

For calendar year 2022, or tax year beginning 07-01-2022, and ending 06-30-2023

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 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) ▶ \$ 16,890,943	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 . . .	114,501	114,501		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,351,252			
	b Gross sales price for all assets on line 6a				
		1,750,905			
	7 Capital gain net income (from Part IV, line 2) . . .		1,351,252		
	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)	26	26		
	12 Total. Add lines 1 through 11	1,465,779	1,465,779		
	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) . . .	36,937			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	59	59		
	24 Total operating and administrative expenses. Add lines 13 through 23	36,996	59		0
	25 Contributions, gifts, grants paid	743,601			743,601
	26 Total expenses and disbursements. Add lines 24 and 25	780,597	59		743,601
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	685,182			
	b Net investment income (if negative, enter -0-)		1,465,720		
	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	661,464	242,936	242,936
	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	43,006	31,069	31,069
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	17,076,740	18,192,387	16,616,938
	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)	17,781,210	18,466,392	16,890,943	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow 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	8,335,001	9,020,183	
	29 Total net assets or fund balances (see instructions)	17,781,210	18,466,392	
30 Total liabilities and net assets/fund balances (see instructions) .	17,781,210	18,466,392		

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	17,781,210
2 Enter amount from Part I, line 27a	2	685,182
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	18,466,392
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	18,466,392

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 1,750,905		399,653	1,351,252
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			1,351,252
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	1,351,252
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	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-} \\ \text{in Part I, line 8} \end{array} \right\}$	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)	1	20,374
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	20,374
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	20,374
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	31,069
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	31,069
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2221 is attached.	8	207
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	10,488
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax ▶ 10,488 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. <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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 2022 or the taxable year beginning in 2022? 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 2022, 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 2022?	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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	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 2022 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 2022.)	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 2022?	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	15,870,107
b	Average of monthly cash balances.	1b	512,084
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,382,191
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	16,382,191
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	245,733
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	16,136,458
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	806,823

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	806,823
2a	Tax on investment income for 2022 from Part V, line 5.	2a	20,374
b	Income tax for 2022. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	20,374
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	786,449
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	786,449
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	786,449

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	743,601
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	743,601

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				786,449
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only.			0	
b Total for prior years: 2020, 2019, 2018				
3 Excess distributions carryover, if any, to 2022:				
a From 2017.				
b From 2018.				
c From 2019.				
d From 2020.				0
e From 2021.				43,630
f Total of lines 3a through e.	43,630			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ <u>743,601</u>				
a Applied to 2021, but not more than line 2a			0	
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 2022 distributable amount.				743,601
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)	42,848			42,848
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	782			
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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023.				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 2017 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a.	782			
10 Analysis of line 9:				
a Excess from 2018.				
b Excess from 2019.				
c Excess from 2020.				
d Excess from 2021.				782
e Excess from 2022.				

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 2022, enter the date of the ruling **▶**

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

	Tax year	Prior 3 years			(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
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
foundation1@universalleaf.com

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	743,601
Total				3a
b <i>Approved for future payment</i>				
Total				3b

Enter gross amounts unless otherwise indicated.

13 Total.	Add line 12, columns (b), (d), and (e).	13	1,465,779
(See worksheet in line 13 instructions to verify calculations.)			

[illegible]

Part XVI

- [illegible]

- | | | | |
|------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------|
| Sign Here | Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. | | |
| | | 2023-08-11 | |
| | Signature of officer or trustee | Date | Title |

May the IRS discuss this return with the preparer shown below?
 See instructions. ☐ Yes ☒ No

**Paid
Preparer
Use Only**

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 5.0	0	0	0

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

TY 2022 Depreciation Schedule

Name: UNIVERSAL LEAF FOUNDATION

EIN: 51-0162337

TY 2022 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	18,192,387	16,616,938

TY 2022 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				

TY 2022 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	26	26	

TY 2022 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	36,937			

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 Medin Jusufovic
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
A Child's Hope International	2430 East Kemper Road	Cincinnati	OH	45241	PC	Health, Education, Well Being	\$ 3,000
Agriculture in the Classroom	12580 West Creek Parkway	Richmond	VA	23238	PC	Health, Education, Well Being	\$ 5,000
Aim High School	29230 W. Twelve Mile Rd.	Farmington Hills	MI	48334	PC	Health, Education, Well Being	\$ 5,000
American Civil War Center (Tredegart)	490 Tredegart Street	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 5,000
American Red Cross Frederick Turnage Chapter	326 S. Franklin St.	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 8,000
Anna Julia Cooper Episcopal School	2124 N. 29th Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 5,000
Barton College Annual Scholarship	PO Box 5000	Wilson	NC	27893	PC	Higher Education	\$ 2,500
Bon Secours Richmond Health Care Foundation	5008 Monument Ave, 2nd Floor	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
Boys & Girls Club of Lancaster	P.O. Box 104	Lancaster	PA	17608	PC	Health, Education, Well Being	\$ 2,000
Boys & Girls Clubs of Metro Richmond	100 Everett St., Suite #1	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 5,000
Broughton High School	723 St. Mary's Street	Raleigh	NC	27605	PC	Health, Education, Well Being	\$ 250
Capital Region Land Conservancy	200 South 3rd St.	Richmond	VA	23219	PC	Environmental	\$ 10,000
Capital Trees	200 South Third St., Suite 101	Richmond	VA	23219	PC	Environmental	\$ 10,000
CARITAS	2220 Stockton St.	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 104
CARITAS	2220 Stockton St.	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 5,000
Cat Adoption & Rescue Efforts, Inc.	PO Box 2934	Henrico	VA	23228	PC	Civil, Community, Arts	\$ 100
Central American Relief Efforts	301 St. Thomas Rd.	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 3,000
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 125
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 100
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 100
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 200
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 500
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 125
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 100
Central American Relief Efforts	517 Pine Hill Rd.	Littiz	PA	17543	PC	Health, Education, Well Being	\$ 105
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
Chamberlayne Youth Football, Inc.	P.O. Box 15009	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 2,200
Chamberlayne Youth Football, Inc.	P.O. Box 15009	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 2,200
Chasing Cans for Cancer	2915 E Kentucky Rd.	Beecher	IL	60401	PC	Health, Education, Well Being	\$ 125
Chasing Cans for Cancer	2915 E Kentucky Rd.	Beecher	IL	60401	PC	Health, Education, Well Being	\$ 3,000
Children's Hospital	PO Box 980693	Richmond	VA	23298	PC	Health, Education, Well Being	\$ 5,000
Children's Hospital Foundation	PO Box 980693	Richmond	VA	23298	PC	Health, Education, Well Being	\$ 100
ChildSavers	200 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 750
ChildSavers	200 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 5,000
Christ's Home	800 York Rd	Warminster	PA	18974	PC	Health, Education, Well Being	\$ 28
Clare House	344 E. Chestnut St.	Lancaster	PA	17602	PC	Health, Education, Well Being	\$ 2,000
Commonwealth Alliance	1015 East Main St.	Richmond	VA	23219	PC	Higher Education	\$ 5,000
Communities in Schools - Tutoring Program	201 S Pearl St.	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 9,000
Communities in Schools of Richmond	100 Everett St. #2	Richmond	VA	23224	PC	Health, Education, Well Being	\$ 750
Communities in Schools of Virginia	413 Stuart Circle, Suite 303	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 5,000
Community Action Partnership of Lancaster, Inc.	601 South Queen St.	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 26
Compass Mark	1891 Santa Barbara Dr., Suite 104	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 6,500
Conservation Foundation of Lancaster County	1383 Arcadia Rd., #200	Lancaster	PA	17601	PC	Environmental	\$ 2,000
Crisis Text Line	24 W. 25th St. 6th Floor	New York	NY	10010	PC	Health, Education, Well Being	\$ 50
Daily Planet Health Services	517 West Grace St.	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 50
Duke University	PO Box 90581	Durham	NC	27708	PC	Health, Education, Well Being	\$ 50
Edgecombe Community College - Two Annual Scholarships	2009 W. Wilson St.	Tarboro	NC	27886	PC	Higher Education	\$ 2,000
Educational Foundation, Inc., The	PO Box 2446	Chapel Hill	NC	27515	PC	Higher Education	\$ 2,000

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
Executive Women International, Richmond Chapter	12115 Branch Overlook Circle	Manakin-Sabot	VA	23103	PC	Civil, Community, Arts	\$ 5,000
Facilitate Rescue, Inc.	2833 Horseman's Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 200
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 250
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 150
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 200
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 150
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 200
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 100
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 125
Facilitate Rescue, Inc.	2833 Horsemans Ridge Dr.	Clayton	NC	27520	PC	Civil, Community, Arts	\$ 500
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 1,000
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 42
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 26
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 31
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 10,000
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 500
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 31
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 30
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 47
Feed More Inc.	1415 Rhoadmiller Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 35
Feed My Starving Children	401 93rd Avenue NW	Coon Rapids	MN	55433	PC	Health, Education, Well Being	\$ 10,000
FETCH Inc.	5711 Staples Mill Rd, Suite 300	Richmond	VA	23228	PC	Civil, Community, Arts	\$ 25
Freedom Foods/kids Against Hunger	PO Box 45344	Omaha	NE	68145	PC	Health, Education, Well Being	\$ 3,000
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
Georgia Tech Foundation	190 North Avenue, NW	Atlanta	GA	30313	PC	Higher Education	\$ 500
GRASP (Great Aspirations Scholarship Program Inc.)	2821 Emerywood Parkway, #204	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 5,000
Greenfield School	3351 NC Hwy 42 W	Wilson	NC	27893	PC	Health, Education, Well Being	\$ 250
Hampden-Sydney College	PO Box 637	Hampden-Sydney	VA	23943	PC	Higher Education	\$ 125
Hands on House	721 Landis Valley Rd.	Lancaster	PA	17601	PC	Civil, Community, Arts	\$ 4,000
Hawthorne Cancer Foundation	1401 Johnston Willis Drive	North Chesterfield	VA	23235	PC	Health, Education, Well Being	\$ 25
Henricus Foundation (Historical Park)	Henricus Historical Park, 251 Henricus Park Rd.	Chester	VA	23836	PC	Civil, Community, Arts	\$ 5,000
Hollins University	P.O. Box 9629	Roanoke	VA	24020	PC	Higher Education	\$ 125
Hope Inspired Love	PO Box 10995	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 6,500
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	\$ 15,000
Independent College Fund of North Carolina	530 N. Blount Street	Raleigh	NC	27604	PC	Higher Education	\$ 250
James River Association	211 Rocketts Way, Suite 200	Richmond	VA	23231	PC	Environmental	\$ 15,000
James River Association	16 South 17th St., Suite 100	Richmond	VA	23219	PC	Environmental	\$ 5,000
JDRF International	1400 K St. NW, Suite 1200	Washington	DC	20005	PC	Health, Education, Well Being	\$ 2,000
Junior Achievement of Central Virginia, Inc.	1801 Libbie Avenue, Suite 203	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 5,000
Junior League of Lancaster	1130 Marietta Ave.	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 60
Kentucky FFA Ag Achiever Grant	P.O. Box 8	Flemingsburg	KY	41041	PC	Health, Education, Well Being	\$ 10,000
Lakeside Volunteer Rescue Squad	2007 Timberlake Avenue	Richmond	VA	23228	PC	Health, Education, Well Being	\$ 100
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
Library of Virginia Foundation	800 East Broad St.	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 5,000
Loyola University Maryland Inc.	4501 N. Charles St.	Baltimore	MD	21210	PC	Higher Education	\$ 300

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
Lunenburg Health Service, Inc	P.O. Box 121	Victoria	VA	23974	PC	Health, Education, Well Being	\$ 3,000
Maymont Foundation	1000 Westover Rd.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 15,000
Maymont Foundation	1000 Westover Rd.	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 1,500
Meals From the Heartland	357 Lincoln St.	West Des Moines	IA	50265	PC	Health, Education, Well Being	\$ 3,000
Metropolitan Richmond Sports Backers	100 Avenue of Champions, Suite 300	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
Millagro House	669 W. Chestnut St.	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 26
Millersville University	PO Box 1022	Millersville	PA	17551	PC	Higher Education	\$ 6,000
Miss Porter's School	60 Main St.	Farmington	CT	06032	PC	Health, Education, Well Being	\$ 2,500
Momeyer Volunteer Fire Department	4872 Momeyer Way	Nashville	NC	27856	PC	Civil, Community, Arts	\$ 3,000
Movember Foundation	1616 17th Street	Santa Monica	CA	90404	PC	Health, Education, Well Being	\$ 270
Movember Foundation	PO Box 2040	Santa Monica	CA	90406	PC	Health, Education, Well Being	\$ 100
Music for Everyone	42 N. Prince St.	Lancaster	PA	17603	PC	Civil, Community, Arts	\$ 26
Mustangs for Mustangs	151 E Centennial Dr	Zillah	WA	98953	PC	Health, Education, Well Being	\$ 15,000
NAMI Virginia	PO Box 8260	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 5,000
NC State Student Aid Association, Inc.	PO Box 37100	Raleigh	NC	27627	PC	Higher Education	\$ 100
New Community School	4211 Hermitage Rd.	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 5,000
North Carolina FFA	Campus Box 7654	Raleigh	NC	27695	PC	Health, Education, Well Being	\$ 16,000
North Carolina State Univ	PO Box 37100	Raleigh	NC	27627	PC	Higher Education	\$ 636
North Museum	400 College Ave.	Lancaster	PA	17603	PC	Civil, Community, Arts	\$ 4,000
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	\$ 6,000
Peter Paul Development Center	1708 North 22nd Street	Richmond	VA	23223	PC	Health, Education, Well Being	\$ 5,000
Pi Kappa Alpha Foundation	8347 West Range Cave	Memphis	TN	38125	PC	Higher Education	\$ 105
Power Pack	1915 Olde Homestead Lane, Ste 102	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 6,500
Project PEARLS USA	1755 Clay St.	San Francisco	CA	94109	PC	Health, Education, Well Being	\$ 5,000
Prosser Senior Citizens Club	1231 Dudley Ave.	Prosser	WA	99350	PC	Health, Education, Well Being	\$ 10,000
Prosser Thrive Coalition (Prosser Community Involvement and	613 6th St.	Prosser	WA	99350	PC	Health, Education, Well Being	\$ 10,000
Richmond Animal League	11401 International Drive	Richmond	VA	23236	PC	Civil, Community, Arts	\$ 500
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	\$ 2,000
Richmond SPCA	2519 Hermitage Rd	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 125
Richmond SPCA	2519 Hermitage Rd	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 50
Richmond SPCA	2519 Hermitage Rd	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 5,000
Ripe for Revival	161 English Rd.	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 2,500
Rise Against Hunger	5701 Fortune Circle S, Suite M-N	Indianapolis	IN	46241	PC	Health, Education, Well Being	\$ 6,000
Riverside School	2110 McRae Rd.	North Chesterfield	VA	23235	PC	Health, Education, Well Being	\$ 5,000
Rutgers University Foundation	335 George St., Suite 4000	New Brunswick	NJ	08901	PC	Higher Education	\$ 1,000
Rx Drug Access Partnership	1500 Forest Ave., #201	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 5,000
Rx Partnership	1500 Forest Ave., #201	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 100
Samaritan's Purse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 200
Samaritan's Purse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 250
Samaritan's Purse	P.O. Box 3000	Boone	NC	28607	PC	Health, Education, Well Being	\$ 300
Schreiber Center for Pediatric Development	625 Community Way	Lancaster	PA	17603	PC	Health, Education, Well Being	\$ 6,500
Sheltering Arms Foundation	140 Eastshore Dr., #200	Glen Allen	VA	23059	PC	Health, Education, Well Being	\$ 5,000
Shepherd's Center of Richmond	31111 Northside Ave. #400	Richmond	VA	23228	PC	Health, Education, Well Being	\$ 50
Sigma Chi Foundation	711 St Christopher's Rd	Richmond	VA	23226	PC	Higher Education	\$ 5,000
Soar 365	3600 Saunders Ave.	Richmond	VA	23227	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
South Kent School Corp.	40 Bulls Bridge Rd.	South Kent	CT	06785	PC	Health, Education, Well Being	\$ 125
Southside Virginia Community College Foundation	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	\$ 5,000
Spin4Gin	1103 Helen Ave.	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 500
Sportable	1365 Overbrook Rd., Suite 2	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 250
St Andrew's School	227 South Cherry Street	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 5,000
St Catherine's School Athletic Boosters	6001 Grove Ave	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 500
St Christopher's School	711 St Christopher's Rd	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 1,000
St Joseph's Villa	8000 Brook Rd.	Richmond	VA	23227	PC	Health, Education, Well Being	\$ 5,000
St Jude Children's Research Hospital	501 St Jude Place	Memphis	TN	38105	PC	Health, Education, Well Being	\$ 434
St Jude Children's Research Hospital	501 St Jude Place	Memphis	TN	38105	PC	Health, Education, Well Being	\$ 65
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	\$ 20,000
Temple University	1801 N. Broad St.	Philadelphia	PA	19121	PC	Higher Education	\$ 1,000
The Clear Fund / GiveWell	1714 Franklin St., #100335	Oakland	CA	94612	PC	Health, Education, Well Being	\$ 200
The Connecticut Agricultural Experiment Station Research	PO Box 248, 153 Cook Hill Rd.	Windsor	CT	06095	PC	Environmental	\$ 5,000
The Nature Conservancy	652 Peter Jefferson Pkwy, Suite 190	Charlottesville	VA	22911	PC	Environmental	\$ 20,000
The Pennsylvania State University PF	2583 Gateway Drive, Suite 130	State College	PA	16801	PC	Higher Education	\$ 50
The Read Center	5211 W. Broad St., Suite 102	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
The Valentine	1015 East Clay Street	Richmond	VA	23219	PC	Civil, Community, Arts	\$ 10,000
Tobacco Farm Life Museum	PO Box 88	Kenly	NC	27542	PC	Civil, Community, Arts	\$ 6,000
Tuckahoe Volunteer Rescue Squad	1101 Horsepen Rd.	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 50
Tuckahoe Volunteer Rescue Squad	1101 Horsepen Rd.	Richmond	VA	23229	PC	Health, Education, Well Being	\$ 100
United Disabilities Services	2270 Erin Court	Lancaster	PA	17601	PC	Health, Education, Well Being	\$ 4,000
United Way of Greater Richmond and Petersburg	7814 Carousel Lane #400	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 3,205
United Way Services	PO Box 11807	Richmond	VA	23230	PC	Health, Education, Well Being	\$ 5,000
United Way Tar River Region	2501 Sunset Avenue	Rocky Mount	NC	27804	PC	Health, Education, Well Being	\$ 4,468
University of Richmond	114 UR Drive	Richmond	VA	23173	PC	Higher Education	\$ 1,800
University of Richmond	110 UR Dr., Bostwick #3	University of Richmc VA	23173	PC	Higher Education	\$ 4,560	
University of Richmond	110 UR Dr., Bostwick #3	University of Richmc VA	23173	PC	Higher Education	\$ 440	
University of Richmond	110 UR Dr., Bostwick #3	University of Richmc VA	23173	PC	Higher Education	\$ 2,000	
University of Virginia	114 UR Drive	Richmond	VA	23173	PC	Higher Education	\$ 4,900
University of Virginia	PO Box 400314	Charlottesville	VA	22904	PC	Higher Education	\$ 500
University of Virginia	2420 Old Ivy Rd.	Charlottesville	VA	22904	PC	Higher Education	\$ 100
VCU Health Community Memorial Hospital Foundation	125 Buena Vista Circle, PO Box 90	South Hill	VA	23970	SO I	Health, Education, Well Being	\$ 2,000
VCU Rice Rivers Center	PO Box 842039	Richmond	VA	23284-2039	PC	Environmental	\$ 10,000
Victoria Fire and Rescue, Inc	PO Box 1419	Victoria	VA	23974	PC	Civil, Community, Arts	\$ 50
Victoria Fire and Rescue, Inc	PO Box 1419	Victoria	VA	23974	PC	Civil, Community, Arts	\$ 50
Virginia Breast Cancer Foundation	2821 Emerywood Parkway, #203	Richmond	VA	23294	PC	Health, Education, Well Being	\$ 100
Virginia Capital Trail Foundation	200 S. 3rd. St.	Richmond	VA	23219	PC	Environmental	\$ 5,000
Virginia Commonwealth Univ Foundation	700 W. Grace St., Box 843075	Richmond	VA	23284	PC	Higher Education	\$ 500
Virginia Episcopal School	400 VES Road	Lynchburg	VA	24503	PC	Health, Education, Well Being	\$ 200
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 390	Richmond	VA	23236	PC	Higher Education	\$ 5,000
Virginia Foundation for Independent Colleges	901 East Byrd Street, Suite 1625	Richmond	VA	23219	PC	Higher Education	\$ 25,000
Virginia Historical Society	PO Box 7311	Richmond	VA	23220	PC	Civil, Community, Arts	\$ 10,000
Virginia Home for Boys & Girls	8716 West Broad Street	Henrico	VA	23294	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
Virginia Tech	2375 Darvills Rd.	Blackstone	VA	23824	PC	Higher Education	\$ 7,000
Virginia Tech Foundation (877888)	902 Prices Fork Road	Blacksburg	VA	24061	PC	Higher Education	\$ 2,000
Virginia Union University	1500 N. Lombardy Street	Richmond	VA	23220	PC	Higher Education	\$ 15,000
VPM	23 Sesame St.	Richmond	VA	23235	PC	Civil, Community, Arts	\$ 100
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
Woodberry Forest School	898 Woodberry Forest Rd.	Woodberry Forest	VA	22989	PC	Health, Education, Well Being	\$ 2,500
World Pediatric Project	7201 Glen Forest Drive, Suite 304	Richmond	VA	23226	PC	Health, Education, Well Being	\$ 2,500
World Vision, Inc.	34834 Weyerhaeuser Way S.	Federal Way	WA	98001	PC	Health, Education, Well Being	\$ 2,000
YBRP, Inc	280 Ronbru Dr.	New Rochelle	NY	10801	PC	Health, Education, Well Being	\$ 5,000
YMCA of Greater Richmond	2 West Franklin St	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 5,000
Young Men Christian Assoc	2 West Franklin St	Richmond	VA	23220	PC	Health, Education, Well Being	\$ 2,500
YWCA	6 N Fifth St	Richmond	VA	23219	PC	Health, Education, Well Being	\$ 5,000
YWCA Lancaster	110 N Lime St.	Lancaster	PA	17602	PC	Health, Education, Well Being	\$ 1,500
Total Contributions shown on Form 990-PF, line 25, column (d)							\$ 743,601