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

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning , 2015, and ending ,

Name of foundation: THE WYETH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 101 S FAIRVILLE ROAD

Room/suite:

City or town, state or province, country, and ZIP or foreign postal code: CHADDS FORD PA 19317

A Employer identification number: 26-0002833

B Telephone number (see instructions): (610) 388-3788

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 ► ☐

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

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, column (c), line 16)* ► $ 5,685,689.

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 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)	0.			
	2	Ck ► ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	49.	49.		
	4	Dividends and interest from securities	53,128.	50,874.		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	-480,032.	L-6a Stmt		
	b	Gross sales price for all assets on line 6a 7,897,006.				
	7	Capital gain net income (from Part IV, line 2)		3,495,609.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Partnership income distributed	73,134.	73,134.		
	12	**Total** Add lines 1 through 11	-353,721.	3,619,666.		
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	18,868.	2,400.		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	150.	0.		
	b	Accounting fees (attach sch) L-16b Stmt	60,000.	30,000.		15,000.
	c	Other prof fees (attach sch) L-16c Stmt	14,786.	14,786.		0.
	17	Interest				
	18	Taxes (attach schedule)(see instrs) Federal Excise Tax	1,000.	0.		0.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Line 23 Stmt	2,778.	0.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	97,582.	47,186.		15,000.
	25	Contributions, gifts, grants paid	6,084,700.			6,084,700.
	26	**Total expenses and disbursements** Add lines 24 and 25	6,182,282.	47,186.		6,099,700.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-6,536,003.			
	b	**Net investment income** (if negative, enter -0-)		3,572,480.		
	c	**Adjusted net income** (if negative, enter -0-)				

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BAA For Paperwork Reduction Act Notice, see instructions. TEEA0301 12/04/15 Form **990-PF** (2015)

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	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	42,312.	18,966.	18,966.
	2	Savings and temporary cash investments	103,184.	36,669.	36,669.
	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 sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use	3,661.	3,661.	15,345.
	9	Prepaid expenses and deferred charges			
	10 a	Investments — U S and state government obligations (attach schedule)	445,309.	0.	0.
	b	Investments — corporate stock (attach schedule) L-10b. Stmt	3,816,364.	2,031,323.	2,314,606.
	c	Investments — corporate bonds (attach schedule) L-10c. Stmt	532,714.	520,000.	516,282.
	11	Investments — land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) L-13 Stmt	1,029,779.	826,701.	915,271.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► L-15 Stmt)	5,868,550.	1,868,550.	1,868,550.
	16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	11,841,873.	5,305,870.	5,685,689.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)			
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	11,841,873.	5,305,870.	
	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			
	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)	11,841,873.	5,305,870.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,841,873.	5,305,870.	

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	11,841,873.
2	Enter amount from Part I, line 27a	2	-6,536,003.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	5,305,870.
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	5,305,870.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES BESSEMER ACCT 8M1354 SHORT TERM	P	01/01/15	12/31/15
b	PUBLICLY TRADED SECURITIES BESSEMER ACCT 8M1354 LONG TERM SALES	P	01/01/14	12/31/15
c	PUBLICLY TRADED SECURITIES BESSEMER ACCT 8M3297 SHORT TERM SALES	P	01/01/15	12/31/15
d	PUBLICLY TRADED SECURITIES BESSEMER ACCT 8M3297 LONG TERM SALES	P	01/01/14	12/31/15
e	See Columns (a) thru (d)			

	(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	554,033.		574,891.	-20,858.
b	3,075,491.		2,613,354.	462,137.
c	651,978.		653,148.	-1,170.
d	534,978.		535,646.	-668.
e	See Columns (e) thru (h)		65,000.	3,056,168.

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				-20,858.
b				462,137.
c				-1,170.
d				-668.
e	See Columns (i) thru (l)			3,056,168.

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 3,495,609.

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))
2014	417,382.	7,433,558.	0.056148
2013	550,997.	8,846,383.	0.062285
2012	588,259.	10,812,481.	0.054406
2011	561,629.	11,668,420.	0.048132
2010	344,600.	11,372,196.	0.030302

2	**Total** of line 1, column (d)	2	0.251273
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	0.050255
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6,611,007.
5	Multiply line 4 by line 3	5	332,236.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	35,725.
7	Add lines 5 and 6	7	367,961.
8	Enter qualifying distributions from Part XII, line 4	8	6,099,700.

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)

1 a	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 instrs)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b			1	35,725.
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	35,725.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	35,725.
6	Credits/Payments:				
a	2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a	1.		
b	Exempt foreign organizations — tax withheld at source	6 b			
c	Tax paid with application for extension of time to file (Form 8868)	6 c	0.		
d	Backup withholding erroneously withheld	6 d			
7	Total credits and payments Add lines 6a through 6d			7	1.
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** EFTPS PAID 11/4/16 ►			9	35,724.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	0.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ►		0.	**Refunded** ► 11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1 b		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?	1 c		X
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		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
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
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	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► DE - Delaware			
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*	8 b	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 2015 or the taxable year beginning in 2015 (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 ► B-103 CORPORATION Telephone no. ► (610) 388-3788

Located at ► 101 S Fairville Road, Chadds Ford, PA ZIP + 4 ► 19317

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 2015, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►			

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

				Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				
1 a	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 instructions)? N/A		1 b		
	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 2015?		1 c		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ 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.) N/A		2 b		
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__ .				
3 a	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 2015 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 2015.)* N/A		3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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 2015?		4 b		X

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

5 a 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)? **5 b** | Yes: | No: X

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).

6 a 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? **6 b** | Yes: | No: X

If 'Yes' to 6b, file Form 8870

7 a 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? **7 b** | Yes: | No:

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
PHYLLIS M WYETH 101 S FAIRVILLE ROAD CHADDS FORD PA 19317	TRUSTEE 1.00	0.	0.	0.
JAMES B WYETH 101 S FAIRVILLE ROAD CHADDS CHADDS FORD PA 19317	TRUSTEE 1.00	0.	0.	0.
WENDY MAKINS 3034 P ST. NW WASHINGTON DC 20027	TRUSTEE 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		18,868.	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				

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
B-103 CORPORATION 101 S FAIRVILLE RD CHADDS FORD, PA 19317	GRANT ADMINISTRATION, MGMT, TAX & ACCT SERVICES BOOKKEEPING	60,000.
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 Coordinated public exhibition at museums of celebrated artists' works. The exhibits were designed for the enjoyment & education of the public. Also allowed use of one of the images in a museum's holiday brochure.	0.
2	
3	
4	

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

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 instructions. 3	
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	6,441,723.
b	Average of monthly cash balances	1b	269,959.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** *(add lines 1a, b, and c)*	1d	6,711,682.
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	6,711,682.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	100,675.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,611,007.
6	***Minimum investment return.*** Enter 5% of line 5	6	330,550.

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	330,550.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	35,725.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	35,725.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	294,825.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	294,825.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	294,825.

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	6,099,700.
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	6,099,700.
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	35,725.
6	***Adjusted qualifying distributions.*** Subtract line 5 from line 4	6	6,063,975.

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 2014	**(c)** 2014	**(d)** 2015
1 Distributable amount for 2015 from Part XI, line 7					294,825.
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only				351,811.	
b Total for prior years 20 __ , 20 __ , 20 __					
3 Excess distributions carryover, if any, to 2015					
a From 2010	0.				
b From 2011	0.				
c From 2012	0.				
d From 2013	0.				
e From 2014	0.				
f Total of lines 3a through e		0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 6,099,700.					
a Applied to 2014, but not more than line 2a				351,811.	
b Applied to undistributed income of prior years (Election required — see instructions)					
c Treated as distributions out of corpus (Election required — see instructions)					
d Applied to 2015 distributable amount					294,825.
e Remaining amount distributed out of corpus		5,453,064.			
5 Excess distributions carryover applied to 2015 *(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		5,453,064.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount — see instructions			0.		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount — see instructions				0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)					
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)		0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a		5,453,064.			
10 Analysis of line 9					
a Excess from 2011	0.				
b Excess from 2012	0.				
c Excess from 2013	0.				
d Excess from 2014	0.				
e Excess from 2015	5,453,064.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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			
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	**(e) Total**
2 a 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))

Phyllis M. Wyeth

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.

n/a

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

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*				
HAGLEY FOUNDATION, INC. PO BOX 3630 WILMINGTON DE 19807	N/A	Public harity 501(C)(3)	PROGRAM SUPPORT	500.
GEORGES RIVER LAND TRUST 8 N MAIN ST. SUITE 200 ROCKLAND ME 04841	N/A	Public Charity 501C(3)	LANGLAIS SCULPTURE PRESERVE SUPPORT	25,000.
MAINE SEAWEED FESTIVAL PO BOX 11266 PORTLAND ME 04104	N/A	Public Charity 501(C)(3)	SUPPORT EDUCATIONAL FESTIVAL	1,000.
FARNSWORTH ART MUSEUM 16 MUSEUM STREET ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	MAINTENANCE & SUPPORT OF 4 BUILDINGS & WINTER FESTIVAL	3,025,000.
NATIONAL RESOURCES DEFENSE COUNCIL 40 W 20TH ST NY, NY 10011	N/A	Public Charity 501(C)(3)	PROGRAM SUPPORT FOR ENVIRONMENTAL CONCERNS	1,000.
ST GEORGE FIREFIGHTERS PO BOX 249 TENANTS HARBOR ME 04860	N/A	Public Charity 501(C)(3)	SUPPORT VOLUNTEER FIREFIGHTERS/AMBULANCE	500.
ISLAND INSTITUTE 386 MAIN STREET ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	SUPPORT RESEARCH ON ENERGY SOURCES MONHEGAN ISLAND	10,000.
ST. GEORGE SAILING FOUNDATION PO BOX 435 TENANTS HARBOR ME 04860	N/A	Public Charity 501(C)(3)	GENERAL SUPPORT COMMUNITY SAILING	500.
POINT LOOKOUT FARMIFE FOUNDATION 3201 MONTCHANIN RD. WILMINGTON DE 19807	N/A	501(c)(3) Private Foundation	SUPPORT EDUCATION PROGRAMS AROUND ORGANIC GARDENING	15,000.
See Line 3a statement				3,006,200.
Total . . . . ► **3a**				6,084,700.
b *Approved for future payment* NONE				
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			14	49.	
4 Dividends and interest from securities			14	53,128.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16		
6 Net rental income or (loss) from personal property					
7 Other investment income			14		
8 Gain or (loss) from sales of assets other than inventory			18	-480,032.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Investment partnership income distributed			18	73,134.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-353,721.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 -353,721.

(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.)
	N/A

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

2 a 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
	N/A	

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 of officer or trustee

Date 11/15/16

▶ Secretary

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
Lisa A Flagg		11/1/16		P01424980

Firm's name ▶ Lisa A Flagg

Firm's EIN ▶

Firm's address ▶ 101 S Fairville Road
Chadds Ford PA 19317

Phone no (610) 388-3788

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2015

Name: THE WYETH FOUNDATION
Employer Identification Number: 26-0002833

Asset Information:

Description of Property . . . . . . Painting, "Slight Breeze" by Andrew Wyeth
Date Acquired: . 01/15/10 How Acquired . . . Donated
Date Sold . . . 05/28/15 Name of Buyer: . . . Brintons Bridge Holdings LLC
Sales Price: . . 3,000,000. Cost or other basis (do not reduce by depreciation) . . . 4,000,000.
Sales Expense:. . 0. Valuation Method:. . . . Fair Market Value
Total Gain (Loss): . . -1,000,000. Accumulation Depreciation: . . .

Description of Property:. . . . . . Equities, Various, included in Part IV
Date Acquired. . various How Acquired . . . Purchased
Date Sold. . . . 12/31/15 Name of Buyer: . . .
Sales Price: . . 4,897,006. Cost or other basis (do not reduce by depreciation) . . . 4,377,038.
Sales Expense . . 0. Valuation Method . . . . Cost
Total Gain (Loss) . . 519,968. Accumulation Depreciation: . . .

Description of Property:. . . . . .
Date Acquired . How Acquired . . .
Date Sold: . . . Name of Buyer: . . .
Sales Price: . . Cost or other basis (do not reduce by depreciation) . . .
Sales Expense . . Valuation Method:. . . .
Total Gain (Loss) . . Accumulation Depreciation: . . .

Description of Property . . . . . .
Date Acquired. . How Acquired . . .
Date Sold: . . . Name of Buyer. . . .
Sales Price . . Cost or other basis (do not reduce by depreciation) . . .
Sales Expense . . Valuation Method . . . .
Total Gain (Loss). . . Accumulation Depreciation. . . .

Description of Property.. . . . . .
Date Acquired. . How Acquired . . .
Date Sold . . . Name of Buyer . . .
Sales Price . . Cost or other basis (do not reduce by depreciation) . . .
Sales Expense.. . Valuation Method: . . . .
Total Gain (Loss). . . Accumulation Depreciation . . .

Description of Property: . . . . . .
Date Acquired: . How Acquired: . . .
Date Sold: . . . Name of Buyer . . .
Sales Price . . Cost or other basis (do not reduce by depreciation) . . .
Sales Expense . . Valuation Method:. . . .
Total Gain (Loss): . . Accumulation Depreciation: . . .

Description of Property:. . . . . .
Date Acquired: . How Acquired. . . .
Date Sold. . . . Name of Buyer: . . .
Sales Price: . . Cost or other basis (do not reduce by depreciation) . . .
Sales Expense:. . Valuation Method.. . . .
Total Gain (Loss): . . Accumulation Depreciation: . . .

Description of Property:. . . . . .
Date Acquired . How Acquired . . .
Date Sold . . . Name of Buyer: . . .
Sales Price. . . Cost or other basis (do not reduce by depreciation) . . .
Sales Expense:. . Valuation Method . . . .
Total Gain (Loss) . . Accumulation Depreciation . . .

Form 990-PF
Part VII-B, Line 5C

Expenditure Responsibility

2015

Name(s) Shown on Return: THE WYETH FOUNDATION

Employer ID Number: 26-0002833

Grantee Information:

Grantee Name . . . . Point Lookout Foundation

Check Box, if Grantee is a Business . . . . ☐

Grantee Address . . . . 101 S FAIRVILLE RD

Grantee City . . . . CHADDS FORD Grantee State PA Grantee Zip 19317

Foreign City . . . . Foreign Country

Grant Amount . . . . 15,000. Amount Expended . . . . 0.

Date of Grant. 11/25/15

Purpose of Grant:

Partially fund operating expenses of the Point Lookout Garden program, a program that brings children from THE CITY OF WILMINGTON, DE TO HELP PLANT AND MAINTAIN VEGETABLES, FRUITS AND FLOWERS AS WELL AS LEARN NUTRITIONAL INFORMATION, FOOD PRESERVATION TECHNIQUES AND MAKE VARIOUS FRESH RECIPES.

Any Diversion By Grantee?

NO

Dates of Reports by Grantee?

12/31/15 Reported no funds yet expended

Verification Date . . . . N/A

Results of Verification:

NO FURTHER VERIFICATION UNDERTAKEN OR REQUIRED.

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BANK FEES	100.	0.		0.
DUES	750.	0.		0.
INSURANCE	1,928.	0.		0.
Total	2,778.	0.		0.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
BESSEMER TRUST CAPITAL GAIN DISTRIBUTIONS	P	01/01/14	12/31/15
OLD WESTBURY PRIVATE EQUITY FUND K-1	P	01/01/14	12/31/15
PAINTING, 'SLIGHT BREEZE' BY ANDREW WYETH	D	01/15/10	05/28/15

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (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)
80,527.		0.	80,527.
40,641.		0.	40,641.
3,000,000.		65,000.	2,935,000.
Total		65,000.	3,056,168.

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) **or** losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			80,527.
			40,641.
			2,935,000.
Total			3,056,168.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person . . ☒ Business . ☐ MARY BETH DOLAN 10 SEA STREET TENANTS HARBOR ME 04860	TRUSTEE 1.00	0.	0.	0.
Person . . ☒ Business . ☐ GREGORY F FIELDS 3120 KENNETT PK WILMINGTON DE 19807	TRUSTEE 1.00	12,000.	0.	0.
Person . . ☒ Business . ☐ LISA A FLAGG 101 S FAIRVILLE RD CHADDS FORD PA 19317	SECRETARY 5.00	6,868.	0.	0.
Total		18,868.	0.	0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
PENOBSCOT SCHOOL 28 GAY STREET ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	PROGRAM SUPPORT	Person or ☐ Business ☒ 500.
BRANDYWINE CONSERVANCY & MUSEUM OF ART 11 HOFFMAN'S MILL RD CHADDS FORD PA 19317	N/A	Public Charity 501(c)(3)	ENDOWMENT TO FUND POSITION OF EXEC DIRECTOR	Person or ☐ Business ☒ 3,000,000.
GLEN WILLOW COMBINED DRIVING EVENT 454 N CREEK RD WEST CHESTER PA 19382	N/A	Public Charity 501(c)(3)	PROGRAM SUPPORT	Person or ☐ Business ☒ 500.
HURRICANE ISLAND OUTWARD BOUND 41 MECHANIC ST CAMDEN ME 04843	N/A	Public Charity 501(c)(3)	SUPPORT BURNT ISLAND STUDENT PAVILION PROJECT	Person or ☐ Business ☒ 5,000.
FRIENDS HOME OF KENNETT SQUARE 147 WEST STATE STREET KENNETT SQUARE PA 19348	N/A	Public Charity 501(c)(3)	PROGRAM SUPPORT	Person or ☐ Business ☐ 200.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Continued

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	Person or Business Checkbox Amount
a *Paid during the year*				
Total				3,006,200.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	**Type of Service Provided**	**Amount Paid Per Books**	**Net Investment Income**	**Adjusted Net Income**	**Disbursements for Charitable Purposes**
B-103 CORP	ACCOUNT, TAX RETURNS,MGMT.	60,000.	30,000.		15,000.
Total		60,000.	30,000.		15,000.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	**Type of Service Provided**	**Amount Paid Per Books**	**Net Investment Income**	**Adjusted Net Income**	**Disbursements for Charitable Purposes**
BESSEMER TRUST	INVESTMENT MANAGEMENT	13,786.	13,786.		0.
Jay Cantor	Art appraisal	1,000.	1,000.		0.
Total		14,786.	14,786.		0.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	**End of Year** **Book Value**	 **Fair Market Value**
SEE ATTACHED SCHEDULE:	0.	0.
Large Cap Core - US	208,588.	236,475.
Large Cap Core - Non US	167,628.	157,020.
Large Cap Strategy Funds	865,859.	1,004,104.
Small & Mid Cap funds	268,392.	352,392.
Strategic Opportunities funds	520,856.	564,615.

Form 990-PF, Page 2, Part II, Line 10b Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
Total	2,031,323.	2,314,606.

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	Fair Market Value
BESSEMER TRUST OW FIXED INCOME FUND	520,000.	516,282.
Total	520,000.	516,282.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
BESSEMER TRUST 5th Avenue Global Equity Off FD LTD	548,531.	656,017.
BESSEMER TRUST OW Private Equity Fund IX	278,170.	259,254.
Total	826,701.	915,271.

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	Fair Market Value
ARTWORK: PAINTING "OLD KRIS" BY N.C. WYETH	1,300,000.	1,300,000.	1,300,000.
ARTWORK: PAINTING "SLIGHT BREEZE" BY ANDREW WYETH	4,000,000.	0.	0.
ARTWORK:PAINTING "COLONIAL PRIVATEERS" H. PYLE	18,550.	18,550.	18,550.
ARTWORK: PAINTING "SELF PORTRAIT IN SKATING CAP"	550,000.	550,000.	550,000.
Total	5,868,550.	1,868,550.	1,868,550.

Account Holdings

Cash and Short Term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
CASH AVAILABLE (8M1354)			$81		$81	0 2%			
CASH IN PROCESS (8M1354)			(2,018)		(2,018)	(5 1)			
BESSEMER SWEEP PROGRAM (8M1355) 0 110%	23,530 82	1 00	23,530	1 000	23,530	60 0		25	0 11
FED GOVT OBLIG FUND #395 (8M1354) 0 010%	17,600	1 00	17,600	1 000	17,600	44 9		1	0 01
Total cash and short term			**$39,193**		**$39,193**	**100.0%**		**$26**	

Fixed Income

Funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW FIXED INCOME FUND *(OWFIX)* BOOK COST 520,000	46,470 063	$11 19	$520,000	$11 110	$516,282	100 0%	($3,718)	$6,738	1 31%
Total fixed income			**$520,000**		**$516,282**	**100.0%**	**($3,718)**	**$6,738**	**1 31%**

Large Cap Core - U.S.

Consumer discretionary

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
DOLLAR GENERAL CORP *(DG)*	130	$57 57	$7,484	$71 870	$9,343	4 0%	$1,859	$114	1 22%
MACY'S INC *(M)*	65	50 58	3,288	34 980	2,273	1 0	(1,015)	93	4 12
NIKE INC CL B *(NKE)*	120	40 91	4,909	62 500	7,500	3 2	2,591	76	1 02
PVH CORP *(PVH)*	85	106 34	9,039	73 650	6,260	2 6	(2,779)	12	0 20
ROYAL CARIBBEAN CRUISES LD *(RCL)*	45	76 60	3,447	101 210	4,554	1 9	1,107	67	1 48

Line 10b Schedule

Statement dated December 31, 2015
INVDD9 - THE WYETH FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary - continued									
YUM BRANDS INC *(YUM)*	55	69 42	3,818	73 050	4,017	1 7	199	101	2 52
Total Consumer discretionary			**$31,985**		**$33,947**	**14.4%**	**$1,962**	**$463**	**1.36%**
Consumer staples									
CVS HEALTH CORP *(CVS)*	100	$75 50	$7,550	$97 770	$9,777	4 1%	$2,227	$170	1 74%
PEPSICO INC *(PEP)*	100	95 45	9,545	99 920	9,992	4 2	447	281	2 81
WAL-MART STORES INC *(WMT)*	75	63 69	4,777	61 300	4,597	1 9	(180)	147	3 20
Total Consumer staples			**$21,872**		**$24,366**	**10.2%**	**$2,494**	**$598**	**2.45%**
Energy									
CONOCOPHILLIPS *(COP)*	**170**	**$59.42**	**$10,102**	**$46.690**	**$7,937**	**3.4%**	**($2,165)**	**$503**	**6.34%**
Financials									
ACE LIMITED *(ACE)*	40	$49 75	$1,990	$116 850	$4,674	2 0%	$2,684	$107	2.29%
AMERICAN INTL GROUP INC *(AIG)*	60	50 57	3,034	61 970	3,718	1 6	684	67	1 81
CITIGROUP INC *(C)*	135	42 12	5,686	51 750	6,986	3 0	1,300	27	0 39
DISCOVER FINANCIAL SVCS *(DFS)*	180	58 86	10,595	53 620	9,651	4 1	(944)	201	2 09
KEYCORP NEW *(KEY)*	535	12 76	6,826	13 190	7,056	3 0	230	160	2 27
MORGAN STANLEY GRP INC *(MS)*	135	30 82	4,161	31 810	4,294	1 8	133	81	1 89
Total Financials			**$32,292**		**$36,379**	**15.5%**	**$4,087**	**$643**	**1.77%**
Health care									
AETNA INC NEW *(AET)*	50	$96 66	$4,833	$108 120	$5,406	2 3%	$573	$50	0 92%
COMM HLTH SYS INC NEW *(CYH)*	115	56 44	6,491	26 530	3,050	1 3	(3,441)		
PFIZER INC *(PFE)*	295	30 16	8,896	32 280	9,522	4 0	626	354	3 72
ST JUDE MEDICAL INC *(STJ)*	80	63 66	5,093	61 770	4,941	2 1	(152)	92	1 88
THERMO FISHER SCIENTIFIC *(TMO)*	90	68 21	6,139	141 850	12,766	5 4	6,627	54	0 42
ZIMMER BIOMET HOLDINGS INC *(ZBH)*	85	84 88	7,215	102 590	8,720	3 7	1,505	74	0 86
Total Health care			**$38,667**		**$44,405**	**18.8%**	**$5,738**	**$624**	**1.41%**
Industrials									
ILLINOIS TOOL WORKS INC *(ITW)*	45	$69 31	$3,119	$92 680	$4,170	1 8%	$1,051	$99	2 37%

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Industrials - continued									
NIELSEN HOLDINGS PLC *(NLSN)*	95	37 22	3,536	46 600	4,427	1 9	891	106	2 40
RAYTHEON CO NEW *(RTN)*	110	94 57	10,403	124 530	13,698	5 8	3,295	294	2 15
UNION PACIFIC CORP *(UNP)*	70	78 67	5,507	78 200	5,474	2 3	(33)	154	2 81
UNITED RENTALS INC *(URI)*	50	94 34	4,717	72 540	3,627	1 5	(1,090)		
Total Industrials			**$27,282**		**$31,396**	**13.3%**	**$4,114**	**$653**	**2.08%**
Information technology									
ALPHABET INC CLASS C *(GOOG)*	15	$668 73	$10,031	$758 880	$11,383	4 8%	$1,352		
APPLE INC *(AAPL)*	145	80 14	11,621	105 260	15,262	6 5	3,641	301	1 98
AVAGO TECHNOLOGIES *(AVGO)*	40	82 83	3,313	145 150	5,806	2 5	2,493	70	1 21
CDW CORP/DE *(CDW)*	100	37 76	3,776	42 040	4,204	1 8	428	43	1 02
NXP SEMICONDUCTORS NV *(NXPI)*	95	64 25	6,104	84 250	8,003	3 4	1,899		
Total Information technology			**$34,845**		**$44,658**	**19.0%**	**$9,813**	**$414**	**0.93%**
Utilities									
AMERICAN WATER WORKS CO *(AWK)*	120	$40 13	$4,816	$59 750	$7,170	3 0%	$2,354	$163	2 28%
EDISON INTERNATIONAL *(EIX)*	105	64 07	6,727	59 210	6,217	2 6	(510)	201	3 24
Total Utilities			**$11,543**		**$13,387**	**5.6%**	**$1,844**	**$364**	**2.72%**
Total large cap core - u.s.			**$208,588**		**$236,475**	**100.0%**	**$27,887**	**$4,262**	**1.80%**

Large Cap Core - Non U.S.

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary									
ACCOR	70	$51 50	$3,605	$43 439	$3,040	1 9%	($565)	$72	2 37%
BRIDGESTONE CORP ADR *(BRDCY)*	160	17 35	2,776	17 349	2,775	1 8	(1)	60	2 18
KINGFISHER ORD	875	5 79	5,065	4 858	4,251	2 7	(814)	129	3 04

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	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary - continued									
NISSAN MOTOR	500	10 53	5,263	10 645	5,322	3 4	59	174	3 28
PANDORA A/S ADR *(PNDZY)*	130	18 33	2,383	31 733	4,125	2 6	1,742	27	0 66
SKY PLC ADR *(SKYAY)*	80	55 55	4,444	65 559	5,244	3 3	800	158	3 03
TATA MOTORS LTD ADR *(TTM)*	100	33 33	3,333	29 470	2,947	1 9	(386)	14	0 48
Total Consumer discretionary			**$26,869**		**$27,704**	**17.6%**	**$835**	**$634**	**2.29%**
Consumer staples									
J SAINSBURY SPN ADR NEW *(JSAIY)*	305	$18 66	$5,692	$15 258	$4,653	3 0%	($1,039)	$217	4 67%
SVENSKA CL AKTIBLGT ADR *(SVCBY)*	120	22 83	2,739	29 239	3,508	2 2	769	48	1 39
UNILEVER NV	150	37 85	5,678	43 548	6,532	4 2	854	185	2 84
WILMAR INTERNATIONAL ADR *(WLMIY)*	210	25 74	5,406	20 724	4,352	2 8	(1,054)	109	2 51
Total Consumer staples			**$19,515**		**$19,045**	**12.2%**	**($470)**	**$559**	**2.94%**
Energy									
ENAGAS SA	100	$30 11	$3,011	$28 232	$2,823	1 8%	($188)	$115	4 09%
ENCANA CORP	315	13 59	4,282	5 065	1,595	1 0	(2,687)	63	3 98
ENI S P A ADR *(E)*	115	37 82	4,349	29 800	3,427	2 2	(922)	176	5 14
SINOPEC/CHINA PETE&CHM ADR *(SNP)*	44	75 27	3,312	59 980	2,639	1 7	(673)	125	4 74
Total Energy			**$14,954**		**$10,484**	**6.7%**	**($4,470)**	**$479**	**4.57%**
Financials									
BNP PARIBAS SPON ADR *(BNPQY)*	210	$26 80	$5,628	$28 369	$5,957	3 8%	$329	$121	2 04%
DBS GROUP HLDGS LTD ADR *(DBSDY)*	120	54 13	6,496	47 059	5,647	3 6	(849)	204	3 63
HSBC HLDGS PLC ADR *(HSBC)*	155	49 49	7,671	39 470	6,117	3 9	(1,554)	387	6.33
ING GROEP N V CVA NTFL	340	15 50	5,270	13 518	4,596	2 9	(674)	273	5 94
MEDIOBANCA SPA ADR *(MDIBY)*	300	9 82	2,945	9 652	2,895	1 8	(50)	51	1 79
ORIX CORP	420	11 84	4,971	14 272	5,994	3 8	1,023	157	2 62
RSA INS GRP INC SPON ADR *(RSNAY)*	755	7 52	5,679	6 286	4,745	3 0	(934)	64	1 36
SIAM COMM BANK UNSP ADR *(SMUUY)*	275	19 09	5,250	13 283	3,652	2 3	(1,598)	157	4 32

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Financials - continued									
WHARF HOLDINGS ADR *(WARFY)*	315	9 52	2,999	11 097	3,495	2 2	496	129	3 70
Total Financials			**$46,909**		**$43,098**	**27.3%**	**($3,811)**	**$1,543**	**3.58%**
Health care									
ASTRAZENECA PLC	115	$71 62	$8,236	$68 069	$7,828	5 0%	($408)	$309	3 95%
OTSUKA HOLDINGS CO LTD	95	35 57	3,379	35 917	3,412	2 2	33	79	2 32
SHIONOGI & CO LTD	60	44 70	2,682	45 784	2,747	1 7	65	29	1 09
Total Health care			**$14,297**		**$13,987**	**8.9%**	**($310)**	**$417**	**2.98%**
Industrials									
ITOCHU CORP ADR *(ITOCY)*	**120**	**$20.67**	**$2,480**	**$23.974**	**$2,876**	**1.8%**	**$396**	**$71**	**2.49%**
Information technology									
ATOS	50	$76 84	$3,842	$84 099	$4,204	2 7%	$362	$43	1 03%
ERICSSON LM TEL CO CL B	380	11 42	4,340	9 711	3,690	2 4	(650)	152	4 13
HITACHI LTD ADR *(HTHIY)*	65	79 11	5,142	57 484	3,736	2 4	(1,406)	53	1 43
NOKIA AB ORD SHS	900	7 34	6,604	7 161	6,445	4 1	(159)	136	2 12
Total Information technology			**$19,928**		**$18,075**	**11.6%**	**($1,853)**	**$384**	**2.12%**
Materials									
RIO TINTO LTD	115	$42 77	$4,919	$32 549	$3,743	2 4%	($1,176)	$249	6 66%
SUMITOMO METAL MIN CO LTD *(SMMYY)*	130	13 71	1,782	12 299	1,598	1 0	(184)	36	2 26
Total Materials			**$6,701**		**$5,341**	**3.4%**	**($1,360)**	**$285**	**5.34%**
Telecom services									
CHINA TELECOM ADR *(CHA)*	90	$53 66	$4,829	$46 450	$4,180	2 7%	($649)	$99	2 37%
KDDI CORP ADR *(KDDIY)*	302	10 00	3,021	13 109	3,958	2 5	937	56	1 42
Total Telecom services			**$7,850**		**$8,138**	**5.2%**	**$288**	**$155**	**1.90%**

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Utilities

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
ELECTRIC PWR DEV CORP	155	$35 37	$5,482	$35 983	$5,577	3 6%	$95	$90	1 62%
TOKYO GAS LTD ADR *(TKGSY)*	142	18 61	2,643	18 980	2,695	1 7	52	33	1 24
Total Utilities			**$8,125**		**$8,272**	**5.3%**	**$147**	**$123**	**1.49%**
Total large cap core - non u.s.			**$167,628**		**$157,020**	**100.0%**	**($10,608)**	**$4,650**	**2.96%**

Large Cap Strategies

Large cap strategies funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW LARGE CAP STRATEGIES FD *(OWLSX)* BOOK COST 956,123	80,521 585	$10 75	$865,859	$12 470	$1,004,104	100 0%	$138,245	$8,132	0 81%
Total large cap strategies			**$865,859**		**$1,004,104**	**100.0%**	**$138,245**	**$8,132**	**0.81%**

Small & Mid Cap

Small & mid cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW SMALL & MID CAP FUND *(OWSMX)* BOOK COST 296,990	23,682.273	$11 33	$268,392	$14 880	$352,392	100 0%	$84,000	$2,936	0 83%
Total small & mid cap			**$268,392**		**$352,392**	**100.0%**	**$84,000**	**$2,936**	**0.83%**

Strategic Opportunities

Strategic Opportunities funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW STRATEGIC OPPTYS FUND *(OWSOX)* BOOK COST 592,361	77,877 991	$6 69	$520,856	$7 250	$564,615	100 0%	$43,759	$9,111	1 61%
Total strategic opportunities			**$520,856**		**$564,615**	**100.0%**	**$43,759**	**$9,111**	**1.61%**
Total value of account without alternative investments			**$2,590,516**		**$2,870,081**		**$279,565**	**35,855**	**1.25%**

Supporting Statement of:

Form 990-PF, p1/Line 4(b)

Description	Amount
INTEREST & DIVIDENDS	53,177.
GOVERNMENT INTEREST	-5,246.
PARTNERSHIP K-1 INT & DIVIDENDS	2,943.
Total	50,874.

Miscellaneous Statement

Substantial Contributor, Part VII-A, Question 10		
Phyllis M. Wyeth		
101 S Fairville Road		
Chadds Ford, PA 19317		

Total