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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return 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

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation
LAWRENCE A APPLEY FOUNDATION

A Employer identification number
13-6119187

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O HERSHEY TRUST CO 1 W CHOCOLATE

B Telephone number (see page 10 of the instructions)
(717) 534-3225

City or town, state, and ZIP code
HERSHEY, PA 17033

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,797,004

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	142	142		
	4	Dividends and interest from securities	30,848	30,848		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	-5,672			
	b	Gross sales price for all assets on line 6a 144,743				
	7	Capital gain net income (from Part IV, line 2)		0		
	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)	1,814	1,814		
	12	**Total.** Add lines 1 through 11	27,132	32,804		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,200	1,200		
	c	Other professional fees (attach schedule)	15,405	15,405		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	116	116		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	250			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	16,971	16,721		0
	25	Contributions, gifts, grants paid	86,750			86,750
	26	**Total expenses and disbursements.** Add lines 24 and 25	103,721	16,721		86,750
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-76,589			
	b	**Net investment income** (if negative, enter -0-)		16,083		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		40	40
	2 Savings and temporary cash investments	88,437	77,512	77,512
	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 page 15 of the 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)	24,913		
	b Investments—corporate stock (attach schedule)	515,214	492,516	638,982
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	912,755	894,662	1,080,470
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,541,319	1,464,730	1,797,004
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **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 ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	1,541,319	1,387,177	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds		77,553	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	1,541,319	1,464,730	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,541,319	1,464,730	

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	1,541,319
2	Enter amount from Part I, line 27a	2	-76,589
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,464,730
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,464,730

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

	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-5,670
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the 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 page 18 of 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))
2009	76,000	1,526,581	0 049784
2008	88,000	2,042,512	0 043084
2007	79,500	1,933,079	0 041126
2006	67,800	1,535,681	0 044150
2005	65,706	1,253,582	0 052415

2	**Total** of line 1, column (d)	2	0 230559
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 046112
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,645,912
5	Multiply line 4 by line 3	5	75,896
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	161
7	Add lines 5 and 6	7	76,057
8	Enter qualifying distributions from Part XII, line 4	8	86,750

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter 1963-07-17 **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	161
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	161
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	161
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
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	
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	161
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 2011 estimated tax** ▶ 0 **Refunded** ▶	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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY			
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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶HERSHEY TRUST COMPANY Telephone no ▶(717) 534-3225

Located at ▶1 W CHOCOLATE AVE STE 200 HERSHEY PA ZIP+4 ▶17033

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 | |

16	At any time during calendar year 2010, 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		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ 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)?	☐ Yes ☑ 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)	☐ Yes ☑ 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 page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
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 2010?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		No

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)? (see page 22 of the instructions) ☐ 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 page 22 of the instructions)? **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? ☐ 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** **No**

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? **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 (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
RONALD GLOSSER C/O HERSHEY TRUST CO HERSHEY, PA 17033	President 2 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,592,751
b	Average of monthly cash balances	1b	78,226
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,670,977
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,670,977
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	25,065
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,645,912
6	**Minimum investment return.** Enter 5% of line 5	6	82,296

Part XI Distributable Amount (see page 25 of the 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	82,296
2a	Tax on investment income for 2010 from Part VI, line 5	2a	161		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	161
3	Distributable amount before adjustments Subtract line 2c from line 1			3	82,135
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	82,135
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	82,135

Part XII Qualifying Distributions (see page 25 of the 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	86,750
b	Program-related investments—total from Part IX-B	1b	
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	86,750
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 page 26 of the instructions)	5	161
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	86,589

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				82,135
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			69,808	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 86,750				
a Applied to 2009, but not more than line 2a			69,808	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2010 distributable amount.				16,942
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				65,193
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . .				
e Excess from 2010. . . .				

Part XIV **Private Operating Foundations** (see page 27 of the 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 2010, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				86,750
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	142	
4 Dividends and interest from securities			14	30,848	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-5,672	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a Fee reimbursement			14	1,814	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				27,132	

13 **Total.** Add line 12, columns (b), (d), and (e) **13** 27,132

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
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?			
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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2011-04-19 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	BRYAN S BREIDIGAM	Date	Check if self-employed ☐	PTIN
Firm's name	HERSHEY TRUST CO	Firm's EIN	
	1 W CHOCOLATE AVE STE 200		
Firm's address	HERSHEY, PA 170331471	Phone no (717) 520-5667	

Additional Data

Software ID:
Software Version:
EIN: 13-6119187
Name: LAWRENCE A APPLEY FOUNDATION

Part VI Line 7 - Tax Paid Original Return: 0

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

	(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)
A	71 Apolla Group Inc	P	2009-07-24	2010-01-26
B	21 262 Baker Hughes Inc	P	2009-07-24	2010-06-10
C	738 Baker Hughes Inc	P	2010-05-19	2010-06-10
D	70 Barnes Group Inc	P	2009-07-24	2010-06-29
E	143 Barnes Group Inc	P	2009-07-24	2010-06-30
F	178 BJ Services Company	P	2009-07-24	2010-04-28
G	52 Darden Restaurants Inc	P	2009-07-24	2010-04-26
H	142 Diamonds Foods Inc	P	2009-07-24	2010-06-29
I	74 Dynamex Inc	P	2009-07-24	2010-07-01
J	41 Dynamex Inc	P	2009-07-24	2010-06-29
K	63 Dynamex Inc	P	2009-07-24	2010-06-30
L	33 Furiex Pharmaceuticals	P	2009-07-24	2010-06-14
M	7 Furiex Pharmaceuticals	P	2009-07-24	2010-06-30
N	3 Furiex Pharmaceuticals	P	2009-07-24	2010-07-01
O	36 Goldman Sachs Group Inc	P	2009-07-24	2010-04-30
P	33 Neogen Corp	P	2009-07-24	2010-03-17
Q	24 Neogen Corp	P	2009-07-24	2010-03-11
R	41 Neogen Corp	P	2009-07-24	2010-03-25
S	100 Neogen Corp	P	2009-07-24	2010-04-05
T	45 Neogen Corp	P	2009-07-24	2010-03-22
U	24 Neogen Corp	P	2009-07-24	2010-03-29
V	6 Papa John's Internatl	P	2009-07-24	2010-07-01
W	67 Papa John's Internatl	P	2009-07-24	2010-06-29
X	105 Papa John's Internatl	P	2009-07-24	2010-06-30
Y	90 Rofin Sinar Technologies Inc	P	2009-07-24	2010-07-07
Z	8 Rofin Sinar Technologies Inc	P	2009-07-24	2010-07-01
AA	34 Rofin Sinar Technologies Inc	P	2009-07-24	2010-07-06
AB	5 Rofin Sinar Technologies Inc	P	2009-07-24	2010-06-30
AC	20 SM Energy Co	P	2009-07-24	2010-06-30
AD	83 SM Energy Co	P	2009-07-24	2010-07-01

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

	(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)
AE	57 SM Energy Co	P	2009-07-24	2010-07-06
AF	107 Smith Internatl Inc	P	2009-07-24	2010-03-11
AG	82 Sonic Corp	P	2009-07-24	2010-03-25
AH	185 Sonic Corp	P	2009-07-24	2010-03-24
AI	302 SWS Group Inc	P	2009-07-24	2010-01-07
AJ	119 TradeStation Group Inc	P	2009-07-24	2010-03-11
AK	124 TradeStation Group Inc	P	2009-07-24	2010-03-15
AL	24 TradeStation Group Inc	P	2009-07-24	2010-03-12
AM	121 Urban Outfitters Inc	P	2009-07-24	2010-04-09
AN	45 Valley National Bancorp	P	2009-07-24	2010-05-21
AO	155 492 EuroPacific Gwth Fd	P	2001-09-06	2010-02-26
AP	25K Fed Farm Credit Bks 5 93% 7/6/10	P	2002-03-21	2010-07-06
AQ	149 096 GMO Foreign Fd IV	P	2004-12-27	2010-02-26
AR	61 941 EuroPacific Gwth Fd	P	2005-12-27	2010-02-26
AS	33 637 EuroPacific Gwth Fd	P	2005-12-27	2010-02-26
AT	118 475 EuroPacific Gwth Fd	P	2006-12-26	2010-02-26
AU	33 694 EuroPacific Gwth Fd	P	2006-12-26	2010-02-26
AV	150 164 EuroPacific Gwth Fd	P	2007-12-12	2010-02-26
AW	17 826 GMO Foreign Fd IV	P	2005-12-27	2010-02-26
AX	196 082 GMO Foreign Fd IV	P	2005-12-27	2010-02-26
AY	176 438 GMO Foreign Fd IV	P	2006-07-10	2010-02-26
AZ	257 757 GMO Foreign Fd IV	P	2005-12-26	2010-02-26
BA	11 559 GMO Foreign Fd IV	P	2007-07-10	2010-02-26
BB	183 959 GMO Foreign Fd IV	P	2007-07-10	2010-02-26
BC	430 783 GMO Foreign Fd IV	P	2007-12-27	2010-02-26
BD	332 423 GMO Foreign Fd IV	P	2008-07-14	2010-02-26
BE	36 Adobe Systems Inc	P	2009-07-24	2010-12-07
BF	43 Adobe Systems Inc	P	2009-07-24	2010-12-10
BG	28 Adobe Systems Inc	P	2009-07-24	2010-12-14
BH	178 Conagra Foods Inc	P	2009-07-24	2010-09-21

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

	(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)
BI	98 Lennox Intl Inc	P	2009-07-24	2010-11-15
BJ	89 Qualcomm Inc	P	2009-07-24	2010-08-25
BK	178 Trinity Industries Inc	P	2009-07-24	2010-08-25

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)
A	4,364	0	4,755	-391
B	888	0	808	80
C	31	0	34	-3
D	1,137	0	969	168
E	2,378	0	1,979	399
F	479	0	0	479
G	2,494	0	1,743	751
H	5,625	0	3,979	1,646
I	899	0	1,143	-244
J	496	0	633	-137
K	770	0	973	-203
L	3	0	3	0
M	72	0	57	15
N	30	0	24	6
O	5,193	0	5,930	-737
P	817	0	650	167
Q	619	0	472	147
R	1,032	0	807	225
S	2,529	0	1,969	560
T	1,115	0	886	229
U	627	0	472	155
V	138	0	160	-22
W	1,558	0	1,789	-231
X	2,450	0	2,804	-354
Y	1,833	0	1,893	-60
Z	164	0	168	-4
AA	690	0	715	-25
AB	106	0	105	1
AC	822	0	482	340
AD	3,329	0	2,001	1,328

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)
AE	2,340	0	1,374	966
AF	4,607	0	2,778	1,829
AG	913	0	861	52
AH	1,920	0	1,943	-23
AI	3,657	0	4,258	-601
AJ	836	0	963	-127
AK	870	0	1,003	-133
AL	168	0	194	-26
AM	4,636	0	2,719	1,917
AN	7	0	6	1
AO	5,619	0	4,214	1,405
AP	25,000	0	24,913	87
AQ	1,698	0	2,265	-567
AR	2,239	0	2,532	-293
AS	1,216	0	1,375	-159
AT	4,282	0	5,444	-1,162
AU	1,218	0	1,548	-330
AV	5,427	0	7,846	-2,419
AW	203	0	287	-84
AX	2,233	0	3,154	-921
AY	2,010	0	3,051	-1,041
AZ	2,936	0	4,816	-1,880
BA	132	0	236	-104
BB	2,095	0	3,759	-1,664
BC	4,907	0	8,009	-3,102
BD	3,786	0	5,002	-1,216
BE	1,041	0	1,175	-134
BF	1,223	0	1,403	-180
BG	784	0	914	-130
BH	3,765	0	3,501	264

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)
BI	3,979	0	3,470	509
BJ	3,394	0	4,214	-820
BK	2,915	0	2,784	131

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	
A	0	0	0	-391
B	0	0	0	80
C	0	0	0	-3
D	0	0	0	168
E	0	0	0	399
F	0	0	0	479
G	0	0	0	751
H	0	0	0	1,646
I	0	0	0	-244
J	0	0	0	-137
K	0	0	0	-203
L	0	0	0	0
M	0	0	0	15
N	0	0	0	6
O	0	0	0	-737
P	0	0	0	167
Q	0	0	0	147
R	0	0	0	225
S	0	0	0	560
T	0	0	0	229
U	0	0	0	155
V	0	0	0	-22
W	0	0	0	-231
X	0	0	0	-354
Y	0	0	0	-60
Z	0	0	0	-4
AA	0	0	0	-25
AB	0	0	0	1
AC	0	0	0	340
AD	0	0	0	1,328

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	
AE	0	0	0	966
AF	0	0	0	1,829
AG	0	0	0	52
AH	0	0	0	-23
AI	0	0	0	-601
AJ	0	0	0	-127
AK	0	0	0	-133
AL	0	0	0	-26
AM	0	0	0	1,917
AN	0	0	0	1
AO	0	0	0	1,405
AP	0	0	0	87
AQ	0	0	0	-567
AR	0	0	0	-293
AS	0	0	0	-159
AT	0	0	0	-1,162
AU	0	0	0	-330
AV	0	0	0	-2,419
AW	0	0	0	-84
AX	0	0	0	-921
AY	0	0	0	-1,041
AZ	0	0	0	-1,880
BA	0	0	0	-104
BB	0	0	0	-1,664
BC	0	0	0	-3,102
BD	0	0	0	-1,216
BE	0	0	0	-134
BF	0	0	0	-180
BG	0	0	0	-130
BH	0	0	0	264

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	
BI	0	0	0	509
BJ	0	0	0	-820
BK	0	0	0	131

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OHIO WESLEYAN COLLEGE 61 S SANDUSKY STREET DELAWARE, OH 43015		Public	Educational	5,000
LINDSEY WILSON COLLEGE 210 LINDSEY WILSON ST COLUMBIA, KY 42728		Public	Educational	5,000
ALICE LLOYD COLLEGE 100 PURPOSE ROAD PIPPA PASSES, KY 41844		Public	Educational	4,000
COACHELLA VALLEY RESCUE MISSION 47-518 VAN BUREN INDIO, CA 92201		Public	Charitable	15,000
STAN HYWET HALL & GARDENS 714 N PORTAGE PATH AKRON, OH 44303		Public	Charitable	5,000
OPEN M 941 PRINCETON ST AKRON, OH 44311		Public	Charitable	5,000
CUYAHOGA VALLEY CHRISTIAN ACADEMY 4687 WYOGA LAKE ROAD CUYAHOGA FALLS, OH 44224		Public	Charitable	500
CALVIN TAYLOR FOUNDATION BOX 51417 BOWLING GREEN, KY 42102		Public	Charitable	1,500
BETTY FORD CENTER FDN 39000 BOB HOPE DRIVE RANCHO MIRAGE, CA 92270		Public	Charitable	6,000
EAPE KINGDOMWORKS 1300 EAGLE ROAD ST DAVIDS, PA 19087		Public	Educational	1,000
DUNAMIS MINISTRIES 1012 EMPYREAN WAY LOS ANGELES, CA 90061		Public	Religious	2,500
BWF INC 11460 PARKCHESTER DR DALLAS, TX 75230		Public	Charitable	2,500
SHAW FESTIVAL 800 FLEET BANK BLDG BUFFALO, NY 14202		Public	Charitable	1,000
LOV MOVEMENT PO BOX 13770 PALM DESERT, CA 92255		Public	Religious	1,000
CHAMPIONS FOR LIFE PO BOX 761101 DALLAS, TX 75376		Public	Charitable	2,000
Total . . . . ▶ **3a**				86,750

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KEYSTONE AREA BOY SCOUTS ONE BADEN POWELL LANE MECHANICSBURG,PA 17055		Public	Charitable	250
LAKE TAHOE WILDLIFE CARE INC 1485 CHERRY HILLS CIRCLE SOUTH LAKE TAHOE,CA 96150		Public	Charitable	8,000
NORTHFIELD MOUNT HERMON SCHOOL ONE LAMPLIGHTER WAY MT HERMAN,MA 01354		Public	Educational	2,000
PILGRAM PLACE 660 AVERY ROAD CLAREMONT,CA 91711		Public	Charitable	5,000
BRASS BAND OF THE WESTERN RESERVE PO BOX 3241 MASSILON,OH 44648		Public	Charitable	500
AKRON ROTARY FOUNDATION 263 MILLCREEK DRIVE AKRON,OH 44307		Public	Educational	5,000
GLOBAL CONNECTION INTERNATIONAL 9250 E COSTILLA AVE STE 600 GREENWOOD VILLAGE,CO 80112		Public	Charitable	250
CLEVELAND PLAY HOUSE 8500 EUCLID AVE CLEVELAND,OH 44106		Public	Charitable	2,000
ALYSSA'S HIKE FOR HEARTS INC 2899 LYNN ROAD KENT,OH 44313		Public	Charitable	500
HABITAT FOR HUMANITY INTERNATL 121 HABITAT ST AMERICUS,GA 31709		Public	Charitable	1,000
FAR EASTERN BROADCASTING CO PO BOX 1 LA MIRADA,CA 90637		Public	Charitable	1,000
THE CHAPEL 135 FIR HILL AKRON,OH 44304		Public	Religious	1,000
CLEVELAND ORCHESTRA 11001 EUCLID AVE CLEVELAND,OH 44106		Public	Charitable	1,500
THE RANCH RECOVERY CTRS INC 7885 ANNANDALE AVE DESERT HOT SPRINGS,CA 92240		Public	Charitable	1,000
DESERTARC 73-225 COUNTRY CLUB DR PALM DESERT,CA 92260		Public	Charitable	250
Total . . . . ▶ **3a**				86,750

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PALM DESERT PRESBYTERIAN CHURCH 47321 STATE HIGHWAY 74 PALM DESERT, CA 92260		Public	Religious	500
Total . . . . ▶ **3a**				86,750

TY 2010 Accounting Fees Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Hershey Trust Co Tax Preparation	1,200	1,200		

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

TY 2010 Gain/Loss from Sale of Other Assets Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Sales of securities as listed on PartIV		Purchased			144,743			150,415	-5,672	

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491124012051

TY 2010 Investments Corporate Stock Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABM Industries Inc	7,377	9,415
Abbott Labs	4,321	4,599
Adobe Systems Inc	2,317	2,185
Alberto Culver Co New	3,634	5,260
Allergan Inc	3,846	5,013
Allete Inc	4,493	5,291
American Eagle Outfitters	5,297	5,208
American Financial Gp Inc	4,345	5,748
Amsurg Corp	3,720	3,729
Apache Corp	4,227	6,319
Avnet Inc	4,391	5,879
BJ's Wholesale Club Inc	3,741	5,125
BMC Software Inc	4,866	6,694
Badger Meter Inc	3,421	3,936
Baker Hughes Inc	1,900	2,859
Bard C R Inc	5,077	6,516
Baxter International Inc	5,848	5,416
Becton Dickinso & Co	5,883	6,931
Best Buy Inc	6,643	6,515
Brady Corp	3,536	4,044
Bristol Myers Squibb Co	4,943	6,117
CACI Internatl Inc	4,851	5,714
Campbell Soup Co	4,335	4,935
Carbo Ceramics Inc	4,330	11,079
Caseys General Stores Inc	4,979	7,567
CenturyLink Inc	5,443	8,216
Church & Dwight Inc	5,471	6,419
Clorox Co	3,699	3,923
Coach Inc	4,690	8,850
ConocoPhillips	4,001	6,061

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Cubic Corp	2,845	3,348
DST Systems Inc	3,075	3,149
Darden Restaurants Inc	3,017	4,180
Dentsply Intl Inc	4,340	4,852
Dionex Corp	4,579	8,379
EQT Corp	4,640	5,560
Emerson Electric Co	5,226	8,118
Empire District Elec Co	3,313	3,952
Family Dollar Stores Inc	4,418	7,059
Fluor Corp	3,791	4,704
Gallagher Arthur J & Co	3,957	5,176
Gardner Denver Inc	4,068	9,772
Glacier Bancorp Inc	3,250	3,218
Global Payments Inc	4,529	4,944
Graco Inc	3,812	5,996
Hawaiian Elec Industries	3,071	4,057
Heinz H J Co	4,781	6,133
Helmerich & Payne Inc	4,846	6,884
Honeywell Intl Inc	6,050	9,462
Horace Mann Educators Corp	2,891	4,492
Hormel Foods Corp	5,742	8,202
Intel Corp	5,847	6,351
Johnson & Johnson	4,367	4,391
Johnson Controls Inc	3,992	6,112
Kaydon Corp	3,599	3,991
Kellogg Co	3,402	3,627
Kimberly Clark Corp	6,208	6,745
Kraft Foods Inc	3,487	3,907
Laboratory Corp Amer Hldgs	4,870	6,242
Landauer Inc	4,778	4,258

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Lockheed Martin Inc	3,926	3,705
Lowes Co Inc	3,124	3,561
Matthews Intl Corp	3,057	3,533
McAfee Inc	4,732	4,955
McCormick & Co Inc	4,685	6,607
McGraw Hill Co Inc	2,310	2,585
Merck & Co Inc	5,997	7,208
Microchip Technology Inc	4,811	6,089
Nextera Energy Inc	4,264	3,691
Nordson Corp	6,315	13,047
Occidental Petroleum Corp	5,143	6,965
Omnicom Gp Inc	4,232	5,679
Oracle Corp	4,756	6,667
Otter Tail Corp	3,094	2,795
Owens & Minor Inc	4,000	3,944
Park Electrochemical Corp	5,103	6,390
Patterson Companies Inc	4,295	5,452
Paychex Inc	4,664	5,502
Pepsico Inc	5,020	5,814
Pfizer Inc	5,867	6,234
Pharmaceutical Product Dev Inc	2,386	3,365
Piedmont Natural Gas Inc	3,549	3,970
Pricesmart Inc	2,896	6,769
Qlogic Corp	6,185	6,808
Quality Systems Inc	5,885	7,471
Raymond James Financial Serv	4,325	7,259
Schein Henry Inc	5,363	6,569
Sensient Technologies Corp	4,381	6,538
Sigma Aldrich Corp	9,888	12,646
Skywest Inc	2,116	2,780

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Smucker J M Co	2,681	3,479
Snyders Lance	4,022	4,336
Southern Copper Corp	3,638	6,921
Standex Intl Corp	9,392	11,067
Steris Corp	7,890	9,480
Syntel Inc	4,574	5,927
Sysco Corp	3,686	4,704
Techne Corp	4,435	4,663
Thermo Fisher Scientific Inc	4,750	5,924
Tidewater Inc	5,239	5,922
Tiffany & Co New	3,196	6,663
Tim Hortons Inc	3,835	5,855
United Natural Foods Inc	3,720	5,209
United Parcel Serv Inc	2,830	3,847
Valley Natl Bancorp	1,946	2,231
Wolverine World Wide Inc	3,766	5,101
World Fuel Serv Corp	4,058	7,087
Xilinx Inc	9,470	11,302
Bunge Limited	4,974	4,652
Alcon Inc	5,629	7,190

TY 2010 Investments - Other Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Chase Growth Fund		332,600	459,535
EuroPacific Growth Fund		48,991	77,596
GMO Foreign Fd IV		63,190	77,532
Touchstone Intermediate Fixed Income Fd		399,406	411,172
Vanguard Intermediate Term Inv Grade Fd		15,454	17,736
Vanguard Short Term Inv Grade Fd		35,021	36,899

TY 2010 Other Expenses Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NY Registration Fee	250			

TY 2010 Other Income Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Fee reimbursement	1,814	1,814	

TY 2010 Other Professional Fees Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Hershey Trust Co Investment Mgmt	15,405	15,405		

TY 2010 Taxes Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Form 990PF Excise Tax	116	116		