

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation PLOUGH FOUNDATION		A Employer identification number 23-7175983	
Number and street (or P O box number if mail is not delivered to street address) 62 NORTH MAIN STREET NO 201		B Telephone number (see instructions) (901) 521-2779	
City or town, state or province, country, and ZIP or foreign postal code MEMPHIS, TN 38103		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) ▶ \$ 82,057,445		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>MODIFIED CASH</u> (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)	91,582			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	463,966	463,966		
	4 Dividends and interest from securities	1,276,092	1,276,092		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,166,984			
	b Gross sales price for all assets on line 6a	31,057,140			
	7 Capital gain net income (from Part IV, line 2)		6,166,984		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	7,998,624	7,907,042			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	419,727	34,789		384,935
	14 Other employee salaries and wages	455,593	19,135		436,463
	15 Pension plans, employee benefits	236,695	9,942		226,753
	16a Legal fees (attach schedule)	8,858	1,107		7,751
	b Accounting fees (attach schedule)	18,000	18,000		0
	c Other professional fees (attach schedule)	514,052	427,594		86,458
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	48,009	0		0
	19 Depreciation (attach schedule) and depletion	18,292	768		
	20 Occupancy	107,735	4,525		103,210
	21 Travel, conferences, and meetings	31,917	487		31,429
	22 Printing and publications				
	23 Other expenses (attach schedule)	58,718	2,467		56,250
	24 Total operating and administrative expenses. Add lines 13 through 23	1,917,596	518,814		1,333,249
	25 Contributions, gifts, grants paid	11,861,790			11,861,790
26 Total expenses and disbursements. Add lines 24 and 25	13,779,386	518,814		13,195,039	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-5,780,762				
b Net investment income (if negative, enter -0-)		7,388,228			
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	25,155	10,897	10,897
	2 Savings and temporary cash investments	6,169,429	6,407,359	6,408,561
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	3,953,988	3,998,403	3,906,203
	b Investments—corporate stock (attach schedule)	48,986,026	44,727,490	64,225,043
	c Investments—corporate bonds (attach schedule)	9,360,563	7,563,997	7,490,677
	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 ▶ _____ 448,090 Less accumulated depreciation (attach schedule) ▶ 438,526	27,856	9,564	9,564
15 Other assets (describe ▶ _____)	6,500	6,500	6,500	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	68,529,517	62,724,210	82,057,445	
Liabilities	17 Accounts payable and accrued expenses	20,837,827	15,330,014	
	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)	20,837,827	15,330,014	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	141,886,994	141,886,994	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	-94,195,304	-94,492,798		
30 Total net assets or fund balances (see instructions)	47,691,690	47,394,196		
31 Total liabilities and net assets/fund balances (see instructions) .	68,529,517	62,724,210		

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 30 (must agree with end-of-year figure reported on prior year's return)	1	47,691,690
2 Enter amount from Part I, line 27a	2	-5,780,762
3 Other increases not included in line 2 (itemize) ▶ _____	3	5,507,813
4 Add lines 1, 2, and 3	4	47,418,741
5 Decreases not included in line 2 (itemize) ▶ _____	5	24,545
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	47,394,196

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	6,166,984
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		
{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	19,272,165	84,678,757	0.227591
2015	21,635,484	104,411,645	0.207213
2014	14,559,429	119,800,731	0.121530
2013	13,462,516	115,474,045	0.116585
2012	10,483,449	110,782,853	0.094631
2 Total of line 1, column (d)			2 0.767550
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.153510
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 82,343,323
5 Multiply line 4 by line 3			5 12,640,524
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 73,882
7 Add lines 5 and 6			7 12,714,406
8 Enter qualifying distributions from Part XII, line 4			8 13,195,039

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 19,660.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for 'Yes' and 'No' are provided for each question.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

Located at 62 N MAIN STREET SUITE 201 MEMPHIS TN ZIP+4 38103

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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

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

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

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

Table 1: List all officers, directors, trustees, foundation managers and their compensation (see instructions). Columns include Name and address, Title and average hours per week, Compensation, Contributions to employee benefit plans, and Expense account.

Table 2: Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE." Columns include Name and address, Title and average hours per week, Compensation, Contributions to employee benefit plans, and Expense account.

Total number of other employees paid over \$50,000. 0

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

Table 3: Five highest-paid independent contractors for professional services. Columns include Name and address, Type of service, and Compensation.

Total number of others receiving over \$50,000 for professional services. 0

Part IX-A Summary of Direct Charitable Activities

Table 4: Summary of Direct Charitable Activities. Columns include Description of activity and Expenses.

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

Table 5: Summary of Program-Related Investments. Columns include Description of investment and Amount.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	76,343,636
b	Average of monthly cash balances.	1b	7,244,083
c	Fair market value of all other assets (see instructions).	1c	9,563
d	Total (add lines 1a, b, and c).	1d	83,597,282
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	83,597,282
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,253,959
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	82,343,323
6	Minimum investment return. Enter 5% of line 5.	6	4,117,166

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	4,117,166
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	73,882
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	73,882
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,043,284
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,043,284
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	4,043,284

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	13,195,039
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	13,195,039
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	73,882
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	13,121,157

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				4,043,284
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	5,098,906			
b From 2013.	7,864,037			
c From 2014.	6,823,082			
d From 2015.	16,616,652			
e From 2016.	15,128,643			
f Total of lines 3a through e.	51,531,320			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ _____ 13,195,039				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				4,043,284
e Remaining amount distributed out of corpus	9,151,755			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	60,683,075			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).		0		
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	5,098,906			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	55,584,169			
10 Analysis of line 9				
a Excess from 2013.	7,864,037			
b Excess from 2014.	6,823,082			
c Excess from 2015.	16,616,652			
d Excess from 2016.	15,128,643			
e Excess from 2017.	9,151,755			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, 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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the organization 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))
See Additional Data Table

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

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
ROBERT WALLACE
62 N MAIN STREET SUITE 201
MEMPHIS, TN 38103
(901) 521-2779

b The form in which applications should be submitted and information and materials they should include
THREE PAGE LETTER EXPLAINING THE PROJECT AND HOW FUNDS WILL BE USED FULL APPLICATION BY INVITATION

c Any submission deadlines
A CONCEPT LETTER IS DUE BY MARCH 15, JUNE 15, SEPTEMBER 15, OR DECEMBER 15

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
GRANTS PRIMARILY IN MEMPHIS/SHELBY COUNTY NO GRANTS TO INDIVIDUALS

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				11,861,790
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				3,997,548

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (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

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.

***** Signature of officer or trustee	2018-07-09 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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Paid Preparer Use Only	Print/Type preparer's name STEPHANIE L LIVINGSTON CPA	Preparer's Signature	Date 2018-07-05	Check if self-employed <input type="checkbox"/>	PTIN P00235829
	Firm's name ▶ CANNON WRIGHT BLOUNT PLLC				Firm's EIN ▶ 62-1657946
	Firm's address ▶ 756 RIDGE LAKE BLVD SUITE 100 MEMPHIS, TN 381209420				Phone no (901) 685-7500

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
INTERNATIONAL INVESTMENTS - LONG TERM	P		
INTERNATIONAL INVESTMENTS - SHORT TERM	P		
STOCK - LONG TERM	P		
STOCK - SHORT TERM	P		
CORPORATE BONDS - LONG TERM	P		
CORPORATE BONDS - SHORT TERM	P		
GOVERNMENT BONDS - LONG TERM	P		
MORTGAGE OBLIGATIONS - LONG TERM	P		
MORTGAGE OBLIGATIONS - SHORT TERM	P		
GOVERNMENT BONDS - SHORT TERM	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
884,763		798,950	85,813
124,889		124,889	0
12,667,401		6,589,315	6,078,086
6,772,856		6,804,088	-31,232
3,583,216		3,550,867	32,349
4,468,321		4,452,814	15,507
149,508		150,228	-720
24,051		25,589	-1,538
90,674		96,902	-6,228
247,310		250,728	-3,418

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			85,813
			0
			6,078,086
			-31,232
			32,349
			15,507
			-720
			-1,538
			-6,228
			-3,418

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
MUNICIPAL BONDS - SHORT TERM	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,044,151		2,045,786	-1,635

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,635

Form 990PF Part VIII 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
DIANE RUDNER	CHAIRMAN/TRUSTEE 20 00	0	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
EUGENE CALLAHAN	TRUSTEE 1 00	0	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
JAMES SPRINGFIELD	TRUSTEE 1 00	2,000	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
JOCELYN RUDNER	TRUSTEE 1 00	0	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
JOHNNY MOORE JR	TRUSTEE 1 00	4,000	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
PATRICIA BURNHAM	TRUSTEE 1 00	0	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
PETER PETTIT	TRUSTEE 1 00	4,000	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
MIKE CARPENTER	OUTGOING EXECUTIVE DIRECTOR 40 00	69,498	4,755	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
DD R EISENBERG	TRUSTEE 1 00	0	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
STEVE WISHNIA	TRUSTEE 1 00	4,000	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
SUNTRUST BANK	TRUSTEE 1 00	82,510	0	0
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				
RICK MASSON	INCOMING EXECUTIVE DIRECTOR 40 00	253,719	39,614	6,000
62 N MAIN STREET STE 201 MEMPHIS, TN 38103				

Form 990PF Part XV Line 1a - 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).

DIANE RUDNER

PATRICIA BURNHAM

DD R EISENBERG

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
AGAPE CHILD & FAMILY SERVICES INC 3160 DIRECTORS ROW MEMPHIS, TN 38131	NONE	PUBLIC	PROGRAM SUPPORT	100,000
ALLIANCE HEALTH CARE 2220 UNION AVENUE MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	100,000
AMERICAN RED CROSS OF THE MID-SOUTH 1400 CENTRAL AVENUE MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	136,900
AVE MARIA FOUNDATION OF MEMPHIS INC 2805 CHARLES BRYAN ROAD MEMPHIS, TN 38134	NONE	PUBLIC	PROGRAM SUPPORT	8,838
BALLET MEMPHIS 7950 TRINITY ROAD CORDOVA, TN 38018	NONE	PUBLIC	PROGRAM SUPPORT	100,000
Total 3a ▶				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
BINGHAMPTON DEVELOPMENT CORPORATION 280 TILLMAN STREET MEMPHIS, TN 38112	NONE	PUBLIC	PROGRAM SUPPORT	600,000
CHRISTIAN BROTHERS UNIVERSITY 650 E PARKWAY S MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	187,126
CITY OF MEMPHIS 125 N MAIN ST ROOM 700 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	450,000
COMMUNITY ALLIANCE FOR THE HOMELESS INC 44 N SECOND ST STE 302 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	60,000
COMMUNITY LEGAL CENTER 910 VANCE AVE MEMPHIS, TN 38126	NONE	PUBLIC	PROGRAM SUPPORT	35,000
Total ▶ 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
FACING HISTORY AND OURSELVES 115 HULING AVENUE MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	120,000
FAMILY SAFETY CENTER 600 JEFFERSON AVE STE 200 MEMPHIS, TN 38105	NONE	PUBLIC	PROGRAM SUPPORT	115,000
GRANTMAKERS IN AGING INC 2001 JEFFERSON DAVIS HIGHWAY ARLINGTON, VA 22202	NONE	PUBLIC	MEMBERSHIP DUES	62,200
HATTILOO THEATRE 656 MARSHALL AVENUE MEMPHIS, TN 38103	NONE	PUBLIC	CAPITAL CAMPAIGN	50,000
INSTITUTE FOR CIVIL RIGHTS 450 MULBERRY STREET MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	150,000
Total ▶ 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
LEBONHEUR CHILDREN'S MEDICAL CENTER FOUNDATION PO BOX 41817 MEMPHIS, TN 38174	NONE	PUBLIC	PROGRAM SUPPORT	500,000
MEDICAL EDUCATION AND RESEARCH INSTITUTE 44 SOUTH CLEVELAND STREET MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	35,000
MEMPHIS BOTANICAL GARDEN 750 CHERRY ROAD MEMPHIS, TN 38117	NONE	PUBLIC	PROGRAM SUPPORT	50,000
MEMPHIS CHAMBER FOUNDATION 22 N FRONT STREET STE 200 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	150,000
MEMPHIS FIRE DEPARTMENT FOUNDATION 5150 STAGE ROAD STE 102 MEMPHIS, TN 38134	NONE	PUBLIC	PROGRAM SUPPORT	100,000
Total 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MEMPHIS JEWISH COMMUNITY CENTER 6560 POPLAR AVENUE MEMPHIS, TN 38138	NONE	PUBLIC	PROGRAM SUPPORT	1,000,000
MEMPHIS JEWISH FEDERATION 6560 POPLAR AVE B GERMANTOWN, TN 38138	NONE	PUBLIC	ANNUAL CAMPAIGN	450,000
MEMPHIS JEWISH HOME 36 BAZEBERRY ROAD CORDOVA, TN 38018	NONE	PUBLIC	PROGRAM SUPPORT	1,600
MEMPHIS SHELBY CRIME COMMISSION 119 S MAIN ST STE 450 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	333,333
MEMPHIS TOMORROW 17 W PONTOTOC AVE STE 100 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	50,000
Total ▶				11,861,790
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MEMPHIS UNION MISSION 383 POPLAR AVENUE MEMPHIS, TN 38105	NONE	PUBLIC	PROGRAM SUPPORT	500,000
MERITAN INC4700 POPLAR AVENUE MEMPHIS, TN 38117	NONE	PUBLIC	PROGRAM SUPPORT	331,537
METROPOLITAN INTER-FAITH ASSOCIATION (MIFA) 910 VANCE AVE MEMPHIS, TN 38126	NONE	PUBLIC	PROGRAM SUPPORT	1,363,222
MID-SOUTH PUBLIC COMMUNICATIONS FUND 7151 CHERRY FARMS RD CORDOVA, TN 38016	NONE	PUBLIC	PROGRAM SUPPORT	50,000
NEW MEMPHIS FELLOWS PROGRAM 22 N FRONT STREET SUITE 500 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	75,000
Total ▶ 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
OPERA MEMPHIS 6745 WOLF RIVER GREENWAY MEMPHIS, TN 38120	NONE	PUBLIC	PROGRAM SUPPORT	320,000
OUTMEMPHIS892 COOPER STREET MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	125,000
PLAYBACK MEMPHIS 1000 S COOPER STREET MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	8,400
REGIONAL ONE HEALTH 877 JEFFERSON AVENUE MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	176,946
RHODES COLLEGE2000 N PARKWAY MEMPHIS, TN 38112	NONE	PUBLIC	CONSTRUCTION PROJECT	880,000
Total ▶ 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SERVICE OVER SELF 2505 POPLAR AVENUE MEMPHIS, TN 38112	NONE	PUBLIC	PROGRAM SUPPORT	40,000
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PIZ SE ATLANTA, GA 30303	NONE	PUBLIC	PROGRAM SUPPORT	9,600
TEMPLE ISRAEL1376 E MASSEY RD MEMPHIS, TN 38120	NONE	PUBLIC	PROGRAM SUPPORT	1,333,333
THE WORKS INC1471 GENESIS CIRCLE MEMPHIS, TN 38106	NONE	PUBLIC	PROGRAM SUPPORT	108,517
UNIVERSITY OF MEMPHIS FOUNDATION 635 NORMAL STREET MEMPHIS, TN 38152	NONE	PUBLIC	PROGRAM SUPPORT	250,000
Total ▶ 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
URBANART COMMISSION 422 N CLEVELAND STREET MEMPHIS, TN 38104	NONE	PUBLIC	PROGRAM SUPPORT	45,000
UTWEST INSTITUTE FOR CANCER RESEARCH 1924 ALCOA HIGHWAY KNOXVILLE, TN 37920	NONE	PUBLIC	CONSTRUCTION PROJECT	500,000
VOLUNTEER ODYSSEY 60 S MAIN STREET MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	27,150
VOTE 70 INC99 N MAIN STREET MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	10,000
WITHERS COLLECTION INC 333 BEALE STREET MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	47,169
Total ▶ 3a				11,861,790

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
WOLF RIVER CONSERVANCY INC 3100 WALNUT GROVE RD MEMPHIS, TN 38111	NONE	PUBLIC	PROGRAM SUPPORT	90,000
WOMEN'S FOUNDATION FOR A GREATER MEMPHIS 40 S MAIN STREET 2380 MEMPHIS, TN 38103	NONE	PUBLIC	PROGRAM SUPPORT	150,000
YMCA OF MEMPHIS 6373 QUAIL HOLLOW STE 201 MEMPHIS, TN 38120	NONE	PUBLIC	PROGRAM SUPPORT	200,000
YOUTH VILLAGES 5515 SHELBY OAKS DRIVE MEMPHIS, TN 38134	NONE	PUBLIC	PROGRAM SUPPORT	250,000
ARC MID-SOUTH 3485 POPLAR AVENUE SUITE 210 MEMPHIS, TN 38111	NONE	PUBLIC	PROGRAM SUPPORT	25,919
Total 3a				11,861,790

TY 2017 Accounting Fees Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT FEES	18,000	18,000		0

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

TY 2017 Depreciation Schedule

Name: PLOUGH FOUNDATION

EIN: 23-7175983

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE, FIXTURES AND EQUIPMENT	2008-06-30	448,090	420,234	SL	5 000000000000	18,292	0		

TY 2017 Investments Corporate Bonds Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS & COLLATERALIZED OBLIGATIONS	7,563,997	7,490,677

TY 2017 Investments Corporate Stock Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCKS/INTERNATIONAL MUTUAL FUNDS	44,727,490	64,225,043

TY 2017 Investments Government Obligations Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983**US Government Securities - End
of Year Book Value:**

3,998,403

**US Government Securities - End
of Year Fair Market Value:**

3,906,203

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

**TY 2017 Land, Etc.
Schedule****Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE, FIXTURES AND EQUIPMENT	448,090	438,526	9,564	

TY 2017 Legal Fees Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	8,858	1,107		7,751

TY 2017 Other Assets Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CRESCENT CLUB MEMBERSHIP	6,500	6,500	6,500

TY 2017 Other Decreases Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Description	Amount
CHANGE IN UNREALIZED GAINS/LOSSES	24,545

TY 2017 Other Expenses Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TEMPORARY EMPLOYEES	600	25		575
COMPUTER EXPENSES	15,248	640		14,607
OFFICE EXPENSES	10,653	447		10,205
TELEPHONE	6,982	293		6,689
POSTAGE	1,933	81		1,852
DUES & SUBSCRIPTIONS	3,125	131		2,994
INSURANCE	12,251	515		11,736
OTHER FEES & SERVICES	3,413	145		3,269
REPAIRS & MAINTENANCE	4,513	190		4,323

TY 2017 Other Increases Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Description	Amount
INCREASE IN GRANT APPROPRIATIONS	5,507,813

TY 2017 Other Professional Fees Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTANTS-PROFESSIONAL	8,192	344		7,848
INVESTMENT ADVISORY FEES	427,250	427,250		0
CONSULTANTS-AGING PROGRAM	78,610	0		78,610

**TY 2017 Substantial Contributors
Schedule****Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Name	Address
WILLIAM RUDNER	62 N MAIN STREET STE 201 MEMPHIS, TN 38103
DIANE RUDNER	62 N MAIN STREET STE 201 MEMPHIS, TN 38103
DD R EISENBERG	62 N MAIN STREET STE 201 MEMPHIS, TN 38103
PATRICIA BURNHAM	62 N MAIN STREET STE 201 MEMPHIS, TN 38103

TY 2017 Taxes Schedule**Name:** PLOUGH FOUNDATION**EIN:** 23-7175983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	48,009	0		0

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

OMB No 1545-0047
2017

Name of the organization
PLOUGH FOUNDATION

Employer identification number
23-7175983

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization PLOUGH FOUNDATION	Employer identification number 23-7175983
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Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MR AND MRS ALBERT BURNHAM 62 N MAIN STREET STE 201	\$ 24,614	Person <input type="checkbox"/>
	MEMPHIS, TN38103		Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
2	D D EISENBERG 62 N MAIN STREET STE 201	\$ 15,000	Person <input checked="" type="checkbox"/>
	MEMPHIS, TN38103		Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
3	MS DIANE RUDNER 62 N MAIN STREET STE 201	\$ 25,000	Person <input checked="" type="checkbox"/>
	MEMPHIS, TN38103		Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
4	WILLIAM RUDNER 62 N MAIN STREET STE 201	\$ 26,968	Person <input type="checkbox"/>
	MEMPHIS, TN38103		Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
.		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

Name of organization PLOUGH FOUNDATION	Employer identification number 23-7175983
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	628 SHARES OF COMCAST	\$ 24,614	2017-12-31
4	400 SHARES OF STERICYCLE	\$ 26,968	2017-12-31
_____	_____ _____ _____	_____ \$ _____	_____ _____
_____	_____ _____ _____	_____ \$ _____	_____ _____
_____	_____ _____ _____	_____ \$ _____	_____ _____
_____	_____ _____ _____	_____ \$ _____	_____ _____

Name of organization PLOUGH FOUNDATION	Employer identification number 23-7175983
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____