33,720 46	97,171 89	(63,451 43)
	Total Long Term Gains(Losses)			\$ 33,973 22	\$ 97,171 89	\$ (63,198 67)

No assurance is provided on these financial statements.