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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

DEC 1, 2012

, and ending

NOV 30, 2013

Name of foundation

Adolph Coors Foundation

A Employer identification number

51-0172279

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

Room/suite

4100 East Mississippi Avenue

1850

B Telephone number

303-388-1636

City or town, state, and ZIP code

Denver, CO 80246

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year
(from Part II, col (c), line 16)J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

\$ 168,409,463. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		913.	913.		
4 Dividends and interest from securities		4,518,698.	4,518,698.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		18,513,828.			Statement 1
b Gross sales price for all assets on line 6a		0.			
7 Capital gain net income (from Part IV, line 2)			19,447,760.		
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)					
11 Other income		<205,079.	<205,079.		Statement 2
12 Total Add lines 1 through 11		22,828,360.	23,762,292.		
13 Compensation of officers, directors, trustees, etc		487,000.	73,050.		413,950.
14 Other employee salaries and wages		362,000.	0.		362,000.
15 Pension plans, employee benefits		218,684.	15,351.		203,333.
16a Legal fees Stmt 3		12,671.	875.		11,796.
b Accounting fees Stmt 4		24,913.	7,997.		16,916.
c Other professional fees Stmt 5		339,134.	309,804.		29,330.
17 Interest					
18 Taxes Stmt 6		417,790.	7,790.		0.
19 Depreciation and depletion					
20 Occupancy		90,958.	0.		90,958.
21 Travel, conferences, and meetings		29,280.	0.		29,280.
22 Printing and publications					
23 Other expenses Stmt 7		55,772.	0.		55,772.
24 Total operating and administrative expenses. Add lines 13 through 23		2,038,202.	414,867.		1,213,335.
25 Contributions, gifts, grants paid		4,302,170.			4,302,170.
26 Total expenses and disbursements. Add lines 24 and 25		6,340,372.	414,867.		5,515,505.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		16,487,988.			
b Net investment income (if negative, enter -0-)			23,347,425.		
c Adjusted net income (if negative, enter -0-)				N/A	

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12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,125,314.	1,778,888.	1,778,888.
	2 Savings and temporary cash investments	1,323,789.	1,238,517.	1,238,517.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock Stmt 10	107,040,898.	128,809,614.	132,200,533.
	c Investments - corporate bonds	7,902,034.		
Liabilities	11 Investments - land, buildings, and equipment basis ▶ 7,290,802.			
	Less accumulated depreciation Stmt 8 ▶	3,021,259.	7,290,802.	7,290,802.
	12 Investments - mortgage loans			
	13 Investments - other Stmt 11	18,993,941.	19,789,470.	24,220,689.
	14 Land, buildings, and equipment: basis ▶ 1,770,904.			
	Less accumulated depreciation Stmt 9 ▶ 90,870.	697,987.	1,680,034.	1,680,034.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	144,105,222.	160,587,325.	168,409,463.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Security deposit)	5,885.	0.	
	23 Total liabilities (add lines 17 through 22)	5,885.	0.	
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	144,099,337.	160,587,325.	
	30 Total net assets or fund balances	144,099,337.	160,587,325.	
31 Total liabilities and net assets/fund balances	144,105,222.	160,587,325.		

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	144,099,337.
2 Enter amount from Part I, line 27a	2	16,487,988.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	160,587,325.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	160,587,325.

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 AMG National Trust Bank managed funds	P	Various	Various
b Northern Trust managed funds	P	Various	Various
c Graphics Packaging	D	Various	12/01/12
d Graphics Packaging	D	Various	03/01/13
e Graphics Packaging	D	Various	11/01/13

(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			716,237.
b			17,731,584.
c 607,069.		205,600.	401,469.
d 571,966.		172,015.	399,951.
e 1,321,534.		1,123,015.	198,519.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			716,237.
b			17,731,584.
c			401,469.
d			399,951.
e			198,519.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	19,447,760.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	9,224,403.	148,078,560.	.062294
2010	5,550,722.	110,811,751.	.050091
2009	4,877,110.	107,336,253.	.045438
2008	6,809,929.	93,525,827.	.072813
2007	8,291,538.	138,374,115.	.059921

2 Total of line 1, column (d)	2	.290557
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	.058111
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	157,356,990.
5 Multiply line 4 by line 3	5	9,144,172.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	233,474.
7 Add lines 5 and 6	7	9,377,646.
8 Enter qualifying distributions from Part XII, line 4	8	6,497,553.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	466,949.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	466,949.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	466,949.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	445,458.	
b Exempt foreign organizations - tax withheld at source	6b		
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	445,458.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	282.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	21,773.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		x
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		x
c Did the foundation file Form 1120-POL for this year?		x
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		x
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		x
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		x
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		x
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?	x	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	x	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	x	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		x
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		x

N/A

Part VII-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		x
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		x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	x	

Website address **www.coorsfoundation.org**

14 The books are in care of **The Foundation** Telephone no. **303-388-1636**
 Located at **4100 East Mississippi Avenue, Denver, CO** ZIP+4 **80246**

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

16 At any time during calendar year 2012, 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 Form TD F 90-22.1. If "Yes," enter the name of the foreign country **x**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	x
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	x
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 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 2012.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	x
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 2012?	4b	x

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))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

x

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 Statement 12		487,000.	102,340.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
Carol S. Strathman - 4100 E Mississippi Ave #1850, Denver CO	Financial Manager	108,000.	40,327.	0.
Jeanne L. Bistranin - 4100 E Mississippi Ave #1850, Denver CO	Sr. Program Officer	112,000.	30,994.	0.
Carrie C. Tynan - 4100 E Mississippi Ave #1850, Denver CO 80246	Program Officer	80,000.	26,751.	0.
Cynthia M. Kennedy - 4100 E Mississippi Ave #1850, Denver CO	Admin Assistant	62,000.	26,755.	0.

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Saunders Construction		
6950 S. Jordan Road, Centennial, CO 80123	Construction	4,222,732.
Davis Partnership Architects - 2301 Blake Street, Suite 100, Denver, CO 80205	Architect for building project	407,760.
AMG National Trust Bank - 6501 East Belleview Ave, Suite 400, Englewood, CO 80111-6020	Investment Manager	236,866.
Wells Springs, Inc. - 240 Milwaukee Street, Suite 2, Denver, CO 80206	Construction project management	160,575.
Moye White LLC - 16 Market Square, 6th Floor, 1400 16th Street, Denver, CO 8	Legal services for building project	52,807.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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	147,985,361.
b	Average of monthly cash balances	1b	4,477,126.
c	Fair market value of all other assets	1c	7,290,802.
d	Total (add lines 1a, b, and c)	1d	159,753,289.
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	159,753,289.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,396,299.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	157,356,990.
6	Minimum investment return. Enter 5% of line 5	6	7,867,850.

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	7,867,850.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	466,949.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	466,949.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,400,901.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,400,901.
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	7,400,901.

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	5,515,505.
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	982,048.
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	6,497,553.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,497,553.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				7,400,901.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			4,766,841.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 6,497,553.				
a Applied to 2011, but not more than line 2a			4,766,841.	
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 2012 distributable amount				1,730,712.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				5,670,189.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
See Statement 14		Public Charity	Statement 14	4,302,170.
Total ▶ 3a				4,302,170.
b <i>Approved for future payment</i>				
None				
Total ▶ 3b				0.

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
AMG National Trust Bank managed funds			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	0.	0.	0.	716,237.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Northern Trust managed funds			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	0.	0.	0.	17,731,584.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Graphics Packaging			Donated	Various	12/01/12
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
607,069.	669,295.	0.	0.	<62,226.>	

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Graphics Packaging	571,966.	559,965.	0.	0.	12,001.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Graphics Packaging	1,321,534.	1,205,302.	0.	0.	116,232.

Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	18,513,828.

Form 990-PF	Other Income	Statement	2
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Pilothouse Venture Fund VII, LLLP	<133,219.>	<133,219.>	
Corsair IV, LP	<25,871.>	<25,871.>	
CC North Properties, LLC	<6,140.>	<6,140.>	
AMGIC VC Direct LLLP	<32,903.>	<32,903.>	
Global Special Opportunities Fund I LLLP	<20,987.>	<20,987.>	
Investment settlements	14,041.	14,041.	
Total to Form 990-PF, Part I, line 11	<205,079.>	<205,079.>	

Form 990-PF	Legal Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Tuthill & Hughes, LLP	12,671.	875.		11,796.	
To Fm 990-PF, Pg 1, ln 16a	12,671.	875.		11,796.	

Form 990-PF	Accounting Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Kundinger, Corder & Engle PC	23,750.	7,125.		16,625.	
Lisa M. Ernst, CPA	1,163.	872.		291.	
To Form 990-PF, Pg 1, ln 16b	24,913.	7,997.		16,916.	

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Hostworks, Inc.	1,400.	0.		1,400.	
Bill Berryman	700.	0.		700.	
Civicore	1,650.	0.		1,650.	
Paychex	1,643.	0.		1,643.	
AMG National Trust Bank	236,866.	236,866.		0.	
Karl Glasgow	9,969.	0.		9,969.	
TPA Services, Inc.	1,495.	0.		1,495.	
John Hancock	3,005.	0.		3,005.	
Pearl Meyer & Partners LLC	9,468.	0.		9,468.	
Watershed Investment Consultants	50,000.	50,000.		0.	
Northern Trust	22,938.	22,938.		0.	
To Form 990-PF, Pg 1, ln 16c	339,134.	309,804.		29,330.	

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Payment of estimated excise taxes in fiscal 2013	410,000.	0.		0.	
Foreign taxes withheld	7,790.	7,790.		0.	
To Form 990-PF, Pg 1, ln 18	417,790.	7,790.		0.	

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Office maintenance	1,074.	0.		1,074.	
Telephone	9,318.	0.		9,318.	
Postage	605.	0.		605.	
Leased office equipment	1,425.	0.		1,425.	
Software	320.	0.		320.	
Office equipment	12,370.	0.		12,370.	
Office supplies	3,463.	0.		3,463.	
Business expenses & reimbursements	8,702.	0.		8,702.	
Business insurance	7,321.	0.		7,321.	
Dues, subscriptions & other office expenses	1,617.	0.		1,617.	
Professional development	6,195.	0.		6,195.	
Expense reimbursements	3,362.	0.		3,362.	
To Form 990-PF, Pg 1, ln 23	55,772.	0.		55,772.	

Form 990-PF	Depreciation of Assets Held for Investment			Statement	8
Description	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value	
Land	2,924,096.	0.	2,924,096.	2,924,096.	
Construction in progress	4,366,706.	0.	4,366,706.	4,366,706.	
To 990-PF, Part II, ln 11	7,290,802.	0.	7,290,802.	7,290,802.	

Form 990-PF Depreciation of Assets Not Held for Investment Statement 9

Description	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value
Land	672,578.	0.	672,578.	672,578.
Construction in progress	1,004,396.	0.	1,004,396.	1,004,396.
Furniture and equipment	93,930.	90,870.	3,060.	3,060.
Total to Form 990-PF, Part II, line 14	1,770,904.	90,870.	1,680,034.	1,680,034.

Form 990-PF Corporate Stock Statement 10

Description	Book Value	Fair Market Value
Graphics Packaging	2,023,121.	2,179,931.
Marketable equity funds	126,786,493.	130,020,602.
Total to Form 990-PF, Part II, line 10b	128,809,614.	132,200,533.

Form 990-PF Other Investments Statement 11

Description	Valuation Method	Book Value	Fair Market Value
Corsair IV, LP	COST	631,912.	706,182.
Pilothouse Venture Fund	COST	2,214,798.	2,755,261.
AMGIC VC Direct	COST	689,948.	927,424.
Global Special Opportunities	COST	252,812.	243,200.
Crestwood Capital Intl	COST	4,800,000.	6,036,959.
Manatuck Hill Mariner Offshore LTD	COST	1,600,000.	1,596,992.
Seminole Offshore LTD	COST	4,800,000.	6,250,148.
Chilton Small Cap Intl (BVI) LTD	COST	4,800,000.	5,704,523.
Total to Form 990-PF, Part II, line 13		19,789,470.	24,220,689.

Form 990-PF Part VIII - List of Officers, Directors Statement 12
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
John Jackson 4100 East Mississippi Ave. #1850 Denver, CO 80246	Exec Dir./Secretary 40.00	487,000.	102,340. 0.
William K. Coors 4100 East Mississippi Ave. #1850 Denver, CO 80246	Trustee 1.00	0.	0. 0.
Peter H. Coors 4100 East Mississippi Ave. #1850 Denver, CO 80246	President & Chairman 1.00	0.	0. 0.
Jeffrey H. Coors 4100 East Mississippi Ave. #1850 Denver, CO 80246	Treasurer 1.00	0.	0. 0.
Melissa Coors Osborn 4100 East Mississippi Ave. #1850 Denver, CO 80246	Trustee 1.00	0.	0. 0.
Cecily Coors Garnsey 4100 East Mississippi Ave. #1850 Denver, CO 80246	Trustee 1.00	0.	0. 0.
Robert G. Windsor 4100 East Mississippi Ave. #1850 Denver, CO 80246	Vice President 1.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		487,000.	102,340. 0.

Form 990-PF	Grant Application Submission Information	Statement	13
	Part XV, Lines 2a through 2d		

Name and Address of Person to Whom Applications Should be Submitted

Mr. John Jackson, Executive Director
4100 East Mississippi Avenue Suite 1850
Denver, CO 80246

Telephone Number

303-388-1636

Form and Content of Applications

The Foundation uses an online grant application process which can be accessed on the website at www.coorsfoundation.org. Information required with the application is detailed on the website but includes, among other items, tax exemption letter and tax identification number, most current financial statements, board list, list of major funders, program purpose and budget.

Any Submission Deadlines

There are three submission deadlines during the year - March 1st, July 1st and November 1st.

Restrictions and Limitations on Awards

The Foundation has listed on its website the types of activities/programs for which it will not make a grant.

Adolph Coors Foundation

51-0172279

Statement 14

Organization	City	State	Postal Code	Funded Amount	Funded Date	Grant Type
A Sanctuary for Military Families	Granby	CO	80446	\$15,000	7/31/2013	general operating
ACE Scholarships	Denver	CO	80218	\$15,000	3/29/2013	general operating
American Enterprise Institute	Washington	CO	20036	\$125,000	11/27/2013	general operating
American Indian College Fund	Denver	CO	80221	\$35,000	11/27/2013	program-specific
American Legislative Exchange Council	Arlington	VA	22202	\$40,000	11/27/2013	general operating
American Red Cross - Mile High Chapter	Denver	CO	80203	\$25,000	10/31/2013	general operating
Aspen Pointe	Colorado Springs	CO	80901	\$300,000	4/2/2013	general operating
Bayaud Enterprises, Inc.	Denver	CO	80223	\$15,000	11/27/2013	general operating
Becket Fund for Religious Liberty, The	Washington	CO	20007	\$90,000	11/27/2013	general operating
Big Brothers Big Sisters of Colorado	Denver	CO	80204	\$30,000	7/31/2013	general operating
Boys & Girls Club of South Park	Fairplay	CO	80440	\$10,000	7/31/2013	general operating
Boys & Girls Clubs of Metro Denver	Denver	CO	80204	\$40,000	7/31/2013	general operating
Boys & Girls Clubs of Pueblo County	Pueblo	CO	81004	\$20,000	3/29/2013	general operating
Boys and Girls Clubs of the Pikes Peak Region	Colorado Springs	CO	80901	\$10,000	11/27/2013	general operating
Boys and Girls Clubs of Weld County, Inc.	Greeley	CO	80632	\$15,000	11/27/2013	general operating
Breakthrough Kent Denver	Englewood	CO	80110	\$20,000	3/29/2013	capital
Camp Id-Ra-Ha-Je West Association	Somerset	CO	81434	\$5,000	3/29/2013	general operating
Carson J. Spencer Foundation	Golden	CO	80401	\$200,000	12/28/2012	capital
Cato Institute	Washington	DC	20001	\$75,000	11/27/2013	general operating
Center for Competitive Politics	Alexandria	VA	22314	\$15,000	11/27/2013	general operating
Center for Individual Rights	Washington	DC	20007	\$25,000	11/27/2013	general operating
Center for Work Education and Employment	Denver	CO	80204	\$20,000	3/29/2013	general operating
CityWild	Denver	CO	80201	\$12,000	7/31/2013	general operating
Colorado Association of Funders	Denver	CO	80246	\$3,655	3/29/2013	general operating
Colorado Council on Economic Education	Denver	CO	80231	\$35,000	11/27/2013	general operating
Colorado Mountain Club	Golden	CO	80401	\$10,000	7/31/2013	program-specific
Colorado Nonprofit Development Center	Denver	CO	80211	\$25,000	3/29/2013	program-specific
Colorado Robotics Excelling at Science and Technology, Inc.	Denver	CO	80231	\$10,000	3/29/2013	general operating
Colorado School of Mines Foundation	Golden	CO	80401	\$75,000	3/29/2013	program-specific
Colorado School of Mines Foundation	Golden	CO	80401	\$70,000	11/27/2013	general operating
Colorado School of Mines Foundation	Golden	CO	80401	\$140,000	11/27/2013	general operating
Colorado Uplift	Denver	CO	80211	\$40,000	11/27/2013	general operating

Colorado Volunteers in Juvenile & Criminal Justice	Denver	CO	80222	\$20,000	7/31/2013 general operating
Community Resource Center	Denver	CO	80203	\$10,000	7/31/2013 program-specific
Competitive Enterprise Institute	Washington	DC	20036	\$20,000	11/27/2013 general operating
Computers for Kids Foundation	Carbondale	CO	81623	\$10,000	3/29/2013 general operating
Congressional Medal of Honor Society	Mt. Pleasant	SC	29464	\$20,000	11/27/2013 general operating
Craig Hospital Foundation	Englewood	CO	80110	\$200,000	3/29/2013 capital
Custer 2020 Inc.	Westcliffe	CO	81252	\$15,000	3/29/2013 general operating
Delta Montrose Youth Services, Inc/Partners	Montrose	CO	81401	\$15,000	11/27/2013 general operating
Denver Kids, Inc.	Denver	CO	80204	\$20,000	3/29/2013 general operating
Denver Public Schools (DPS) Foundation	Denver	CO	80203	\$5,000	3/29/2013 program-specific
Denver Youth Program	Denver	CO	80209	\$20,000	11/27/2013 general operating
Emergency Family Assistance Association	Boulder	CO	80304	\$25,000	7/31/2013 general operating
Ethics and Public Policy Center	Washington	DC	20036	\$50,000	11/27/2013 general operating
Family Resource Center	Sterling	CO	80751	\$10,000	11/27/2013 program-specific
Federalist Society for Law and Public Policy Studies,					
The	Washington	CO	20036	\$50,000	11/27/2013 general operating
Flobots.org	Denver	CO	80205	\$10,000	7/31/2013 general operating
Foundation for Teaching Economics	Davis	CA	95616	\$25,000	11/27/2013 program-specific
Four Corners School of Outdoor Education	Monticello	UT	84535	\$5,000	11/27/2013 program-specific
Friends of Dinosaur Ridge	Morrison	CO	80465	\$20,000	7/31/2013 capital
Friends of Golden History Museums	Golden	CO	80401	\$5,000	7/31/2013 program-specific
Full Circle of Lake County. Inc.	Leadville	CO	80461	\$10,000	11/27/2013 general operating
Full Circle Restorative Justice	Salida	CO	81201	\$10,000	11/27/2013 general operating
Girl Scouts of Colorado	Denver	CO	80209-040	\$35,000	11/27/2013 general operating
Girls Incorporated of Metro Denver	Denver	CO	80204	\$30,000	3/29/2013 general operating
Girls on the Run Denver	Denver	CO	80220	\$10,000	7/31/2013 general operating
Girls On The Run of Western Colorado	Grand Junction	CO	81501	\$5,000	7/31/2013 general operating
Habitat for Humanity of Colorado	Lakewood	CO	80226	\$20,000	3/29/2013 program-specific
Hard at Work Kids	Denver	CO	80220	\$4,000	3/29/2013 general operating
Heritage Foundation	Washington	CO	20002-499	\$100,000	11/27/2013 general operating
Higher Ground Youth Challenge	Longmont	CO	80502	\$7,500	3/29/2013 general operating
Hillsdale College	Hillsdale	MI	49242	\$160,000	11/27/2013 general operating
Hope House of Colorado	ARvada	CO	80006	\$10,000	11/27/2013 program-specific
Horizons at Colorado Academy	Denver	CO	80235	\$10,000	7/31/2013 general operating

Hospice of Metro Denver, Inc.	Denver	CO	80246-123	\$25,000	11/27/2013	program-specific
Hospice of Saint John Foundation, Inc.	Lakewood	CO	80215	\$10,000	3/29/2013	program-specific
Illinois Policy Institute	Chicago	IL	60603	\$20,000	11/27/2013	general operating
Independence Institute	Denver	CO	80203	\$60,000	11/27/2013	general operating
Independent Women's Forum	Washington	DC	20006	\$40,000	11/27/2013	general operating
Institute for Energy Research	Washington	DC	20005	\$25,000	11/27/2013	general operating
Institute for Justice	Arlington	VA	22203	\$70,000	11/27/2013	general operating
Intercollegiate Studies Institute	Wilmington	DE	19807	\$40,000	11/27/2013	general operating
Jefferson Symphony Association	Golden	CO	80402	\$4,000	3/29/2013	general operating
Junior Achievement-Rocky Mountain, Inc.	Denver	CO	80202-171	\$50,000	7/31/2013	general operating
Lake City Downtown Improvement & Revitalization Team (DIRT), Inc.	Lake City	CO	81235	\$10,000	7/31/2013	program-specific
Larimer County Partners, Inc	Fort Collins	CO	80524	\$15,000	11/27/2013	general operating
Launch:Community Through Skateboarding	Fort Collins	CO	80525	\$4,500	7/31/2013	general operating
Leadership Institute, The	Arlington	CO	22201	\$50,000	11/27/2013	general operating
Leadership Program of the Rockies	Denver	CO	80210	\$15,000	11/27/2013	general operating
Legacy of Learning	Boulder	CO	80301	\$7,500	3/29/2013	general operating
Manhattan Institute for Policy Research, The	New York	CO	10017	\$20,000	11/27/2013	general operating
Massachusetts General Hospital	Boston	MA	2114	\$448,015	12/14/2012	general operating
Mesa County Public Library Foundation	Grand Junction	CO	81502-366	\$10,000	3/29/2013	general operating
Metro Denver Lemonade Day	Denver	CO	80211	\$10,000	11/27/2013	program-specific
Minds Matter of Denver	Denver	CO	80204	\$10,000	3/29/2013	program-specific
Mountain Area Alternatives Crisis Pregnancy Center	Evergreen	CO	80439-066	\$5,000	3/29/2013	general operating
Mountain States Legal Foundation	Lakewood	CO	80227	\$50,000	11/27/2013	general operating
National Association of Scholars	New York	NY	10018	\$40,000	11/27/2013	general operating
National Catholic Bioethics Center, The	Philadelphia	CO	19151	\$20,000	11/27/2013	general operating
New ute Theatre Society	Rifle	CO	81650	\$25,000	3/29/2013	general operating
NewFarms	Fowler	CO	81039	\$25,000	11/27/2013	capital
Pacific Legal Foundation	Sacramento	CA	95814	\$70,000	11/27/2013	general operating
Pagosa Pregnancy Support Center	Pagosa Springs	CO	81147	\$5,000	7/31/2013	program-specific
Partners in Housing	Colorado Springs	CO	80906	\$15,000	11/27/2013	program-specific
Partners of Boulder County	Longmont	CO	80501	\$7,500	11/27/2013	program-specific
Partnership For Lake County Recreation	Leadville	CO	80461	\$25,000	3/29/2013	general operating
Philanthropy Roundtable, The	Washington	DC	20036	\$50,000	11/27/2013	general operating

Phillips County Family Education Services, Inc.	Holyoke	CO	80734	\$5,000	3/29/2013	program-specific
Project Self-Sufficiency of Loveland - Fort Collins	Loveland	CO	80538	\$20,000	7/31/2013	general operating
Public Education & Business Coalition	Denver	CO	80203	\$15,000	11/27/2013	general operating
Save Our Youth	Denver	CO	80211	\$25,000	7/31/2013	general operating
Smart-Girl, Inc.	Denver	CO	80224	\$12,500	3/29/2013	general operating
Stride	Lakewood	CO	80226	\$10,000	11/27/2013	general operating
Tax Foundation	Washington	DC	20045-100	\$30,000	11/27/2013	general operating
Texas Public Policy Foundation	Austin	TX	78701	\$30,000	11/27/2013	general operating
Conflict Center, The	Denver	CO	80211	\$10,000	3/29/2013	general operating
Salvation Army Intermountain Division, The	Denver	CO	80201	\$25,000	10/31/2013	general operating
Youth Foundation, The	Vail	CO	81658	\$10,000	3/29/2013	program-specific
TwoCor Projects	Colorado Springs	CO	80909	\$10,000	3/29/2013	general operating
University of California/Irvine, Susan Samueli Center for Integrative Medicine	Irvine	CA	92697	\$140,000	7/31/2013	general operating
University of Northern Colorado Foundation	Greeley	CO	80639	\$18,000	3/29/2013	program-specific
Walking Mountains Science Center	Avon	CO	81620	\$10,000	3/29/2013	program-specific
Washington Policy Center	Seattle	WA	98124-364	\$20,000	11/27/2013	general operating
Western Colorado Council, Inc.	Grand Junction	CO	81501	\$10,000	11/27/2013	general operating
Woodland Park Pregnancy Center	Woodland Park	CO	80866	\$8,000	7/31/2013	program-specific
Work Options for Women	Denver	CO	80204	\$25,000	11/27/2013	general operating
YMCA of Boulder Valley	Lafayette	CO	80026	\$7,500	11/27/2013	program-specific
Young Life	Buena Vista	CO	81211	\$10,000	3/29/2013	general operating
Young Philanthropists Foundation	Denver	CO	80202	\$12,500	3/29/2013	general operating
Youth Directions	Golden	CO	80401	\$10,000	3/29/2013	general operating
YWCA of Boulder	Boulder	CO	80302	\$15,000	11/27/2013	program-specific
				\$4,302,170		

Adolph Coors Foundation

51-0172279

Statement 14

Phillips County Family Education Services, Inc.	Holyoke	CO	80734	\$5,000	3/29/2013	program-specific
Project Self-Sufficiency of Loveland - Fort Collins	Loveland	CO	80538	\$20,000	7/31/2013	general operating
Public Education & Business Coalition	Denver	CO	80203	\$15,000	11/27/2013	general operating
Save Our Youth	Denver	CO	80211	\$25,000	7/31/2013	general operating
Smart-Girl, Inc.	Denver	CO	80224	\$12,500	3/29/2013	general operating
Stride	Lakewood	CO	80226	\$10,000	11/27/2013	general operating
Tax Foundation	Washington	DC	20045-100	\$30,000	11/27/2013	general operating
Texas Public Policy Foundation	Austin	TX	78701	\$30,000	11/27/2013	general operating
Conflict Center, The	Denver	CO	80211	\$10,000	3/29/2013	general operating
Salvation Army Intermountain Division, The	Denver	CO	80201	\$25,000	10/31/2013	general operating
Youth Foundation, The	Vail	CO	81658	\$10,000	3/29/2013	program-specific
TwoCor Projects	Colorado Springs	CO	80909	\$10,000	3/29/2013	general operating
University of California/Irvine, Susan Samueli Center for Integrative Medicine	Irvine	CA	92697	\$140,000	7/31/2013	general operating
University of Northern Colorado Foundation	Greeley	CO	80639	\$18,000	3/29/2013	program-specific
Walking Mountains Science Center	Avon	CO	81620	\$10,000	3/29/2013	program-specific
Washington Policy Center	Seattle	WA	98124-364	\$20,000	11/27/2013	general operating
Western Colorado Council, Inc.	Grand Junction	CO	81501	\$10,000	11/27/2013	general operating
Woodland Park Pregnancy Center	Woodland Park	CO	80866	\$8,000	7/31/2013	program-specific
Work Options for Women	Denver	CO	80204	\$25,000	11/27/2013	general operating
YMCA of Boulder Valley	Lafayette	CO	80026	\$7,500	11/27/2013	program-specific
Young Life	Buena Vista	CO	81211	\$10,000	3/29/2013	general operating
Young Philanthropists Foundation	Denver	CO	80202	\$12,500	3/29/2013	general operating
Youth Directions	Golden	CO	80401	\$10,000	3/29/2013	general operating
YWCA of Boulder	Boulder	CO	80302	\$15,000	11/27/2013	program-specific
				\$4,302,170		