Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 07/01 , 2014, and ending 06/30, 2015

Name of foundation: THE PILGRIM FOUNDATION 1212-07-4/9

A Employer identification number: 23-2955610

Number and street (or P O box number if mail is not delivered to street address): C/O GLENMEDE TRUST CO., 1650 MARKET ST.,

Room/suite: 1200

B Telephone number (see instructions): 215-419-6000

City or town, state or province, country, and ZIP or foreign postal code: PHILADELPHIA, PA 19103-7391

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 22,807,453.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ______
(Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	265,713.	265,713.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	623,251.			
	b Gross sales price for all assets on line 6a 4,203,497.				
	7 Capital gain net income (from Part IV, line 2)		623,251.		
	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)	196,007.	211,920.		STMT 4
	12 **Total.** Add lines 1 through 11	1,084,971.	1,100,884.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	96,621.			96,621.
	15 Pension plans, employee benefits	7,507.			7,507.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	10,000.	NONE	NONE	10,000.
	c Other professional fees (attach schedule) STMT 6	70,032.	64,032.		6,000.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 7	71,224.	4,330.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	1,996.	998.		998.
	21 Travel, conferences, and meetings	8,944.			8,944.
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 8	36,979.			36,979.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	303,303.	69,360.	NONE	167,049.
	25 Contributions, gifts, grants paid	886,500.			886,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,189,803.	69,360.	NONE	1,053,549.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-104,832.			
	b **Net investment income** (if negative, enter -0-)		1,031,524.		
	c **Adjusted net income** (if negative, enter -0-)				

SCANNED MAY 2 5 2016

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	744,429.	593,570.	593,570.
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	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)	18,267,296.	18,608,187.	22,213,883.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶	2,674.		
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	19,014,399.	19,201,757.	22,807,453.
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)		NONE	
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	19,014,399.	19,201,757.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	19,014,399.	19,201,757.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	19,014,399.	19,201,757.	

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	19,014,399.
2	Enter amount from Part I, line 27a	2	-104,832.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	292,190.
4	Add lines 1, 2, and 3	4	19,201,757.
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	19,201,757.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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	4,203,497.		3,580,246.	623,251.
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				623,251.
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** 623,251.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . **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 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))
2013	673,801.	19,832,667.	0.033974
2012	771,620.	14,853,665.	0.051948
2011	848,709.	15,853,164.	0.053536
2010	632,573.	14,899,340.	0.042456
2009	482,125.	12,864,294.	0.037478

2	**Total** of line 1, column (d)	2	0.219392
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	0.043878
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	23,213,113.
5	Multiply line 4 by line 3	5	1,018,545.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,315.
7	Add lines 5 and 6	7	1,028,860.
8	Enter qualifying distributions from Part XII, line 4	8	1,053,549.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	10,315.
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	
3	Add lines 1 and 2	3	10,315.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	10,315.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . 6a 35,800.		
b	Exempt foreign organizations - tax withheld at source . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c NONE		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments Add lines 6a through 6d	7	35,800.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	13.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	25,472.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 25,472. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: *(1) On the foundation.* ▶ $ 0 *(2) On foundation managers.* ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 10 Telephone no ▶

Located at ▶ ZIP+4 ▶

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 2014, 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		

See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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.

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

			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 instructions)?	1b		X
	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 2014?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No

If "Yes," list the years ▶ ____, ____, ____, ____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ ____, ____, ____, ____

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

			Yes	No
b	If "Yes," did it have excess business holdings in 2014 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 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?. . . . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see 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 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: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE SCHEDULE ATTACHED		-0-	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . . ▶ NONE

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 instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
GLENMEDE TRUST CO , N.A	INVESTMENT&ADMIN	76,684.
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	23,089,500.
b	Average of monthly cash balances	1b	477,112.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	23,566,612.
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	NONE
3	Subtract line 2 from line 1d	3	23,566,612.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	353,499.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,213,113.
6	**Minimum investment return.** Enter 5% of line 5	6	1,160,656.

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

1	Minimum investment return from Part X, line 6	1	1,160,656.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 10,315.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	10,315.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,150,341.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,150,341.
6	Deduction from distributable amount (see instructions)	6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,150,341.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,053,549.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,053,549.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	10,315.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,043,234.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,150,341.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			807,997.	
b Total for prior years 20 12 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2014.				
a From 2009 ...... NONE				
b From 2010 ...... NONE				
c From 2011 ...... NONE				
d From 2012 ...... NONE				
e From 2013 ...... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 1,053,549.				
a Applied to 2013, but not more than line 2a			807,997.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				245,552.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				904,789.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2010 ... NONE				
b Excess from 2011 ... NONE				
c Excess from 2012 ... NONE				
d Excess from 2013 ... NONE				
e Excess from 2014 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

GARY L. PILGRIM

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 SCHEDULE ATTACHED				886,500.
Total . . . . . . ▶ **3a**				886,500.
b *Approved for future payment*				
N/A				
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 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	265,713.	
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			14	196,007.	
8 Gain or (loss) from sales of assets other than inventory			18	623,251.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,084,971.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 1,084,971.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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) is based on all information of which preparer has any knowledge

▶ [signature] | 5/4/2016 | ▶ Chairman

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
YONG SHUAI, CPA	[signature]	5/3/2016		P01321359
Firm's name ▶ THE GLENMEDE TRUST COMPANY, N.A.			Firm's EIN ▶ 32-0274136	
Firm's address ▶ 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391			Phone no 215-419-6000	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABORATORIES	157.	157.
ALLERGAN INC	2.	2.
ALTRIA GROUP INC	258.	258.
AMERICAN EXPRESS CO.	68.	68.
AMPHENOL CORP-CL A	57.	57.
APPLE COMPUTER INC.	172.	172.
ASTRAZENECA GROUP PLC - SPONS ADR	59.	59.
BLACKROCK FLOATING RATE INCOME DTD 10/1/	2,569.	2,569.
BLACKROCK STRATEGIC INCOME OPP DTD 11/1/	12,354.	12,354.
BOEING CO.	270.	270.
CAMPBELL SOUP CO.	87.	87.
CHEVRON CORP	182.	182.
CISCO SYSTEMS	267.	267.
CONOCOPHILLIPS COM	139.	139.
DFA INTERNATIONAL CORE EQUITY	21,979.	21,979.
DFA EMERG MKTS CORE EQUITY	8,384.	8,384.
DFA US LARGE CAP EQUITY PORTFOLIO	4,202.	4,202.
DANAHER CORP	30.	30.
DISCOVER FINANCIAL SERVICES	91.	91.
DREYFUS GLOBAL REAL ESTATE SECURITIES FD	28,603.	28,603.
EMERSON ELECTRIC CO.	63.	63.
FRANKLIN RESOURCES INC.	120.	120.
GMO QUALITY FUND IV	18,976.	18,976.
GLENMEDE FUND INC-GOVT CASH PORTFOLIO DT	42.	42.
GLENMEDE FUND INC-CORE FIXED INCOME PORT	29,999.	29,999.
GLENMEDE FUND INC-ADVISOR SMALL CAP VALU	186.	186.
GLENMEDE INTL SECURED OPTIONS PORT	10,573.	10,573.
GLENMEDE FUND INC SECURED OPTIONS	7,621.	7,621.
GLENMEDE LARGE CAP CORE FUND	7,576.	7,576.
GLENMEDE FUND INC-LARGE CAP VALUE PORT	25,581.	25,581.
W W GRAINGER INC	64.	64.
HALLIBURTON CO.	68.	68.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HANESBRANDS INC	90.	90.
OAKMARK INTERNATIONAL FD I	12,272.	12,272.
HELMERICH & PAYNE INC.	158.	158.
HOME DEPOT INC.	230.	230.
HUBBELL (HARVEY) INC CLASS B	73.	73.
JP MORGAN CHASE & CO	284.	284.
JOHNSON & JOHNSON	169.	169.
KIMBERLY CLARK CORP.	221.	221.
LEGG MASON BW GLOBAL OP BD-IS	14,975.	14,975.
ELI LILLY & CO.	275.	275.
LONGLEAF PARTNERS FUND	2,072.	2,072.
MASTERCARD INC-CL A	39.	39.
MEDTRONIC INC.	93.	93.
NETAPP INC	117.	117.
OCCIDENTAL PETROLEUM CORP.	151.	151.
ORACLE CORP	137.	137.
PNC FINANCIAL SERVICES GROUP INC	159.	159.
PARKER-HANNIFIN CORP.	122.	122.
PATTERSON COS INC	136.	136.
PEPSICO INC.	267.	267.
PIMCO ALL ASSETS AUTH -IS	2,645.	2,645.
T ROWE PRICE INST EMERGING STOCK FD	5,335.	5,335.
T ROWE PRICE GROUP INC	569.	569.
RAYTHEON COMPANY	234.	234.
ROCHE HOLDINGS LTD-SPONS ADR	176.	176.
ROSS STORES INC	82.	82.
ROYCE SPECIAL EQUITY FUND -IN	2,692.	2,692.
SCHLUMBERGER LTD.	127.	127.
SCRIPPS NETWORKS INTERAC	87.	87.
STATE STREET CORP	21.	21.
TEMPLETON GLOBAL BOND FUND	23,398.	23,398.
THORNBURG INTL VALUE FD-I	5,981.	5,981.
U S BANCORP	169.	169.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VANGUARD PRIMECAP FUND ADMIRAL SHARES	10,334.	10,334.
WAL MART STORES INC.	248.	248.
WELLS FARGO CO	214.	214.
WESTERN DIGITAL CORP.	146.	146.
ACCENTURE PLC	219.	219.
MEDTRONIC PLC SHS	34.	34.
ACE LTD	163.	163.
TOTAL	265,713.	265,713.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME ON K-1S	211,920.	211,920.
UBTI REPORTED ON 990-T	-15,913.	
TOTALS	196,007.	211,920.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	10,000.			10,000.
TOTALS	10,000.	NONE	NONE	10,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT-PRAIRIE CAPITAL	3,348.	3,348.	
INVESTMENT-GLENMEDE	60,684.	60,684.	
PHLANTHROPIC ADVISORY-GLENMEDE	6,000.		6,000.
TOTALS	70,032.	64,032.	6,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	26.	26.
FEDERAL TAX PAYMENT - PRIOR YE	31,094.	
FEDERAL ESTIMATES - PRINCIPAL	35,800.	
FOREIGN TAXES ON QUALIFIED FOR	3,348.	3,348.
FOREIGN TAXES ON NONQUALIFIED	956.	956.
TOTALS	71,224.	4,330.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
D&O INSURANCE	2,976.	2,976.
ADP SALARY PROCESSING FEE	1,321.	1,321.
CONSULTING FOR NEEMA PROJECT-T	1,267.	1,267.
HARTFORD INSURANCE	1,079.	1,079.
MISC EXPENSES ON AMERICAN EXPR	21,080.	21,080.
MISC EXPENSES ON CAPITAL ONE	9,256.	9,256.
TOTALS	36,979.	36,979.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
DISTRIBUTIONS FROM VANGUARD		277,183.
MISC ADJUSTMENT		15,007.
	TOTAL	292,190.

STATEMENT 9

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF

NAME: THE GLENMEDE TRUST CO., N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

STATEMENT 10

FORM 990PF, PART XV - LINES 2a - 2d
=================================

RECIPIENT NAME:
  SEE SCHEDULE ATTACHED
FORM, INFORMATION AND MATERIALS:
  SEE SCHEDULE ATTACHED
SUBMISSION DEADLINES:
  SEE SCHEDULE ATTACHED
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  SEE SCHEDULE ATTACHED

THE PILGRIM FOUNDATION
E.I.N. 23-2955610
TAX YEAR ENDING 6/30/2015

ATTACHMENTS PAGE 10 FORM 990-PF
PART XV - 2a THROUGH 2d

2a GARY L PILGRIM
C/O THE GLENMEDE TRUST COMPANY, N A
1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391
215-419-6000

2b a PROMOTIONAL MATERIALS THAT EXPRESS THE MISSION OF THE ORGANIZATION (MISSION STATEMENT, PURPOSE AND HISTORY)

b IRS TAX EXEMPTION LETTER/PROOF OF 501(c)(3) DESIGNATION

c CURRENT FORM 990

d PREVIOUS YEAR'S BUDGET (PROJECTED VERSUS ACTUAL, ALL ON ONE PAGE PLEASE)

e CURRENT BUDGET

f AUDITIED FINANCIAL STATEMENTS

g STATEMENT OF CHRISTIAN FAITH

h LIST OF BOARD MEMBERS, WITH OCCUPATIONS AND AND CONTACT INFORMATION

i DESCRIPTION OF CURRENT NEEDS WITH APPLICABLE HISTORY AND RESEARCH

j PAST MAJOR CONTRIBUTORS

2c NONE

2d NONE

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

ATTACHMENT TO PART II BALANCE SHEET OF FORM 990-PF TAX ID: 23-2955610

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
Cash & Reserves										
507495	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GTGXX)		1.00	507,495	1.00	507,495		0	0.00	
-15179+	Cash		1.00	15,178-	1.00	15,178-		0	0.00	
Cash & Reserves Total				492,317		492,317		0	0.00	
Fixed Income										
Other Taxable Bond Mutual Funds										
166641+	GLENMEDE FUND INC-CORE FIXED INCOME PORTFOLIO (GTCGX)		11.23	1,870,911	11.17	1,861,378	9,533-	40,994	2.20	#
32833+	LEGG MASON BW GLOBAL OP BD-IS (GOBSX)		11.00	361,298	10.32	338,837	22,461-	18,157	5.36	#
29126+	TEMPLETON GLOBAL BOND FUND (FBNRX)		12.97	377,893	12.21	355,628	22,266-	11,942	3.36	#
35146+	BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013 (BSIIX)		10.36	364,197	10.08	354,269	9,927-	8,018	2.26	#
	Total			2,974,299		2,910,112	64,187-	79,111	2.72	
Fixed Income Total				2,974,299		2,910,112	64,187-	79,111	2.72	
Equities										
Basic Industries										

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
135	BOEING CO. (BA)		138.58	18,708	138.72	18,727	19	491	2.62	#
130	DANAHER CORP (DHR)		79.23	10,300	85.59	11,127	827	70	0.63	#
55	W W GRAINGER INC (GWW)		236.31	12,997	236.65	13,016	18	257	1.98	#
75	PARKER-HANNIFIN CORP. (PH)		116.88	8,766	116.33	8,725	41-	189	2.17	#
185	RAYTHEON COMPANY (RTN)		98.86	18,290	95.68	17,701	589-	496	2.80	#
	Total			69,061		69,296	233	1,503	2.17	
Consumer Discretionary										
290	DOLLAR TREE INC (DLTR)		68.88	19,976	78.99	22,907	2,931	0	0.00	#
155	GARTNER GROUP CLASS A (IT)		71.32	11,055	85.78	13,296	2,240	0	0.00	#
330	HANESBRANDS INC (HBI)		24.93	8,226	33.32	10,996	2,770	132	1.20	#
170	HOME DEPOT INC. (HD)		95.50	16,235	111.13	18,892	2,657	401	2.12	#
220	MEDTRONIC PLC SHS (MDT)		76.20	16,764	74.10	16,302	462-	334	2.05	#
310	ROSS STORES INC (ROST)		45.34	14,055	48.61	15,069	1,014	146	0.97	#
185	SCRIPPS NETWORKS INTERAC (SNI)		73.37	13,574	65.37	12,093	1,480-	170	1.41	#
	Total			99,885		109,555	9,671	1,183	1.08	
Consumer Staples										
280	CAMPBELL SOUP CO. (CPB)		45.39	12,709	47.65	13,342	633	349	2.62	#
170	PEPSICO INC. (PEP)		91.04	15,477	93.34	15,868	391	478	3.01	#
240	WAL MART STORES INC. (WMT)		79.09	18,982	70.93	17,023	1,959-	470	2.76	#
	Total			47,168		46,233	935-	1,297	2.81	
Energy										
110	CHEVRON CORP (CVX)		108.45	11,930	96.47	10,612	1,318-	471	4.44	#
255	HALLIBURTON CO (HAL)		43.19	11,014	43.07	10,983	31-	184	1.67	#
100	HELMERICH & PAYNE INC. (HP)		73.03	7,303	70.42	7,042	261-	275	3.91	#

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
175	SCHLUMBERGER LTD. (SLB)		88.69	15,521	86.19	15,083	438-	350	2.32	#
	Total			45,768		43,720	2,047-	1,280	2.93	
Financials										
175	AMERICAN EXPRESS CO. (AXP)		83.11	14,545	77.72	13,601	944-	203	1.49	#
145	DISCOVER FINANCIAL SERVICES (DFS)		54.82	7,949	57.62	8,355	406	162	1.94	#
200	FRANKLIN RESOURCES INC. (BEN)		53.06	10,612	49.03	9,806	806-	120	1.22	#
315	JPMORGAN CHASE & CO (JPM)		56.65	17,844	67.76	21,344	3,500	554	2.60	#
170	PNC FINANCIAL SERVICES GROUP (PNC)		89.15	15,156	95.65	16,261	1,105	347	2.13	#
180	T ROWE PRICE GROUP INC (TROW)		80.83	14,549	77.73	13,991	558-	374	2.68	#
270	US BANCORP (USB)		40.61	10,965	43.40	11,718	753	275	2.35	#
220	WELLS FARGO CO (WFC)		49.11	10,804	56.24	12,373	1,569	330	2.67	#
	Total			102,424		107,449	5,025	2,365	2.20	
Health Care										
270	ABBOTT LABORATORIES (ABT)		43.84	11,836	49.08	13,252	1,415	259	1.96	#
155	JOHNSON & JOHNSON (JNJ)		100.89	15,638	97.46	15,106	532-	465	3.08	#
110	LABORATORY CORP OF AMERICA HOLDINGS (LH)		112.85	12,414	121.22	13,334	920	0	0.00	#
225	ELI LILLY & CO. (LLY)		64.90	14,602	83.49	18,785	4,183	450	2.40	#
265	PATTERSON COS INC (PDCO)		45.49	12,056	48.65	12,892	836	233	1.81	#
350	ROCHE HOLDINGS LTD SPONSORED ADR (RHHBY)		35.35	12,372	35.04	12,265	106-	289	2.36	#
105	WATERS CORP (WAT)		118.38	12,430	128.38	13,480	1,050	0	0.00	#
	Total			91,348		99,114	7,766	1,696	1.71	

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
Technology										
140	ACCENTURE PLC (ACN)		84.96	11,894	96.78	13,549	1,655	286	2.11	#
245	AMPHENOL CORP-CL A (APH)		49.11	12,033	57.97	14,203	2,170	123	0.86	#
140	APPLE INC. (AAPL)		99.56	13,938	125.43	17,560	3,621	291	1.66	#
625	CISCO SYSTEMS (CSCO)		25.55	15,968	27.46	17,163	1,194	525	3.06	#
245	COGNIZANT TECH SOLUTIONS CRP (CTSH)		53.93	13,212	61.09	14,967	1,755	0	0.00	#
115	MASTERCARD INC-CL A (MA)		83.78	9,635	93.48	10,750	1,115	74	0.68	#
430	ORACLE CORP (ORCL)		38.56	16,581	40.30	17,329	748	258	1.49	#
165	WESTERN DIGITAL CORP. (WDC)		85.92	14,177	78.42	12,939	1,238-	330	2.55	#
	Total			107,438		118,460	11,021	1,887	1.59	
Other Assets										
100	ACE LTD (ACE)		106.37	10,637	101.68	10,168	469-	268	2.64	#
	Total			10,637		10,168	469-	268	2.64	
U S Mutual Funds										
24676+	DFA EMERG MKTS CORE EQUITY (DFCEX)		18.43	454,859	19.29	476,008	21,149	8,785	1.85	#
55456+	DFA US LARGE CAP EQUITY PORTFOLIO (DUSQX)		12.74	706,399	12.96	718,714	12,315	11,479	1.60	#
8408+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO (GTCSX)		25.03	210,423	27.30	229,533	19,110	160	0.07	#
37238+	GLENMEDE FUND INC SECURED OPTIONS (GTSOX)		11.42	425,293	12.28	457,277	31,984	0	0.00	*#
31051+	GLENMEDE FUND INC-LARGE CAP VALUE PORTFOLIO (GTMEX)		11.38	353,435	11.73	364,227	10,792	1,987	0.55	*#

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
32341+	GLENMEDE LARGE CAP CORE FUND (GTLOX)		19.24	622,395	22.28	720,560	98,165	7,018	0.97	#
22096+	GMO QUALITY FUND IV (GQEFX)		23.81	526,081	22.21	490,745	35,336-	11,070	2.26	#
10075+	ROYCE SPECIAL EQUITY FUND -IN (RSEIX)		23.45	236,242	22.61	227,799	8,444-	1,491	0.65	#
6465+	VANGUARD PRIMECAP FUND ADMIRAL SHARES (VPMAX)		93.93	607,330	107.33	693,938	86,608	9,071	1.31	#
	Total			4,142,457		4,378,801	236,344	51,061	1.17	
International Mutual Funds										
76373+	DFA INTERNATIONAL CORE EQUITY (DFIEX)		12.49	953,524	12.32	940,920	12,605-	23,676	2.52	#
29842+	GLENMEDE INTL SECURED OPTIONS PORT (NOVIX)		10.53	314,106	10.43	311,248	2,857-	5,431	1.74	*#
18679+	OAKMARK INTERNATIONAL FD I (OAKIX)		25.52	476,640	24.58	459,118	17,523-	9,433	2.05	#
16021	VANGUARD FTSE ALL-WORLD EX-U (VEU)		49.00	784,957	48.55	777,820	7,137-	21,885	2.81	#
	Total			2,529,227		2,489,106	40,122-	60,425	2.43	
Equities Total				7,245,413		7,471,902	226,488	122,965	1.65	
Other										
Alternative Assets										
54474+	DREYFUS GLOBAL REAL ESTATE SECURITIES FD (DRLIX)		8.05	438,575	8.84	481,552	42,977	12,801	2.66	#
350000	GLENMEDE PRIVATE INF VIII-B UNF COMMIT		0.00	0	0.00	0		0	0.00	#

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
150000	GLENMEDE PRIVATE INVESTMENT FUND VIII-B		1.00	150,000	1.00	150,000		0	0.00	
9812+	INDEPENDENCE GLOBAL FUND		101.92	539,220	113.87	1,117,295	578,075	0	0.00	#
4982+	LTD		100.35	500,000	115.51	575,546	75,546	0	0.00	#
37473+	PIMCO ALL ASSETS AUTH -IS (PAUIX)		9.34	350,000	8.98	336,510	13,490-	19,149	5.69	#
11613	UNITED STATES COMMODITY INDEX (USCI)		56.37	557,288	47.17	547,785	9,503-	0	0.00	#
	Total			2,535,083		3,208,688	115,507	31,950	1.00	
Other Assets										
9356+	BROADSTONE NET LEASE INC		62.55	585,182	73.00	682,970	97,788	45,469	6.66	#
	Total			585,182		682,970	97,788	45,469	6.66	
Other Total				3,678,363		3,891,658	213,296	77,419	1.99	
Reported At Client Direction										
8855+	ECF VALUE FUND INTERNATIONAL LTD		0.00	700,000	104.64	926,603	226,603	0	0.00	#
231671	FLINT HILLS CEC OPPORTUNITY LP		0.69	160,000	1.23	284,834	124,834	0	0.00	#
247349	FLINT HILLS PRIVATE EQUITY III LP		0.24	60,000	1.71	423,031	363,031	0	0.00	#
417157+	LARSEN MACCOLL PARTNERS II LP		1.00	232,113	0.60	250,231	166,926-	0	0.00	#
854365	LEGACY VENTURE V LLC		0.19	720,816	1.26	1,078,803	357,987	0	0.00	#
509007	LEGACY VENTURE VI QP LLC		0.69	573,913	1.73	880,512	306,599	0	0.00	#
422+	LEVCO PARTNERS LP		0.00	7,346	97.85	41,310	33,964	0	0.00	#
13331+	MARATHON SECURITIZED CREDIT FUND LTD		23.65	315,240	117.79	1,570,185	1,254,945	0	0.00	#

COMBINED STATEMENT OF ASSETS
THE PILGRIM FOUNDATION IM
06/30/15
1212-07-4/9

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield	
508+	MARATHON STRUCTURED FINANCE FUND LTD		0.00	212,046	162.26	82,471	-129,575	0	0.00	#
1886425+	SANDPIPER CAPITAL INVESTMENTS		0.00	2,079,451	1.00	1,882,245	-197,206	0	0.00	
679+	SYMMETRY PEAK LTD		0.00	52,401	140.31	95,264	42,863	0	0.00	
279190	THIRTEEN PARTNERS PRIVATE		1.00	256,137	1.51	422,763	166,626	0	0.00	
Reported At Client Direction Total				5,264,661		7,938,252	2,373,745	0	0.00	
								0	0.00	
Grand Total				19,201,757		22,807,452	3,605,695	279,495	1.23	

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
\# INDICATES MULTIPLE TAX LOTS
\+ FRACTIONAL SHARE EXISTS

THE PILGRIM FOUNDATION
E.I.N. 23-2955610
TAX YEAR ENDING 6/30/2015

ATTACHMENTS PAGE 6 FORM 990-PF
PART VIII LIST OF OFFICERS, DIRECTORS, TRUSTEES, ETC.

NAME AND ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPEN-SATION	EXPENSE ACCT	EMPLOYEE BEN PLAN CONTRIB
1. GARY L. PILGRIM C/O THE GLENMEDE TRUST COMPANY 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	PRESIDENT/ DIRECTOR	5	0	0	0
2. SUZANNE T. DANIEL C/O THE GLENMEDE TRUST COMPANY 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	ASSOC DIRECTOR E.V.P.	10	0	0	0
3. STEVEN PILGRIM C/O THE GLENMEDE TRUST COMPANY 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	SECRETARY/ DIRECTOR	1	0	0	0
4. MARC DANIEL C/O THE GLENMEDE TRUST COMPANY 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391	DIRECTOR	1	0	0	0

The Pilgrim Foundation

FYE 2015 Grants made as of 6/30/15

ATTACHMENT TO PART XV OF FORM 990-PF
TAX ID: 23-2955610

Organization	Amount	Purpose of Grant	Date Paid	Program Area
Alliance Defending Freedom Fund	$30,000.00	General Charitable Purposes	5/27/2015	Legacy Funding
Apparent Project	$1,000.00	General Charitable Purposes	5/27/2015	Other
Baptist Bible College	$15,000.00	General Charitable Purposes	3/23/2015	Education
Bethany Christian Services	$10,000.00	Post Release Services for Unaccompanied Children Outreach	1/21/2015	Orphan Care
Bethany Christian Services of the Greater DE Valley	$40,000.00	General Charitable Purposes	12/23/2014	Life Affirming Adoption
Bridge Academy	$15,000.00	General Charitable Purposes	4/8/2015	Youth
Bridge of Hope Lancaster and Chester Counties	$12,500.00	General Charitable Purposes	3/20/2015	Housing
Bridge of Hope National	$6,000.00	General Charitable Purposes	4/8/2015	Housing
Christian Alliance for Orphans	$2,500.00	General Charitable Purposes	12/23/2014	Orphan Care
Christian Veterinary Mission	$18,000.00	General Operating Support for Dr. Kelly Crowdis work in Haiti ($15,000) and for her personal expenses ($3,000)	12/23/2014	Youth Education
Christian Veterinary Mission	$10,000.00	For general operating expenses for CVM's home office use.	5/14/2015	Other
Christian Veterinary Mission	$35,000.00	For the annual support for Amy and Shad Wilkerson, the matching grant to be given to Amy and Shad once secured New support	5/28/2015	Other
Crosby Fund for Haitian Education, Inc.	$10,000.00	General Charitable Purposes	12/23/2014	Education
Cure International	$25,000.00	General Charitable Purposes.	5/15/2015	Medical
Delaware County Christian School	$25,000.00	General Charitable Purposes. We are happy to see the growth in the development fundraising team and efforts! Please accept this award towards general funding to be used at your discretion.	4/9/2015	Youth
Delaware County Christian School	$5,000.00	General Charitable Purposes.	5/4/2015	Youth

The Pilgrim Foundation

FYE 2015 Grants made as of 6/30/15

Organization	Amount	Purpose of Grant	Date Paid	Program Area
Forgotten Voices	$50,000.00	Matching Funds	7/31/2014	Orphan Care
Forgotten Voices	$5,000.00	For the Hope Chapel Water Project as discussed with Emilee Daniel and Ryan Keith. This award is part of our Next Generation Grant program	6/23/2015	Orphan Care
Gifted Education Foundation Corp	$10,000.00	General Charitable Purposes	6/29/2015	Other
Good Works, Inc.	$15,000.00	General Charitable Purposes	5/14/2015	Housing
Heartline Foundation	$25,000.00	General Charitable Purposes	1/21/2015	Women & Babies Medical
Hillsdale College	$30,000.00	General Charitable Purposes	5/27/2015	Legacy Funding
Hope International	$20,000.00	General Charitable Purposes	12/23/2014	Small Business Investment
International Justice Mission	$25,000.00	General Charitable Purposes	12/23/2014	Legal Defense Trafficking
International Justice Mission	$10,000.00	General Charitable Purposes.	5/4/2015	Legal Defense
Jill's House	$10,000.00	General Charitable Purposes	6/29/2015	Other
K9 Navigators Assistance Dogs, Inc.	$10,000.00	General Charitable Purposes	5/5/2015	Other
Lifesong for Orphans	$10,000.00	General Charitable Purposes	5/14/2015	Adoption
Love Without Boundaries	$20,000.00	General Charitable Purposes	1/21/2015	Orphan Care Medical
Mango Fund, Inc.	$5,000.00	General Charitable Purposes.	5/28/2015	Next Generation
Mission Aviation Fellowship	$1,500.00	General Charitable Purposes	6/4/2015	Other
Mission Aviation Fellowship	$10,000.00	General Charitable Purposes	6/22/2015	Other
Mom's House Inc.	$10,000.00	$5,000 is for general funding and $5,000 is for a challenge grant for matching funds - please instruct us in your plan to accomplish this challenge with existing and new donors	4/9/2015	Youth
Mosaic SA	$20,000.00	General Charitable Purposes	12/23/2014	Housing Orphan Care

The Pilgrim Foundation

FYE 2015 Grants made as of 6/30/15

Organization	Amount	Purpose of Grant	Date Paid	Program Area
Mosaic SA	$15,000.00	General Charitable Purposes	6/5/2015	Housing
North Star Initiative	$15,000.00	General Charitable Purposes	6/23/2015	Other
Operation Mobilization HAITI	$10,000.00	Restricted for the OM Caribbean work in Haiti.	5/27/2015	Hunger
Praxis, Inc.	$10,000.00	General Charitable Purposes	6/4/2015	Other
Preemptive Love Coalition	$20,000.00	General Charitable Purposes	12/23/2014	Medical
Preemptive Love Coalition	$10,000.00	General Charitable Purposes	5/18/2015	Medical
Project Purr	$25,000.00	General Charitable Purposes	3/23/2015	Legacy Funding
Restavek Freedom	$20,000.00	General Charitable Purposes	12/23/2014	Orphan Care
Restavek Freedom	$20,000.00	General Charitable Purposes	5/27/2015	Orphan Care
Restore NYC, Inc.	$20,000.00	General Charitable Purposes	6/22/2015	Other
Restore NYC, Inc.	$5,000.00	General Charitable Purposes	6/29/2015	Other
Serving Leaders Ministries	$25,000.00	General Charitable Purposes	4/3/2015	Other
Sinapis	$30,000.00	General Charitable Purposes	3/20/2015	Small Business Investment
Spanish Health Ministry	$10,000.00	General Charitable Purposes	3/20/2015	Women & Babies
The Andrew L. Hicks Jr. Foundation	$10,000.00	General Charitable Purposes	4/9/2015	Youth
The Gathering	$5,000.00	General Charitable Purposes	4/9/2015	Membership
The Gathering	$2,500.00	General Charitable Purposes	5/18/2015	Membership
The Heritage Foundation	$30,000.00	General Charitable Purposes	5/27/2015	Legacy Funding
The Stone Garage	$5,000.00	To support the YoungMoms Program.	5/5/2015	Women & Babies
The Stone Garage	$7,500.00	General Charitable Purposes	5/5/2015	Youth
These Numbers Have Faces	$10,000.00	General Charitable Purposes	5/14/2015	Education
Water Missions International	$5,000.00	General Charitable Purposes	5/28/2015	Next Generation
Westside Community Center	$20,000.00	General Charitable Purposes.	5/1/2015	Youth
YoungLives Delaware Valley	$10,000.00	General Charitable Purposes.	4/7/2015	Women & Babies
Grand Totals	**$886,500.00**			