

For calendar year 2021, or tax year beginning 07-01-2021, and ending 06-30-2022

Name of foundation UNIVERSAL LEAF FOUNDATION		A Employer identification number 51-0162337	
% UNIVERSAL CORPORATION			
Number and street (or P.O. box number if mail is not delivered to street address) 9201 FOREST HILL AVE	Room/suite	B Telephone number (see instructions) (804) 359-9311	
City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23235		C If exemption application is pending, check here ▶ <input type="checkbox"/>	
G Check all that apply: <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 checked="" 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"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 16,074,685	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	266,908	266,908		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,390,442			
	b Gross sales price for all assets on line 6a				
		3,316,025			
	7 Capital gain net income (from Part IV, line 2) . . .		2,390,442		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)	18	18		
	12 Total. Add lines 1 through 11	2,657,368	2,657,368		
	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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	3,904			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7	7		
	24 Total operating and administrative expenses. Add lines 13 through 23	3,911	7		0
	25 Contributions, gifts, grants paid	989,692			1,001,418
	26 Total expenses and disbursements. Add lines 24 and 25	993,603	7		1,001,418
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,663,765			
	b Net investment income (if negative, enter -0-)		2,657,361		
	c Adjusted net income (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	688,522	661,464	661,464
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	26,910	43,006	43,006
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	15,413,739	17,076,740	15,370,215
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	16,129,171	17,781,210	16,074,685	
Liabilities	17 Accounts payable and accrued expenses	11,726		
	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)	11,726	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	9,446,209	9,446,209	
	28 Retained earnings, accumulated income, endowment, or other funds	6,671,236	8,335,001	
29 Total net assets or fund balances (see instructions)	16,117,445	17,781,210		
30 Total liabilities and net assets/fund balances (see instructions) .	16,129,171	17,781,210		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	16,117,445
2 Enter amount from Part I, line 27a	2	1,663,765
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	17,781,210
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 29 .	6	17,781,210




Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a TIFF MULTI-ASSET FUND		P		
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 3,316,025		925,583	2,390,442	
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			2,390,442	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)			2	2,390,442
<div style="display: flex; align-items: center;"> <div style="flex: 1;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } </div> </div>				
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 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	36,937
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	36,937
6	Credits/Payments:		
a	2021 estimated tax payments and 2020 overpayment credited to 2021	6a	43,006
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	43,006
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	6,069
11	Enter the amount of line 10 to be: Credited to 2022 estimated tax ▶ 6,069 Refunded ▶	11	

Part VI-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 the instructions for the definition.	1b	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
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? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> 	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> 	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XIV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2021 or the taxable year beginning in 2021? See the instructions for Part XIII. <i>If "Yes," complete Part XIII</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VI-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.UNIVERSALCORP.COM/FOUNDATION</u>	13	Yes	
14	The books are in care of ► <u>UNIVERSAL CORPORATION</u> Telephone no. ► <u>(804) 359-9311</u>			

Located at ► 9201 FOREST HILL AVENUE RICHMOND VA ZIP+4 ► 23235

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2021, 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	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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

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

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		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)?	1a(5)		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.)	1a(6)		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		
c	Organizations relying on a current notice regarding disaster assistance check here.			<input type="checkbox"/>
d	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 2021?	1d		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 2021, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2021?	2a		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?	3a		No
b	If "Yes," did it have excess business holdings in 2021 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 2021.)	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 2021?	4b		No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?.	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?.	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?.	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	5a(4)		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?.	5a(5)		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		
c	Organizations relying on a current notice regarding disaster assistance check <input type="checkbox"/>			
d	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).	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	6a		No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. If "Yes" to 6b, file Form 8870.	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		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?.	8		No

Part VII 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
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(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
Total number of other employees paid over \$50,000. <input type="checkbox"/>				

Part VII 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
Total number of others receiving over \$50,000 for professional services. ►		

Part VIII-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 VIII-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 NONE - ASSETS ARE INVESTED TO GENERATE EARNINGS THAT ARE DISTRIBUTED TO OTHER ORGANIZATIONS	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

Part IX 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	18,240,898
b	Average of monthly cash balances.	1b	747,575
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,988,473
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	18,988,473
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	284,827
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	18,703,646
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	935,182

Part X 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 IX, line 6.	1	935,182
2a	Tax on investment income for 2021 from Part V, line 5.	2a	36,937
b	Income tax for 2021. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	36,937
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	898,245
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	898,245
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	898,245

Part XI 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	1,001,418
b	Program-related investments—total from Part VIII-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 XII, line 4.	4	1,001,418

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7				898,245
2 Undistributed income, if any, as of the end of 2021:				
a Enter amount for 2020 only.			59,543	
b Total for prior years: 2019, 2018, 2017				
3 Excess distributions carryover, if any, to 2021:				
a From 2016.				
b From 2017.				
c From 2018.				
d From 2019.				
e From 2020.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2021 from Part XI, line 4: ► \$ <u>1,001,418</u>				
a Applied to 2020, but not more than line 2a			59,543	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2021 distributable amount.				898,245
e Remaining amount distributed out of corpus	43,630			
5 Excess distributions carryover applied to 2021. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	43,630			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2022.				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).				
8 Excess distributions carryover from 2016 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a.	43,630			
10 Analysis of line 9:				
a Excess from 2017.				
b Excess from 2018.				
c Excess from 2019.				
d Excess from 2020.	0			
e Excess from 2021.	43,630			

Part XIII Private Operating Foundations (see instructions and Part VI-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 2021, enter the date of the ruling

1b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2021	(b) 2020	(c) 2019	(d) 2018	
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 XIV 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:

UNIVERSAL LEAF FOUNDATION
9201 FOREST HILL AVE
RICHMOND, VA 23235
(804) 359-9311

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

SEE ATTACHED

c Any submission deadlines:

SEE ATTACHED

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

SEE ATTACHED

Part XIV **Supplementary Information** (continued)

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 <i>Paid during the year</i> SEE ATTACHED SEE ATTACHED SEE ATTACHED, VA 23235			SEE ATTACHED	1,001,418
Total ▶ 3a				1,001,418
b <i>Approved for future payment</i>				
Total ▶ 3b				

Enter gross amounts unless otherwise indicated.

Part XV-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 XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
----------------------	--

[illegible]

Part XVI

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

- | | |
|-------|----|
| 1a(1) | No |
| 1a(2) | No |

- | | | |
|--------------|--|-----------|
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |

- | | | |
|----|--|----|
| 1c | | No |
|----|--|----|

- value
ue

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

- ☐ Yes ☒ No

- | (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
|--------------------------|--------------------------|---------------------------------|

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.

► _____
Title

May the IRS discuss this return with the preparer shown below?

See instructions ☐ Yes ☐ No

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ <input type="checkbox"/>	PTIN
Firm's name ▶				Firm's EIN ▶
Firm's address ▶				Phone no.

Form 990PF Part VII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
G C FREEMAN III 9201 FOREST HILL AVE RICHMOND, VA 23235	DIRECTOR 0.25	0	0	0
B S DESSART 9201 FOREST HILL AVE RICHMOND, VA 23235				
J C KRONER 9201 FOREST HILL AVE RICHMOND, VA 23235	DIRECTOR 0.25	0	0	0
C H CLAIBORNE 9201 FOREST HILL AVE RICHMOND, VA 23235				
J S ROWE 9201 FOREST HILL AVE RICHMOND, VA 23235	DIRECTOR/TREASURER 0.25	0	0	0
H B SMITH 9201 FOREST HILL AVE RICHMOND, VA 23235				
S MULLAN-SMITH 9201 FOREST HILL AVE RICHMOND, VA 23235	DIRECTOR/PRESIDENT 8.0	0	0	0

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

TY 2021 Depreciation Schedule

Name: UNIVERSAL LEAF FOUNDATION

EIN: 51-0162337

TY 2021 Investments Corporate Stock Schedule**Name:** UNIVERSAL LEAF FOUNDATION**EIN:** 51-0162337**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TIFF MULTI-ASSET FUND	17,076,740	15,370,215

TY 2021 Other Expenses Schedule**Name:** UNIVERSAL LEAF FOUNDATION**EIN:** 51-0162337**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	7	7		

TY 2021 Other Income Schedule

Name: UNIVERSAL LEAF FOUNDATION

EIN: 51-0162337

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Income			

TY 2021 Taxes Schedule

Name: UNIVERSAL LEAF FOUNDATION
EIN: 51-0162337

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT INCOME EXCISE TAX	3,904			

Form 990-PF, Part XIV - Supplementary Information

2a The name, address, and telephone number of the person to whom applications should be addressed:

Universal Leaf Foundation
c/o Jackie Brennan
9201 Forest Hill Ave.
Richmond, VA 23235

Phone: (804) 359-9311
Email: foundation1@universalleaf.com

2b The form in which applications should be submitted and information and materials they should include:

No specific format. In general, the application should be in the form of a letter stating the amount and purpose of the contribution requested of the Universal Leaf Foundation.

As a general rule, especially for first time applicants, we would request that the organization provide us with:

1. Completed coversheet found on the Foundation's website
2. A copy of its exemption letter from the IRS
3. Written grant proposal request including a description (brochure) detailing the history of the organization and its charitable purpose, goals, etc.
4. A set of the organization's most recent financial statements available.

2c Any submission deadlines:

June 15

2d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other:

Per Articles II and III of the Articles of Incorporation of the Universal Leaf Foundation, the following purposes will be considered and limitations adhered to:

Article II

"The Foundation is organized and shall be operated exclusively for charitable, educational, scientific, and literary purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code."

Article III

"No part of the net earnings of the Foundation shall inure to the benefit of or distributable to its incorporator, directors, officers, Members, or other private persons except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office."

Form 990-PF, Part XIV, line 3 - Grants and Contributions Paid During the Year

RECIPIENT NAME	STREET ADDRESS	City	ST	ZIP	Status of recipient	Purpose	Amount
Delta Waterfowl Foundation	1312 Basin Ave.	Bismarck	ND	58504	PC	Environmental	\$ 5,000
Central American Relief Efforts	301 St. Thomas Rd.	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 500
University of Virginia	PO Box 400833	Charlottesville	VA	22904	PC	Health, Education, Well Being	\$ 1,201
CARITAS	2220 Stockton St.	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 5,000
Humane Society of the United States, The	2100 L Street, NW	Washington	DC	20037	PC	Civil, Community, Arts	\$ 25
St Christopher's School	711 St Christopher's Rd	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 250
St Christopher's School	711 St Christopher's Rd	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 1,000
University of Richmond	114 UR Drive	Richmond	VA	23173	PC	Higher Education	\$ 1,800
Chasing Cans for Cancer	2915 E Kentucky Rd.	Beecher	IL	60401	PC	Health, Education, Well Being	\$ 600
ChildSavers	200 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 500
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 50
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 1,000
Cat Adoption & Rescue Efforts, Inc.	PO Box 2934	Henrico	VA	23228	PC	Civil, Community, Arts	\$ 100
Chamberlayne Packers Youth Football	PO Box 15009	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 2,200
Teddy Rox Foundation	PO Box 30441	Raleigh	NC	27622	PC	Civil, Community, Arts	\$ 50
Central American Relief Efforts	301 St. Thomas Rd.	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 1,000
Michigan State University	535 N. Chestnut Rd., Rm. 300	East Lansing	MI	48824	PC	Higher Education	\$ 5,000
United Way of Greater Richmond & Petersburg	P.O. Box 11807	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 500
Joslin Diabetes Center Inc.	1 Joslin Place	Boston	MA	02215	PC	Health, Education, Well Being	\$ 100
Communities in Schools Richmond, Inc.	P.O. Box 17830	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 500
Anna Julia Cooper Episcopal School	2124 N. 29th Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 1,000
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 200
United Mitochondrial Disease Foundation	8085 Saltsburg Rd., Ste 201	Pittsburgh	PA	15239	PC	Health, Education, Well Being	\$ 155
Maymont	1000 Westover Rd.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 1,500
Broughton High School Caps Club	723 St. Mary's Street	Raleigh	NC	27605	PC	Health, Education, Well Being	\$ 250
Chasing Cans for Cancer	2915 E Kentucky Rd.	Beecher	IL	60401	PC	Health, Education, Well Being	\$ 125
Broughton High School PTSA Class of 2024	723 St. Mary's Street	Raleigh	NC	27605	PC	Health, Education, Well Being	\$ 125
Girl Scouts in the Heart of PA	350 Hale Avenue	Harrisburg	PA	17104	PC	Health, Education, Well Being	\$ 80
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 350
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 300
VPM	23 Sesame St.	Richmond	VA	23235	PC	Civil, Community, Arts	\$ 200
Westminster Canterbury Foundation	3100 Shore Drive	Virginia Beach	VA	23451	PC	Health, Education, Well Being	\$ 500
Samaritan's Pulse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 250
The LGBT Center of Raleigh, Inc.	19 W Harget Street, #507	Raleigh	NC	27601	PC	Health, Education, Well Being	\$ 250
Muscular Dystrophy Association	161 N Clark St., Suite 3550	Chicago	IL	60601	PC	Health, Education, Well Being	\$ 25
Virginia Museum Of Fine Arts Foundation	200 North Arthur Ashe Blvd.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 1,000
INSPIRED Inc.	5634 Roscoe Dameron Road	Burlington	NC	27217	PC	Health, Education, Well Being	\$ 100
Rutgers University Foundation	335 George St., Suite 4000	New Brunswick	NJ	08901	PC	Higher Education	\$ 1,000
Virginia Breast Cancer Foundation	2821 Emerywood Parkway, #203	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 200
Samaritan's Pulse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 250
University of Richmond	28 Westhampton Way	Richmond	VA	23173	PC	Higher Education	\$ 2,500
Deep Run High School PTSO	4801 Twin Hickory Rd.	Glen Allen	VA	23059	PC	Health, Education, Well Being	\$ 156
Southside SPCA	PO Box 66	Meherrin	VA	23954	PC	Civil, Community, Arts	\$ 50
United Way Tar River Region	2501 Sunset Avenue	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 4,319
Boy Scouts of America	Heart of Virginia Council, 8090 Villa Park Dr.	Henrico	VA	23228	PC	Health, Education, Well Being	\$ 300
Christ's Home	800 York Rd	Warminster	PA	18974	PC	Health, Education, Well Being	\$ 26
Milagro House	669 W. Chestnut St.	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 26
South Kent School Corp.	40 Bulls Bridge Rd.	South Kent	CT	06785	PC	Health, Education, Well Being	\$ 100
United Way of Greater Richmond and Petersburg	7814 Carousel Lane #400	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 5,090

Form 990-PF, Part XIV, line 3 - Grants and Contributions Paid During the Year

RECIPIENT NAME	STREET ADDRESS	City	ST	ZIP	Status of recipient	Purpose	Amount
Community Action Partnership of Lancaster, Inc.	601 South Queen St.	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 26
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 150
	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 100
Hampden-Sydney College	Brown Student Center, PO Box 637	Hampden-Sydney	VA	23943	PC	Higher Education	\$ 100
Eastern Shore of Virginia Barrier Island Center	PO Box 206	Madipongo	VA	23405	PC	Civil, Community, Arts	\$ 250
Duke University	PO Box 90581	Durham	NC	27708	PC	Higher Education	\$ 50
MCV Foundation - Massey	PO Box 843042	Richmond	VA	23284	PC	Higher Education	\$ 100
Shepherd's Center of Richmond	31111 Northside Ave. #400	Richmond	VA	23228	PC	Health, Education, Well Being	\$ 100
Virginia Student Aid Foundation	1815 Stadium Rd.	Charlottesville	VA	22903	PC	Higher Education	\$ 500
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 250
The Educational Foundation, Inc.	PO Box 2446	Chapel Hill	NC	27515	PC	Higher Education	\$ 1,500
M4K Richmond, Inc.	1201 Sycamore Square Dr., #882	Midlothian	VA	23113	PC	Health, Education, Well Being	\$ 150
Mustangs for Mustangs	PO Box 1634	Prosser	WA	99350	PC	Health, Education, Well Being	\$ 3,500
Virginia Student Aid Foundation	1815 Stadium Rd.	Charlottesville	VA	22903	PC	Higher Education	\$ 1,201
Lancaster Conservancy	117 S. West End Ave.	Lancaster	PA	17603	PC	Environmental	\$ 25
Victoria Fire and Rescue, Inc	1421 Main Street	Victoria	VA	23974	PC	Civil, Community, Arts	\$ 50
Victoria Fire and Rescue, Inc	1421 Main Street	Victoria	VA	23974	PC	Civil, Community, Arts	\$ 75
Temple University	Institutional Advancement, Conwell Hall, 710, 1801 N. Broad Stree	Philadelphia	PA	19122	PC	Higher Education	\$ 1,000
A Child's Hope International	2430 East Kemper Road	Cincinnati	OH	45241	PC	Health, Education, Well Being	\$ 5,000
Agriculture in the Classroom	12580 West Creek Parkway	Richmond	VA	23238	PC	Health, Education, Well Being	\$ 5,000
American Civil War Center (Tredegar)	490 Tredegar Street	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 10,000
American Red Cross Frederick Turnage Chapter	376 S. Franklin St.	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 10,000
Anna Julia Cooper Episcopal School	2124 N. 29th Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 10,000
Big Brothers Big Sisters Services, Inc.	1707 Summit Ave., Suite 200	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
Bon Secours Health Care Foundation	Community Hospice House, 1133 Old Bon Air Road	Richmond	VA	23235	PC	Health, Education, Well Being	\$ 5,000
Heart of Virginia Council	Boys Scouts of America, 4015 Fitzhugh Ave.	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
Boys and Girls Club of Lancaster	116 S Water Street	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 2,000
Boys & Girls Clubs of Metro Richmond, VA Inc	5511 Staples Mill Rd. Ste 301	Richmond	VA	23228	PC	Health, Education, Well Being	\$ 5,000
Capital Region Land Conservancy	P.O. Box 17306	Richmond	VA	23226	PC	Environmental	\$ 15,000
Capital Trees	200 South Third St., Suite 101	Richmond	VA	23219	PC	Environmental	\$ 15,000
Central Pennsylvania Foodbank	3908 Corey Road	Harrisburg	PA	17109	PC	Health, Education, Well Being	\$ 2,000
Challenge Discovery Projects	1503 Santa Rosa Road, Suite 211	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 5,000
Children's Hospital	PO Box 980693	Richmond	VA	23298	PC	Health, Education, Well Being	\$ 10,000
ChildSavers	200 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 5,000
Circles RVA	PO Box 25327	Richmond	VA	23260	PC	Health, Education, Well Being	\$ 5,000
Clare House	344 E. Chestnut St.	Lancaster	PA	17602	PC	Health, Education, Well Being	\$ 2,000
Communities in Schools - Classroom student sponsorship	201 S Pearl St.	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 2,500
Communities in Schools - Tutoring Program	201 S Pearl St.	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 9,000
Communities in Schools of Virginia	413 Stuart Circle, Suite 303	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 10,000
The Community Builders	185 Dartmouth St, 9th Fl.	Boston	MA	02116	PC	Health, Education, Well Being	\$ 10,000
Community Memorial Healthcenter Foundation	125 Buena Vista Circle, P.O. Box 90	South Hill	VA	23970	PC	Health, Education, Well Being	\$ 2,000
Compass Mark	1891 Santa Barbara Dr., Suite 104	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 7,000
The Connecticut Agricultural Experiment Station Research	Valley Laboratory, PO Box 248, 153 Cook Hill Rd.	Windsor	CT	06095	PC	Environmental	\$ 5,000
Conservation Foundation of Lancaster County	1383 Arcadia Rd., #200	Lancaster	PA	17601	PC	Environmental	\$ 2,000
Edgecombe Community College - Two Annual Scholarships	2009 W. Wilson St.	Tarboro	NC	27886	PC	Higher Education	\$ 2,000
Executive Women International	Richmond Chapter, c/o Debbie Clark, Universal Leaf Tobacco Co., Inc, P.O. 250	Richmond	VA	23260	PC	Civil, Community, Arts	\$ 10,000
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 15,000
Feed My Starving Children	401 93rd Avenue NW	Coon Rapids	MN	55433	PC	Health, Education, Well Being	\$ 10,000
Freedom Foods/Kids Against Hunger	PO Box 45344	Omaha	NE	68145	PC	Health, Education, Well Being	\$ 5,000

Form 990-PF, Part XIV, line 3 - Grants and Contributions Paid During the Year

RECIPIENT NAME	STREET ADDRESS	City	ST	ZIP	Status of recipient	Purpose	Amount
Friends of the James River Park	PO Box 4453	Richmond	VA	23220	PC	Environmental	\$ 5,000
Friends of the Ripberger Public Library	P.O. Box 46	Kenbridge	VA	23944	PC	Civil, Community, Arts	\$ 2,000
Fulton Theater	12 North Prince Street, P.O. Box 1865	Lancaster	PA	17608	PC	Civil, Community, Arts	\$ 2,000
Great Aspirations Scholarship Program Inc	2821 Emerywood Parkway, Suite 204	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 5,000
Hands on House	721 Landis Valley Rd.	Lancaster	PA	17601	PC	Civil, Community, Arts	\$ 5,000
Henricus Foundation (Historical Park)	Henricus Historical Park, 251 Henricus Park Rd.	Chester	VA	23836	PC	Civil, Community, Arts	\$ 5,000
HomeAgain Richmond	5 East Franklin St.	Richmond	VA	23219	PC	Health, Education, Well Being	\$ 5,000
Hope Inspired Love	PO Box 10995	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 7,000
IAREC WSU Irrigated Ag Research Center	24106 N. Bunn Road	Prosser	WA	99350	PC	Higher Education	\$ 10,000
Independent College Fund of North Carolina	530 N. Blount Street	Raleigh	NC	27604	PC	Higher Education	\$ 20,000
James River Association	211 Rocketts Way, Suite 200	Richmond	VA	23231	PC	Environmental	\$ 20,000
Jubilee Food Bank	1429 Stacey Road	Prosser	VA	99350	PC	Health, Education, Well Being	\$ 15,000
Junior Achievement of Central Virginia, Inc.	1801 Libbie Avenue, Suite 203	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 10,000
Kentucky 4-H	Natural Resource & Environmental Science Academy 212 Scovell Hall	Lexington	VA	40546	PC	Health, Education, Well Being	\$ 10,000
Kentucky FFA Ag Achiever Grant	P.O. Box 8	Flemingsburg	KY	41041	PC	Health, Education, Well Being	\$ 10,000
Lancaster Ambucs	749 Barrcrest Lane	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 2,000
Lancaster Farmland Trust	125 Lancaster Ave.	Strasburg	PA	17579	PC	Environmental	\$ 5,000
Lewis Ginter Botanical Garden	1800 Lakeside Ave	Richmond	VA	23228	PC	Environmental	\$ 5,000
Library of Virginia Foundation	800 East Broad St.	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 5,000
Lunenburg Charity Fund	P.O. Box 974	Kenbridge	VA	23944	PC	Civil, Community, Arts	\$ 2,000
Lunenburg Health Service, Inc	P.O. Box 121	Victoria	VA	23974	PC	Health, Education, Well Being	\$ 3,000
Maymont Foundation	1700 Hampton Street	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 20,000
Meals From the Heart	5600 Memorial Ave North	Oak Park Heights	MIN	55082	PC	Health, Education, Well Being	\$ 5,000
Meals From the Heartland	357 Lincoln St	West Des Moines	IA	50265	PC	Health, Education, Well Being	\$ 5,000
Metropolitan Richmond Sports Backers	100 Avenue of Champions, Suite 300	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 10,000
Millersville University	Development Office, Duncan Alumni House, PO Box 1002	Millersville	PA	17551	PC	Higher Education	\$ 7,000
Momeyer Volunteer Fire Department	4872 Momeyer Way	Nashville	NC	27856	PC	Civil, Community, Arts	\$ 2,500
Mustangs for Mustangs	151 E Centennial Dr	Zillah	WA	98953	PC	Health, Education, Well Being	\$ 10,000
Nash Community College	Four Annual Scholarships, PO Box 7488	Rocky Mount	NC	27804	PC	Higher Education	\$ 8,000
NAMI Virginia	PO Box 8260	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 5,000
Nature Conservancy	652 Peter Jefferson Pkwy, Suite 190	Charlottesville	VA	22911	PC	Environmental	\$ 25,000
New Community School	42111 Hermitage Rd.	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 5,000
North Carolina FFA	Project Grant, Campus Box 7654	Raleigh	NC	27695	PC	Health, Education, Well Being	\$ 16,000
North Museum	400 College Ave.	Lancaster	PA	17603	PC	Civil, Community, Arts	\$ 5,000
Northstar Academy	8055 Shrader Road	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 5,000
Partners Worldwide	139 Tahoe Drive SE	Grand Rapids	MI	49546	PC	Health, Education, Well Being	\$ 10,000
Pay it Forward Civitan Club	PO Box 880	Chocowinity	NC	27817	PC	Health, Education, Well Being	\$ 10,000
Peacemakers Freedom School	2221 W. Raleigh Blvd.	Rocky Mount	NC	27803	PC	Health, Education, Well Being	\$ 5,000
Peter Paul Development Center	1708 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 5,000
Podium RVA	200 S. 3rd St.	Richmond	VA	23219	PC	Health, Education, Well Being	\$ 5,000
Power Pack	1915 Olde Homestead Lane, Ste 102	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 7,000
Preservation Virginia	204 W. Franklin St.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 5,000
Prosser United Good Neighbors	P.O. Box 733	Prosser	WA	99350	PC	Civil, Community, Arts	\$ 10,000
The Read Center	4915 Radford Ave., Suite 204	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
Richmond Ballet	407 East Canal St	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 5,000
Richmond SPCA	2519 Hermitage Rd	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 10,000
Riverside School	2110 McRae Rd.	North Chesterfield	VA	23235	PC	Health, Education, Well Being	\$ 5,000
Rx Drug Access Partnership	1500 Forest Ave., #201	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 5,000
Samaritan's Purse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 100

Form 990-PF, Part XIV, line 3 - Grants and Contributions Paid During the Year

RECIPIENT NAME	STREET ADDRESS	City	ST	ZIP	Status of recipient	Purpose	Amount
Schreiber Center for Pediatric Development	625 Commonwealth Way	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 7,000
Sheltering Arms Foundation	140 Eastshore Dr., #200	Glenn Allen	VA	23059	PC	Health, Education, Well Being	\$ 5,000
Soar 365	3600 Saunders Ave.	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 10,000
Southeastern Guide Dogs	4210 77th Street East	Palmetto	FL	34221	PC	Health, Education, Well Being	\$ 2,500
Southside Virginia Community College Foundation, Inc.	109 Campus Dr.	Alberta	VA	23821	PC	Higher Education	\$ 2,000
Special Olympics of Virginia, Inc.	3212 Skipwith Road, Suite 100	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 10,000
Sportable	1365 Overbrook Rd., Suite 2	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 5,000
St Andrew's School	227 South Cherry Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 5,000
St John's Church Foundation	2319 E. Broad St.	Richmond	VA	23223	PC	Civil, Community, Arts	\$ 5,000
St Joseph's Villa	8000 Brook Rd.	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 10,000
St. James Children's Center	1205 West Franklin St.	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 5,000
Strategic Twin-Counties Education Partnership (STEP)	101 Coastline St., Suite 203	Rocky Mount	NC	27802	PC	Health, Education, Well Being	\$ 5,000
Stratford Hall	483 Great House Road	Stratford	VA	22558	PC	Civil, Community, Arts	\$ 5,000
Tar River Land Conservancy	P.O. Box 1161	Louisburg	NC	27549	PC	Environmental	\$ 15,000
The Doorways	612 E. Marshall St.	Richmond	VA	23219	PC	Health, Education, Well Being	\$ 5,000
Tobacco Farm Life Museum	PO Box 88	Kenly	NC	27542	PC	Civil, Community, Arts	\$ 5,000
Triangle Land Conservancy-Williamson Preserve	514 S. Duke St.	Durham	NC	27701	PC	Environmental	\$ 10,000
United Disabilities Services	2270 Elm Court	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 4,000
United Way Services	PO Box 11807	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 10,000
Valentine Richmond History Center	1015 East Clay Street	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 15,000
Virginia Capital Trail Foundation	200 S. 3rd. St.	Richmond	VA	23219	PC	Environmental	\$ 10,000
Virginia College Fund	1011 East Main St., Suite 206	Richmond	VA	23219	PC	Higher Education	\$ 10,000
VCU Rice Rivers Center	PO Box 842039	Richmond	VA	23284	PC	Environmental	\$ 15,000
Virginia Forestry Educational Foundation	3808 Augusta Avenue	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
Virginia Foundation for Community College Education	300 Arboretum Pl., Suite 200	Richmond	VA	23236	PC	Higher Education	\$ 10,000
Virginia Foundation for Independent Colleges	901 East Byrd Street, Suite 1625	Richmond	VA	23219	PC	Higher Education	\$ 30,000
Virginia Museum of History and Culture	PO Box 7311	Richmond	VA	23221	PC	Civil, Community, Arts	\$ 15,000
Virginia Home for Boys & Girls	8716 West Broad Street	Henrico	VA	23294	PC	Health, Education, Well Being	\$ 10,000
Virginia Repertory Theatre	114 W. Broad St.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 5,000
Virginia Tech Foundation, Inc. (877888)	902 Prices Fork Road	Blacksburg	VA	24061	PC	Higher Education	\$ 2,500
Virginia Tech	Southern Piedmont AREC, 2375 Darvills Rd	Blackstone	VA	23824	PC	Higher Education	\$ 8,000
Virginia Union University	1500 N. Lombardy Street	Richmond	VA	23220	PC	Higher Education	\$ 20,000
Virginia War Memorial Foundation	621 S. Belvidere St.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 5,000
Water Street Rescue Mission	210 S. Prince St	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 3,000
Watoto Childcare Ministries	13617 N. Florida Avenue	Tampa	FL	33613	PC	Health, Education, Well Being	\$ 10,000
Yakima Valley Fair & Rodeo	P.O. Box 27	Grand View	WA	98930	PC	Civil, Community, Arts	\$ 5,000
Young Men Christian Assoc of Greater Richmond	2 West Franklin St	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 10,000
Young Women Christian Assoc	6 N Fifth St	Richmond	VA	23219	PC	Health, Education, Well Being	\$ 10,000
YWCA Lancaster	110 N Lime St.	Lancaster	PA	17602	PC	Health, Education, Well Being	\$ 2,000
Hollins University	Hollins Fund, P.O. Box 9629	Roanoke	VA	24020	PC	Higher Education	\$ 125
Kentucky FFA Ag Achiever Grant	P.O. Box 8	Flemingsburg	KY	41041	PC	Health, Education, Well Being	\$ 125
Kentucky FFA Ag Achiever Grant	P.O. Box 8	Flemingsburg	KY	41041	PC	Health, Education, Well Being	\$ 100
Lifesong for Orphans	PO Box 9	Gridley	IL	61744	PC	Health, Education, Well Being	\$ 5,000
The Clear Fund / GiveWell	1714 Franklin St., #100335	Oakland	CA	94612	PC	Health, Education, Well Being	\$ 430
Animal Crackers	PO Box 8860	Rocky Mount	NC	27804	PC	Civil, Community, Arts	\$ 100
ChildSavers	200 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 250
Mommy's Haven	118 N. Fremont St.	Lowell	IN	46356	PC	Health, Education, Well Being	\$ 5,000
Music for Everyone	42 N. Prince St.	Lancaster	PA	17603	PC	Civil, Community, Arts	\$ 26
Cat Adoption & Rescue Efforts, Inc.	PO Box 2934	Henrico	VA	23228	PC	Civil, Community, Arts	\$ 100

Form 990-PF, Part XIV, line 3 - Grants and Contributions Paid During the Year

RECIPIENT NAME	STREET ADDRESS	City	ST	ZIP	Status of recipient	Purpose	Amount
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 100
Chamberlayne Youth Football	P.O. Box 15009	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 2,200
Communities In Schools of Richmond	100 Everett St. #2	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 250
Tuckahoe Volunteer Rescue Squad	1101 Horsepen Rd.	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 100
Brightfocus Foundation	22512 Gateway Center Dr.	Clarksburg	MD	20871	PC	Health, Education, Well Being	\$ 100
Brightfocus Foundation	22512 Gateway Center Dr.	Clarksburg	MD	20871	PC	Health, Education, Well Being	\$ 100
Brightfocus Foundation	22512 Gateway Center Dr.	Clarksburg	MD	20871	PC	Health, Education, Well Being	\$ 25
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 1,000
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 100
Daily Planet	517 West Grace Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 50
Independent College Fund of North Carolina	530 N. Blount Street	Raleigh	NC	27604	PC	Higher Education	\$ 250
Miss Porter's School	60 Main St.	Farmington	CT	06032	PC	Higher Education	\$ 2,500
Robert E Lee Memorial Assoc.	483 Great House Rd.	Stratford	VA	22558	PC	Civil, Community, Arts	\$ 150
St Christopher's School	711 St Christopher's Rd	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 250
St Joseph's Villa	8000 Brook Rd.	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 100
Virginia Sheriff's Institute	901 E. Byrd St., Suite 1301	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 35
National Multiple Sclerosis Society	900 S. Broadway, Ste 200	Denver	CO	80209	PC	Health, Education, Well Being	\$ 1,000
NC State Student Aid Association, Inc.	PO Box 37100	Raleigh	NC	27627	PC	Higher Education	\$ 864
Richmond SPCA	2519 Hermitage Rd	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 375
Virginia Athletics Foundation	1815 Stadium Rd., Rm 260	Charlottesville	VA	22903	PC	Higher Education	\$ 1,916
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 250
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 600
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 100
Enrichmond Foundation	PO Box 25609	Richmond	VA	23260	PC	Environmental	\$ 100
World Pediatric Project	7201 Glen Forest Drive, Suite 304	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 2,500
Feed My Starving Children	401 93rd Avenue NW	Coon Rapids	MN	55433	PC	Health, Education, Well Being	\$ 5,000
Susan G. Komen	PO Box 801889	Dallas	TX	75380	PC	Health, Education, Well Being	\$ 104
Alzheimer's Association	225 N. Michigan Ave., Fl. 17	Chicago	IL	60601	PC	Health, Education, Well Being	\$ 263
Habitat for Humanity International Inc.	322 W. Lamar St.	Americus	GA	31709	PC	Health, Education, Well Being	\$ 100
Samaritan's Purse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 200
Young Men Christian Assoc of Greater Richmond	2 West Franklin St	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 2,500
Grant Park Foundation NFP	PO Box 404	Grant Park	IL	60940	PC	Civil, Community, Arts	\$ 100
Merchants Hope Church Foundation, Inc.	11500 Merchants Hope Rd.	North Prince George	VA	23860	PC	Civil, Community, Arts	\$ 100
Capital Trees	200 South Third St., Suite 101	Richmond	VA	23219	PC	Environmental	\$ 250
James River Association	211 Rocketts Way, Suite 200	Richmond	VA	23231	PC	Environmental	\$ 5,000
Rick Sharp Alzheimer's Foundation	PO Box 42333	Henrico	VA	23242	PC	Health, Education, Well Being	\$ 500
Total Contributions shown on Form 990-PF, line 25, column (d)							\$ 1,001,418