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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

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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 BRYN MAWR TR CO 1 W CHOCOLATE A

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)* ▶$ 1,698,180

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))*

	Line	Description	(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				
	4	Dividends and interest from securities	38,325	38,325		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	108,302			
	b	Gross sales price for all assets on line 6a 567,850				
	7	Capital gain net income (from Part IV, line 2)		108,302		
	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)	955			
	12	**Total.** Add lines 1 through 11	147,582	146,627		
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)	16,292	16,292		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	197	287		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	250	250		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,939	18,029		0
	25	Contributions, gifts, grants paid	93,300			93,300
	26	**Total expenses and disbursements.** Add lines 24 and 25	111,239	18,029		93,300
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	36,343			
	b	**Net investment income** (if negative, enter -0-)		128,598		
	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		
2	Savings and temporary cash investments	77,512	169,634	169,634
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)			
b	Investments—corporate stock (attach schedule)	492,516	545,444	667,616
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)	894,662	785,991	860,930
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)	1,464,730	1,501,069	1,698,180
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	1,387,177	1,501,069	
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)	1,464,730	1,501,069	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,464,730	1,501,069	

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	1,464,730
2	Enter amount from Part I, line 27a	2	36,343
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,501,073
5	Decreases not included in line 2 (itemize) ▶	5	4
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,501,069

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	108,302
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	-6,831

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))
2010	86,589	1,645,912	0 052609
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

2	**Total** of line 1, column (d).	2	0 230753
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 046151
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,739,233
5	Multiply line 4 by line 3.	5	80,267
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,286
7	Add lines 5 and 6.	7	81,553
8	Enter qualifying distributions from Part XII, line 4.	8	93,300

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	1,286
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	1,286
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	1,286
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 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	1,286
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 2012 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 2011 or the taxable year beginning in 2011 (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)*

			Yes	No
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 ▶BRYN MAWR 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 |

			Yes	No
16	At any time during calendar year 2011, 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 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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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 2011 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 2011.)*.	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 2011?	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 BRYN MAWR TR 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 23 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	1,662,019
b	Average of monthly cash balances	1b	103,700
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	1,765,719
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	1,765,719
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	26,486
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,739,233
6	**Minimum investment return.** Enter 5% of line 5	6	86,962

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	86,962
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,286		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,286
3	Distributable amount before adjustments Subtract line 2c from line 1			3	85,676
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	85,676
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	85,676

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	93,300
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	93,300
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	1,286
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	92,014

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				85,676
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			65,193	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 93,300				
a Applied to 2010, but not more than line 2a			65,193	
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 2011 distributable amount				28,107
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(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 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				57,569
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 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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 2011, 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) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
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**				93,300
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					
4 Dividends and interest from securities			14	38,325	
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	108,302	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a Fee reimbursement			14	955	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				147,582	

13 Total. Add line 12, columns (b), (d), and (e) **13** 147,582

(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

******	2012-04-13	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	BRYAN S BREIDIGAM			
Firm's name	BRYN MAWR TRUST COMPANY		Firm's EIN	
Firm's address	1 W CHOCOLATE AVE STE 200 HERSHEY, PA 17033		Phone no (717) 520-5667	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☑ No

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 - Special Condition Description:

Special Condition Description

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)
11 Best Buy Inc	P	2010-09-09	2011-03-25
17 Best Buy Inc	P	2011-02-18	2011-03-25
17 Best Buy Inc	P	2011-02-16	2011-03-25
21 Best Buy Inc	P	2010-09-09	2011-03-28
32 Best Buy Inc	P	2011-02-18	2011-03-28
31 Best Buy Inc	P	2011-02-16	2011-03-28
27 Best Buy Inc	P	2011-02-16	2011-03-30
27 Best Buy Inc	P	2011-02-18	2011-03-30
18 Best Buy Inc	P	2010-09-09	2011-03-30
34 Best Buy Inc	P	2011-02-18	2011-03-31
23 Best Buy Inc	P	2010-09-09	2011-03-31
33 Best Buy Inc	P	2011-02-16	2011-03-31
41 Best Buy Inc	P	2011-02-18	2011-04-01
41 Best Buy Inc	P	2011-02-16	2011-04-01
28 Best Buy Inc	P	2010-09-09	2011-04-01
93 Cato Corp New	P	2011-08-25	2011-10-11
22 Cato Corp New	P	2011-09-01	2011-10-11
29 Cato Corp New	P	2011-09-01	2011-10-12
126 Cato Corp New	P	2011-08-25	2011-10-12
35 Dun & Bradstreet Corp	P	2011-07-27	2011-09-23
36 Dun & Bradstreet Corp	P	2011-07-26	2011-09-23
12 Dun & Bradstreet Corp	P	2011-07-26	2011-09-26
12 Dun & Bradstreet Corp	P	2011-07-27	2011-09-26
13 Dun & Bradstreet Corp	P	2011-07-26	2011-09-27
13 Dun & Bradstreet Corp	P	2011-07-27	2011-09-27
48 Lockheed Martin Corp	P	2011-07-05	2011-08-29
49 Lockheed Martin Corp	P	2011-07-05	2011-08-30
340 599 T Rowe Price Gwth Stk Fd	P	2011-05-17	2011-08-10
456 361 Templeton Inst For Equity Fd	P	2011-05-10	2011-08-10
0 2 Valley Natl Bancorp	P	2011-05-04	2011-05-31

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)
44 Alcon Inc	P	2009-07-24	2011-04-08
78 817 Chase Gwth Fd	P	2005-03-31	2011-05-17
1 624 Chase Gwth Fd	P	2007-09-28	2011-05-17
74 669 Chase Gwth Fd	P	2005-01-31	2011-05-17
1 539 Chase Gwth Fd	P	2007-09-28	2011-05-17
74 669 Chase Gwth Fd	P	2005-01-31	2011-05-17
1 539 Chase Gwth Fd	P	2007-09-28	2011-05-17
468 199 Chase Gwth Fd	P	2007-09-28	2011-05-17
14 447 Chase Gwth Fd	P	2004-03-31	2011-05-17
2557 470 Chase Gwth Fd	P	2004-03-31	2011-05-17
67 446 Chase Gwth Fd	P	2004-05-28	2011-05-17
858 688 Chase Gwth Fd	P	2004-02-27	2011-05-17
17 695 Chase Gwth Fd	P	2004-05-28	2011-05-17
1338 963 Chase Gwth Fd	P	2004-02-27	2011-05-17
483 170 Chase Gwth Fd	P	2004-05-28	2011-05-17
96 852 Chase Gwth Fd	P	2004-05-28	2011-05-17
471 459 Chase Gwth Fd	P	2004-05-28	2011-05-17
108 563 Chase Gwth Fd	P	2004-02-27	2011-05-17
750 125 Chase Gwth Fd	P	2004-02-27	2011-05-17
126 258 Chase Gwth Fd	P	2004-02-27	2011-05-17
420 610 Chase Gwth Fd	P	2004-02-27	2011-07-06
163 934 Chase Gwth Fd	P	2004-02-27	2011-07-19
1465 282 Chase Gwth Fd	P	2004-02-27	2011-07-29
637 101 Chase Gwth Fd	P	2004-09-30	2011-08-03
68 386 Chase Gwth Fd	P	2004-02-27	2011-08-03
141 041 Chase Gwth Fd	P	2004-01-30	2011-08-10
657 Chase Gwth Fd	P	2004-02-27	2011-08-10
7 859 Chase Gwth Fd	P	2004-09-30	2011-08-10
174 227 Chase Gwth Fd	P	2004-01-30	2011-08-10
10 520 Chase Gwth Fd	P	2004-09-30	2011-08-10

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)
3264 675 Chase Gwth Fd	P	2004-01-30	2011-08-10
197 111 Chase Gwth Fd	P	2004-09-30	2011-08-10
431 418 Chase Gwth Fd	P	2003-12-31	2011-08-10
26 047 Chase Gwth Fd	P	2004-09-30	2011-08-10
465 041 Chase Gwth Fd	P	2004-07-30	2011-08-10
518 532 Chase Gwth Fd	P	2003-12-31	2011-08-10
31 307 Chase Gwth Fd	P	2004-09-30	2011-08-10
697 Chase Gwth Fd	P	2004-09-30	2011-08-10
752 807 Chase Gwth Fd	P	2004-09-30	2011-08-10
37 334 Chase Gwth Fd	P	2004-09-30	2011-08-10
37 334 Chase Gwth Fd	P	2004-09-30	2011-08-10
157 634 Chase Gwth Fd	P	2005-04-29	2011-08-10
103 207 Chase Gwth Fd	P	2004-07-30	2011-08-10
167 152 Chase Gwth Fd	P	2004-07-30	2011-08-10
39 588 Chase Gwth Fd	P	2004-07-30	2011-08-10
39 588 Chase Gwth Fd	P	2004-07-30	2011-08-10
142 Alberto Culver Co New	P	2009-07-24	2011-05-11
356 American Eagle Outfitter	P	2009-07-24	2011-08-08
107 BJs Wholesale Club Inc	P	2009-07-24	2011-08-08
10 Best Buy Inc	P	2009-07-24	2011-03-25
19 Best Buy Inc	P	2009-07-24	2011-03-28
16 Best Buy Inc	P	2009-07-24	2011-03-30
20 Best Buy Inc	P	2009-07-24	2011-03-31
24 Best Buy Inc	P	2009-07-24	2011-04-01
142 Campbell Soup Co	P	2009-07-24	2011-08-04
56 Carbo Ceramics Inc	P	2009-07-24	2011-01-05
51 Carbo Ceramics Inc	P	2009-07-24	2011-01-11
178 CenturyLink Inc	P	2009-07-24	2011-02-16
71 Dionex Corp	P	2009-07-24	2011-05-17
125 Empire Dist Elec Co	P	2009-07-24	2011-07-26

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)
20 Empire Dist Elec Co	P	2009-07-24	2011-07-27
33 Empire Dist Elec Co	P	2009-07-24	2011-07-29
220 082 American Fds EuroPac Gwth Fd	P	2001-09-06	2011-08-10
71 Fluor Corp	P	2009-07-24	2011-02-23
4988 562 GMO Foreign Fd	P	2002-02-08	2011-05-10
94 265 GMO Foreign Fd	P	2002-03-08	2011-05-10
995 679 GMO Foreign Fd	P	2001-11-08	2011-05-10
6 978 GMO Foreign Fd	P	2005-07-05	2011-05-10
12 004 GMO Foreign Fd	P	2008-07-14	2011-05-10
129 960 GMO Foreign Fd	P	2005-07-05	2011-05-10
138 Gallagher Arthur J & Co	P	2009-07-24	2011-07-07
40 Gallagher Arthur J & Co	P	2009-07-24	2011-07-27
122 Glacier Bancorp Inc	P	2009-07-24	2011-09-23
49 Glacier Bancorp Inc	P	2009-07-24	2011-09-26
42 Glacier Bancorp Inc	P	2009-07-24	2011-09-27
124 Heinz H J Co	P	2009-07-24	2011-08-25
249 Horace Mann Educators Corp	P	2009-07-24	2011-06-13
71 Kellogg Co	P	2009-07-24	2011-11-29
26 Lockheed Martin Corp	P	2009-07-24	2011-08-29
27 Lockheed Martin Corp	P	2009-07-24	2011-08-30
107 McAfee Inc	P	2009-07-24	2011-03-01
124 Omnicom Group Inc	P	2009-07-24	2011-08-25
124 Pharmaceutical Prod Dev Inc	P	2009-07-24	2011-12-07
55 Pricesmart Inc	P	2009-07-24	2011-09-23
45 Pricesmart Inc	P	2009-07-24	2011-09-27
20 Pricesmart Inc	P	2009-07-24	2011-09-28
14 Pricesmart Inc	P	2009-07-24	2011-10-25
19 Pricesmart Inc	P	2009-07-24	2011-10-26
25 Pricesmart Inc	P	2009-07-24	2011-10-27
29 Quality Systems Inc	P	2009-07-24	2011-10-04

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)
20 Quality Systems Inc	P	2009-07-24	2011-10-05
19 Quality Systems Inc	P	2009-07-24	2011-10-06
39 Quality Systems Inc	P	2009-07-24	2011-10-07
178 Skywest Inc	P	2009-07-24	2011-07-18
163 8 Valley Natl Bancorp	P	2009-07-24	2011-05-31

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)
321	0	369	-48
495	0	562	-67
495	0	561	-66
619	0	705	-86
944	0	1,057	-113
914	0	1,024	-110
791	0	892	-101
791	0	892	-101
527	0	604	-77
976	0	1,123	-147
660	0	772	-112
947	0	1,090	-143
1,177	0	1,355	-178
1,177	0	1,354	-177
804	0	940	-136
2,310	0	2,226	84
547	0	526	21
724	0	694	30
3,145	0	3,016	129
2,155	0	2,569	-414
2,217	0	2,668	-451
743	0	889	-146
743	0	881	-138
841	0	964	-123
841	0	954	-113
3,543	0	3,878	-335
3,617	0	3,959	-342
10,000	0	11,413	-1,413
8,000	0	9,958	-1,958
3	0	3	0

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)
7,516	0	5,629	1,887
1,453	0	1,145	308
30	0	26	4
1,377	0	1,076	301
28	0	24	4
1,377	0	1,076	301
28	0	24	4
8,634	0	7,447	1,187
266	0	210	56
47,160	0	37,206	9,954
1,244	0	956	288
15,834	0	12,133	3,701
326	0	251	75
24,690	0	18,919	5,771
8,910	0	6,851	2,059
1,786	0	1,373	413
8,694	0	6,685	2,009
2,002	0	1,534	468
13,832	0	10,599	3,233
2,328	0	1,784	544
8,000	0	5,943	2,057
3,100	0	2,316	784
26,800	0	20,703	6,097
11,379	0	8,848	2,531
1,221	0	966	255
2,243	0	1,938	305
10	0	9	1
125	0	109	16
2,770	0	2,394	376
167	0	146	21

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)
51,908	0	44,850	7,058
3,134	0	2,737	397
6,860	0	5,917	943
414	0	362	52
7,394	0	6,262	1,132
8,245	0	7,112	1,133
498	0	435	63
11	0	10	1
11,970	0	10,455	1,515
594	0	518	76
594	0	518	76
2,506	0	2,176	330
1,641	0	1,390	251
2,658	0	2,251	407
629	0	533	96
629	0	533	96
5,325	0	3,634	1,691
4,014	0	5,297	-1,283
5,214	0	3,741	1,473
291	0	366	-75
560	0	694	-134
468	0	585	-117
574	0	731	-157
689	0	877	-188
4,615	0	4,335	280
5,690	0	2,266	3,424
5,153	0	2,064	3,089
7,658	0	5,443	2,215
8,414	0	4,579	3,835
2,551	0	2,326	225

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)
405	0	372	33
673	0	614	59
8,000	0	5,967	2,033
4,861	0	3,791	1,070
67,046	0	50,000	17,046
1,267	0	1,007	260
13,382	0	10,000	3,382
94	0	102	-8
161	0	181	-20
1,747	0	1,900	-153
4,008	0	3,068	940
1,137	0	889	248
1,129	0	1,862	-733
458	0	748	-290
414	0	641	-227
6,326	0	4,781	1,545
3,686	0	2,891	795
3,426	0	3,402	24
1,919	0	1,926	-7
1,993	0	2,000	-7
5,136	0	4,732	404
4,871	0	4,232	639
4,123	0	2,386	1,737
3,759	0	895	2,864
3,052	0	732	2,320
1,337	0	325	1,012
1,041	0	228	813
1,377	0	309	1,068
1,871	0	407	1,464
2,571	0	1,595	976

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)
1,779	0	1,100	679
1,694	0	1,045	649
3,443	0	2,145	1,298
2,155	0	2,116	39
2,213	0	1,946	267

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	
0	0	0	-48
0	0	0	-67
0	0	0	-66
0	0	0	-86
0	0	0	-113
0	0	0	-110
0	0	0	-101
0	0	0	-101
0	0	0	-77
0	0	0	-147
0	0	0	-112
0	0	0	-143
0	0	0	-178
0	0	0	-177
0	0	0	-136
0	0	0	84
0	0	0	21
0	0	0	30
0	0	0	129
0	0	0	-414
0	0	0	-451
0	0	0	-146
0	0	0	-138
0	0	0	-123
0	0	0	-113
0	0	0	-335
0	0	0	-342
0	0	0	-1,413
0	0	0	-1,958
0	0	0	0

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	
0	0	0	1,887
0	0	0	308
0	0	0	4
0	0	0	301
0	0	0	4
0	0	0	301
0	0	0	4
0	0	0	1,187
0	0	0	56
0	0	0	9,954
0	0	0	288
0	0	0	3,701
0	0	0	75
0	0	0	5,771
0	0	0	2,059
0	0	0	413
0	0	0	2,009
0	0	0	468
0	0	0	3,233
0	0	0	544
0	0	0	2,057
0	0	0	784
0	0	0	6,097
0	0	0	2,531
0	0	0	255
0	0	0	305
0	0	0	1
0	0	0	16
0	0	0	376
0	0	0	21

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	
0	0	0	7,058
0	0	0	397
0	0	0	943
0	0	0	52
0	0	0	1,132
0	0	0	1,133
0	0	0	63
0	0	0	1
0	0	0	1,515
0	0	0	76
0	0	0	76
0	0	0	330
0	0	0	251
0	0	0	407
0	0	0	96
0	0	0	96
0	0	0	1,691
0	0	0	-1,283
0	0	0	1,473
0	0	0	-75
0	0	0	-134
0	0	0	-117
0	0	0	-157
0	0	0	-188
0	0	0	280
0	0	0	3,424
0	0	0	3,089
0	0	0	2,215
0	0	0	3,835
0	0	0	225

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	
0	0	0	33
0	0	0	59
0	0	0	2,033
0	0	0	1,070
0	0	0	17,046
0	0	0	260
0	0	0	3,382
0	0	0	-8
0	0	0	-20
0	0	0	-153
0	0	0	940
0	0	0	248
0	0	0	-733
0	0	0	-290
0	0	0	-227
0	0	0	1,545
0	0	0	795
0	0	0	24
0	0	0	-7
0	0	0	-7
0	0	0	404
0	0	0	639
0	0	0	1,737
0	0	0	2,864
0	0	0	2,320
0	0	0	1,012
0	0	0	813
0	0	0	1,068
0	0	0	1,464
0	0	0	976

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	
0	0	0	679
0	0	0	649
0	0	0	1,298
0	0	0	39
0	0	0	267

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 COLLEGE61 S SANDUSKY STREET DELAWARE, OH 43015		Public	Educational	10,000
LINDSEY WILSON COLLEGE210 LINDSEY WILSON ST COLUMBIA, KY 42728		Public	Educational	5,000
ALICE LLOYD COLLEGE100 PURPOSE ROAD PIPPA PASSES, KY 41844		Public	Educational	3,000
COACHELLA VALLEY RESCUE MISSION47-518 VAN BUREN INDIO, CA 92201		Public	Charitable	20,000
STAN HYWET HALL & GARDENS714 N PORTAGE PATH AKRON, OH 44303		Public	Charitable	1,000
OPEN M941 PRINCETON ST AKRON, OH 44311		Public	Charitable	5,000
CUYAHOGA VALLEY CHRISTIAN ACADEMY4687 WYOGA LAKE ROAD CUYAHOGA FALLS, OH 44224		Public	Charitable	1,000
CALVIN TAYLOR FOUNDATIONBOX 51417 BOWLING GREEN, KY 42102		Public	Charitable	1,000
BETTY FORD CENTER FDN39000 BOB HOPE DRIVE RANCHO MIRAGE, CA 92270		Public	Charitable	5,000
BWF INC11460 PARKCHESTER DR DALLAS, TX 75230		Public	Charitable	4,000
CHAMPIONS FOR LIFEPO BOX 761101 DALLAS, TX 75376		Public	Charitable	2,500
NEW BIRTH OF FREEDOM BSAONE BADEN POWELL LANE MECHANICSBURG, PA 17055		Public	Charitable	500
LAKE TAHOE WILDLIFE CARE INC 1485 CHERRY HILLS CIRCLE SOUTH LAKE TAHOE, CA 96150		Public	Charitable	10,000
PILGRAM PLACE660 AVERY ROAD CLAREMONT, CA 91711		Public	Charitable	5,000
BRASS BAND OF THE WESTERN RESERVEPO BOX 3241 MASSILON, OH 44648		Public	Charitable	300
AKRON ROTARY FOUNDATION263 MILLCREEK DRIVE AKRON, OH 44307		Public	Educational	5,000
GLOBAL CONNECTION INTERNATIONAL9250 E COSTILLA AVE STE 600 GREENWOOD VILLAGE, CO 80112		Public	Charitable	1,000
CLEVELAND ORCHESTRA11001 EUCLID AVE CLEVELAND, OH 44106		Public	Charitable	1,500
DESERTARC73-225 COUNTRY CLUB DR PALM DESERT, CA 92260		Public	Charitable	250
PALM DESERT PRESBYTERIAN CHURCH47321 STATE HIGHWAY 74 PALM DESERT, CA 92260		Public	Religious	1,000
AKRONCANTON REGIONAL FOOD BK350 OPPORTUNITY PKWY AKRON, OH 44307		Public	Charitable	500
BILL GLASS CHAMPIONS FOR LIFE 1101 S CEDAR RIDGE DR DUNCANSVILLE, TX 75127		Public	Charitable	1,000
BURNHAM MINISTRIES INTERNATL PO BOX 811625 BOCA RATON, FL 33481		Public	Religious	500
FAR EAST BROADCASTING CO 15700 IMPERIAL HWY LA MIRADA, CA 90638		Public	Charitable	500
CORNERSTONE CHURCH2080 WINIFRED ST SIMI VALLEY, CA 93063		Public	Charitable	2,500
RICHARD EXLEY MINISTRIES INC 8252 S HARVARD AVE TULSA, OK 74137		Public	Religious	1,000
CHALLENGER CTR FOR SPACE SCIENCE300 N LEE ST 301 ALEXANDRIA, VA 22314		Public	Educational	2,500
GALILEE CENTER1030 S 6TH ST 5 COACHELLA, CA 92236		Public	Charitable	250
A PASTORAL CALL32486 BIRCHSHORE DR UNDERWOOD, MN 56586		Public	Religious	2,500
Total . . . . ▶ 3a				93,300

TY 2011 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			

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

TY 2011 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
Form 990PF Part IV Capital Gains & Losses		Purchased			567,850	459,548			108,302	

TY 2011 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	7,382
Abbott Labs	7,684	8,997
Allergan Inc	3,846	6,405
Allete Inc	4,493	5,961
American Financial Gp Inc	4,345	6,566
Amsurg Corp	3,720	4,635
Analog Devices Inc	13,254	12,523
Apache Corp	4,227	4,801
Avnet Inc	4,391	5,534
BMC Software Inc	4,866	4,655
Badger Meter Inc	3,421	2,619
Baker Hughes Inc	1,900	2,432
Bard C R Inc	5,077	6,071
Baxter International Inc	5,848	5,294
Becton Dickinso & Co	13,506	13,450
Brady Corp	3,536	3,915
Bristol Myers Squibb Co	4,943	8,140
CACI Internatl Inc	7,222	8,388
Caseys General Stores Inc	4,979	9,169
Church & Dwight Inc	5,471	8,511
Clorox Co	3,699	4,127
Coach Inc	4,690	9,766
ConocoPhillips	7,135	9,473
Cubic Corp	2,845	3,095
DST Systems Inc	3,075	3,232
Darden Restaurants Inc	3,017	4,102
Dentsply Intl Inc	4,340	4,969
EQT Corp	4,640	6,794
Emerson Electric Co	5,226	6,616
Equifax Inc	6,515	7,089
Family Dollar Stores Inc	4,418	8,188
Finish Line Inc	5,235	5,207
Gardner Denver Inc	4,068	10,943
General Dynamics Corp	6,344	6,641
Global Payments Inc	5,523	6,159
Graco Inc	3,812	6,215
Hawaiian Elec Industries	3,071	4,713
Helmerich & Payne Inc	4,846	8,287
Honeywell Intl Inc	6,050	9,674
Hormel Foods Corp	5,742	9,373
Intel Corp	7,218	8,730
J&J Snack Foods Corp	8,278	8,525
Johnson & Johnson	4,367	4,656
Johnson Controls Inc	3,992	5,002
Kaydon Corp	12,066	9,760
Kimberly Clark Corp	6,208	7,871
Kohls Corp	11,783	10,857
Kraft Foods Inc	3,487	4,633
Laboratory Corp Amer Hldgs	4,870	6,104
Lancaster Colony Corp	7,413	9,014
Landauer Inc	4,778	3,657
Lowes Co Inc	3,124	3,604
Mastercard Inc	7,041	7,456
Matthews Intl Corp	3,057	3,174
McCormick & Co Inc	4,685	7,160
McGraw Hill Co Inc	2,310	3,193
Merck & Co Inc	5,997	7,540
Microchip Technology Inc	4,811	6,520
Murphy Oil Corp	9,353	7,804
Nextera Energy Inc	4,264	4,322
Nordson Corp	6,315	11,695
Novartis AG	7,177	7,375
Occidental Petroleum Corp	5,567	7,028
Oracle Corp	4,756	5,463
Otter Tail Corp	3,094	2,730
Owens & Minor Inc	4,000	3,724
Park Electrochemical Corp	5,103	5,457
Patterson Companies Inc	4,295	5,255
Paychex Inc	4,664	5,360
Pepsico Inc	10,603	11,744
Pfizer Inc	5,867	7,704
Piedmont Natural Gas Inc	3,549	4,825
Qlogic Corp	7,535	7,200
Qualcomm Inc	8,256	9,299
Raymond James Financial Serv	4,325	6,873
Royal Dutch Shell PLC	11,672	12,162
Schein Henry Inc	5,363	6,894
Sensient Technologies Corp	7,172	9,854
Sigma Aldrich Corp	9,888	11,867
Smucker J M Co	2,681	4,143
Snyders Lance	4,022	4,163
Southern Copper Corp	3,638	4,286
Standex Intl Corp	9,392	12,643
Steris Corp	7,890	7,753
Syntel Inc	4,574	5,799
Sysco Corp	3,686	4,693
Techne Corp	4,435	4,846
Thermo Fisher Scientific Inc	4,750	4,812
Tidewater Inc	5,239	5,423
Tiffany & Co New	3,196	7,090
Tim Hortons Inc	3,835	6,876
United Natural Foods Inc	3,720	5,681
United Parcel Serv Inc	2,830	3,879
Valueclick Inc	8,101	8,308
Westwood Holdings Gp Inc	2,030	2,083
Wolverine World Wide Inc	4,459	6,415
World Fuel Serv Corp	4,058	8,228
Xilinx Inc	10,104	13,145
Bunge Limited	6,104	5,148

TY 2011 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		96,145	157,122
EuroPacific Growth Fund		43,024	58,096
T Rowe Price Growth Stk Fd		88,587	84,150
Templeton Inst Foreign Equity Fd		73,931	57,947
Touchstone Intermediate Fixed Income Fd		433,313	448,783
Vanguard Intermediate Term Inv Grade Fd		15,837	18,246
Vanguard Short Term Inv Grade Fd		35,154	36,586

TY 2011 Other Decreases Schedule

Name: LAWRENCE A APPLEY FOUNDATION

EIN: 13-6119187

Description	Amount
Differences due to rounding	4

TY 2011 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	250		

TY 2011 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	955		

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TY 2011 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	6,918			
Bryn Mawr Tr Co Investment Mgmt	9,374			

TY 2011 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	161	161		
Foreign Tax Withholding	36	126		