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Return of Private Foundation

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

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

2015

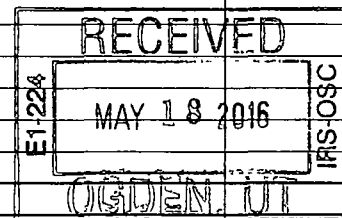
Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation The Conestoga Road Foundation		A Employer identification number 27-5271188
Number and street (or P.O. box number if mail is not delivered to street address) c/o E.R. Boynton, 30 Valley Stream Pkwy		B Telephone number (610) 640-5800
City or town, state or province, country, and ZIP or foreign postal code Malvern, PA 19355		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 65% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private 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) \$ 6617279. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	6118.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	136273.	136273.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	387983.			Statement 1
	b Gross sales price for all assets on line 6a	757106.			
	7 Capital gain net income (from Part IV, line 2)		392813.		
	8 Net short-term capital gain				
	9 Income modifications				
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	530374.	529086.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60000.	30000.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 3	5843.	5843.		0.
	b Accounting fees				
	c Other professional fees Stmt 4	31452.	31452.		0.
	17 Interest				
	18 Taxes Stmt 5	7165.	395.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 6	474.	474.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	104934.	68164.		0.
25 Contributions, gifts, grants paid	341000.			341000.	
26 Total expenses and disbursements Add lines 24 and 25	445934.	68164.		341000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	84440.				
b Net investment income (if negative, enter -0-)		460922.			
c Adjusted net income (if negative, enter -0-)			N/A		



SCANNED JUN 03 2016

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	51819.	23856.	23856.
	2 Savings and temporary cash investments	11464.	19551.	19551.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	3324146.	3245480.	4026427.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 8	2170621.	2353603.	2547445.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5558050.	5642490.	6617279.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	5558050.	5642490.		
30 Total net assets or fund balances	5558050.	5642490.		
31 Total liabilities and net assets/fund balances	5558050.	5642490.		

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	5558050.
2 Enter amount from Part I, line 27a	2	84440.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5642490.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5642490.

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				
b See Attached Statements				
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			
b			
c			
d			
e 757106.		364293.	392813.

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			
b			
c			
d			
e			392813.

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	392813.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	335650.	6929604.	.048437
2013	313061.	6069800.	.051577
2012	268226.	5432737.	.049372
2011	155000.	5043239.	.030734
2010			

2 Total of line 1, column (d)	2	.180120
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	.045030
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6918643.
5 Multiply line 4 by line 3	5	311546.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4609.
7 Add lines 5 and 6	7	316155.
8 Enter qualifying distributions from Part XII, line 4	8	341000.

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 ☒ and enter 1% of Part I, line 27b		1	4609.
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	4609.
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	4609.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4360.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4360.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	249.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of Edwin R. Boynton, Esquire Telephone no (610) 640-5800 Located at 30 Valley Stream Parkway, Malvern, PA ZIP+4 19355		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here N/A		
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?		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 N/A	☐ 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		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
George R. Atterbury, Jr. 30 Valley Stream Parkway Malvern, PA 19355	President/Director 7.00	40000.	0.	0.
Darsie L. Atterbury 30 Valley Stream Parkway Malvern, PA 19355	Secretary/Treasurer/Direct 5.00	20000.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	6840455.
b	Average of monthly cash balances	1b	183548.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7024003.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7024003.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	105360.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6918643.
6	Minimum investment return. Enter 5% of line 5	6	345932.

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	345932.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	4609.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4609.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	341323.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	341323.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	341323.

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	341000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	341000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4609.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	336391.

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				341323.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011	5966.			
c From 2012	137.			
d From 2013	13449.			
e From 2014				
f Total of lines 3a through e	19552.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 341000.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				341000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	323.			323.
6 Enter the net total of each column as indicated below:	19229.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	19229.			
10 Analysis of line 9:				
a Excess from 2011	5643.			
b Excess from 2012	137.			
c Excess from 2013	13449.			
d Excess from 2014				
e Excess from 2015				

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)

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
Academy of Notre Dame 560 Sproul Road Villanova, PA 19085	N/A	501(c)(3)	Grant to another 501(c)(3) organization	75000.
Children's Inn at NIH 7 West Drive Bethesda, MD 20814	N/A	501(c)(3)	Grant to another 501(c)(3) organization	15000.
Gary Sinise Foundation P.O. Box 50008 Studio City, CA 91604	N/A	501(c)(3)	Grant to another 501(c)(3) organization	30000.
Independence Fund 330 Coosaw Way, #1 Ridgeland, SC 29936	N/A	501(c)(3)	Grant to another 501(c)(3) organization	16000.
Haverford School 450 Lancaster Ave Haverford, PA 19041	N/A	501(c)(3)	Grant to another 501(c)(3) organization	25000.
Total			See continuation sheet(s)	341000.
b Approved for future payment				
None				
Total				0.

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. | | |

[illegible]

- 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
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

5/5/16
Date

President

May the IRS discuss this return with the preparer shown below (see page 3)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Edwin R. Boynton

Preparer's signature

Ad. A.

Date

5/2/16

Check ☐ self-employed

PTIN

P01207912

Firm's name ► **STRADLEY RONON STEVENS & YOUNG**

Firm's EIN ▶	23-1130381
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Firm's address ► 30 VALLEY STREAM PARKWAY
MALVERN, PA 19355-1481

Phone no. 610-640-5800

Form **990-PF** (2015)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

The Conestoga Road Foundation

Employer identification number

27-5271188

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization	Employer identification number
The Conestoga Road Foundation	27-5271188

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	Distribution received from the Estate of George Atterbury 30 Valley Stream Parkway Malvern, PA 19355	\$ <u>6118.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

The Conestoga Road Foundation

27-5271188

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

The Conestoga Road Foundation**27-5271188**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

The Conestoga Road Foundation

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	328 shares California Resources Corp	P	Various	04/15/15
b	500 shares Dupont EI De Nemours & Co	P	07/07/11	04/15/15
c	125 shares Goldman Sachs Group Inc	P	06/09/11	04/15/15
d	100 shares Halyard Health Inc	P	12/02/14	04/15/15
e	355 shares Intel Corp	P	Various	04/15/15
f	500 shares Morgan Stanley & Co	P	Various	04/23/15
g	300 shares PNC Financial Services Group	P	Various	04/23/15
h	300 shares Blackrock Health Sciences Opportunitie	P	07/15/11	04/24/15
i	200 shares Goldman Sachs Growth Opportunities Fun	P	07/08/11	04/24/15
j	400 shares JP Morgan US Large Cap Core Plus Fund	P	05/31/10	04/24/15
k	200 shares Putnam Equity Spectrum Fund	P	07/18/11	04/24/15
l	100 shares Biogen Idec Inc	P	09/09/14	05/19/15
m	400 shares Boeing Inc	P	09/07/11	05/19/15
n	200 shares CME Group Inc	P	03/07/12	05/19/15
o	150 shares Celgene Corp	P	09/09/14	05/19/15

(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 2982.		2278.	704.
b 36010.		27880.	8130.
c 25129.		16716.	8413.
d 4925.		3803.	1122.
e 11646.		7490.	4156.
f 18705.		9373.	9332.
g 27402.		16548.	10854.
h 16875.		9525.	7350.
i 5824.		5176.	648.
j 12152.		8396.	3756.
k 8786.		5636.	3150.
l 39632.		32892.	6740.
m 58939.		25882.	33057.
n 19038.		10972.	8066.
o 17528.		13970.	3558.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			704.
b			8130.
c			8413.
d			1122.
e			4156.
f			9332.
g			10854.
h			7350.
i			648.
j			3756.
k			3150.
l			6740.
m			33057.
n			8066.
o			3558.

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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

The Conestoga Road Foundation

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	200 shares JP Morgan Chase & Co	P	Various	05/19/15
b	200 shares National Oilwell Varco Inc	P	Various	05/19/15
c	200 shares PNC Financial Services Group	P	Various	05/19/15
d	300 shares 3M Company	P	07/07/11	05/19/15
e	100 shares 3M Company	P	Various	05/19/15
f	200 shares Constellation Brands Inc	P	01/06/14	05/28/15
g	200 shares Dupont EI De Nemours & Co	P	Various	05/28/15
h	500 shares JP Morgan Chase & Co	P	Various	05/28/15
i	1,000 shares Morgan Stanley & co	P	Various	05/28/15
j	500 shares Wells Fargo & Co	P	Various	05/28/15
k	1,630 shares Chemours Co	P	Various	07/13/15
l	200 shares Chemours Co	P	07/01/15	07/13/15
m	Capital Gains Dividends			
n				
o				

(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 13408.		8982.	4426.
b 9926.		12883.	-2957.
c 19092.		10265.	8827.
d 49025.		29232.	19793.
e 16341.		8954.	7387.
f 23733.		13770.	9963.
g 14201.		9343.	4858.
h 32997.		18335.	14662.
i 38649.		13764.	24885.
j 28023.		14284.	13739.
k 18551.		24725.	-6174.
l 2277.		3219.	-942.
m 185310.			185310.
n			
o			

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) Losses (from col. (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
a			4426.
b			-2957.
c			8827.
d			19793.
e			7387.
f			9963.
g			4858.
h			14662.
i			24885.
j			13739.
k			-6174.
l			-942.
m			185310.
n			
o			

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	392813.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Keewaydin Foundation 10 Keewaydin Road Salisbury, VT 05769	N/A	501(c)(3)	Grant to another 501(c)(3) organization	10000.
Malvern Preparatory School 418 South Warren Avenue Malvern, PA 19355	N/A	501(c)(3)	Grant to another 501(c)(3) organization	30000.
Radnor High School Scholarship Fund P.O. Box 8244 Radnor, PA 19087	N/A	501(c)(3)	Grant to another 501(c)(3) organization	110000.
Special Operations Warrior Fund 1137 Marbella Plaza Drive Tampa, FL 33619	N/A	501(c)(3)	Grant to another 501(c)(3) organization	20000.
United Service Organizations, Inc . 2111 Wilson Blvd., Suite 1200 Arlington, VA 22201	N/A	501(c)(3)	Grant to another 501(c)(3) organization	10000.
Total from continuation sheets				180000.

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

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
328 shares California Resources Corp	Purchased	Various	04/15/15

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2982.	2474.	0.	0.	508.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
500 shares Dupont EI De Nemours & Co	Purchased	07/07/11	04/15/15

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
36010.	24521.	0.	0.	11489.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
125 shares Goldman Sachs Group Inc	Purchased	06/09/11	04/15/15

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
25129.	14875.	0.	0.	10254.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	(f) Gain or Loss
100 shares Halyard Health Inc	4925.	3803.	0.	Purchased	12/02/14	04/15/15
				(e) Deprec.		
						1122.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	(f) Gain or Loss
355 shares Intel Corp	11646.	7986.	0.	Purchased	Various	04/15/15
				(e) Deprec.		
						3660.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	(f) Gain or Loss
500 shares Morgan Stanley & Co	18705.	10530.	0.	Purchased	Various	04/23/15
				(e) Deprec.		
						8175.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	(f) Gain or Loss
300 shares PNC Financial Services Group	27402.	17696.	0.	Purchased	Various	04/23/15
				(e) Deprec.		
						9706.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
300 shares Blackrock Health Sciences Opportunities	Purchased	07/15/11	04/24/15

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
16875.	10128.	0.	0.	6747.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
200 shares Goldman Sachs Growth Opportunities Fund	Purchased	07/08/11	04/24/15

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5824.	5156.	0.	0.	668.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
400 shares JP Morgan US Large Cap Core Plus Fund	Purchased	05/31/10	04/24/15	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
12152.	9324.	0.	0.	2828.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
200 shares Putnam Equity Spectrum Fund	Purchased	07/18/11	04/24/15	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
8786.	5709.	0.	0.	3077.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
100 shares Biogen Idec Inc	39632.	32892.	0.	0.	6740.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
400 shares Boeing Inc	58939.	25720.	0.	0.	33219.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
200 shares CME Group Inc	19038.	10972.	0.	0.	8066.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
150 shares Celgene Corp	17528.	13970.	0.	0.	3558.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
200 shares JP Morgan Chase & Co	Purchased	Various	05/19/15	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
13408.	7457.	0.	0.	5951.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
200 shares National Oilwell Varco Inc	Purchased	Various	05/19/15	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
9926.	12895.	0.	0.	-2969.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
200 shares PNC Financial Services Group	Purchased	Various	05/19/15	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
19092.	11797.	0.	0.	7295.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
300 shares 3M Company	Purchased	07/07/11	05/19/15	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
49025.	26230.	0.	0.	22795.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
100 shares 3M Company	16341.	8743.	0.	Purchased	Various	05/19/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
200 shares Constellation Brands Inc	23733.	13770.	0.	Purchased	01/06/14	05/28/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
200 shares Dupont EI De Nemours & Co	14201.	9808.	0.	Purchased	Various	05/28/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
500 shares JP Morgan Chase & Co	32997.	18643.	0.	Purchased	Various	05/28/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
1,000 shares Morgan Stanley & co	38649.	21061.	0.	Purchased	Various	05/28/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
500 shares Wells Fargo & Co	28023.	15023.	0.	Purchased	Various	05/28/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
1,630 shares Chemours Co	18551.	24721.	0.	Purchased	Various	07/13/15

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
200 shares Chemours Co	2277.	3219.	0.	Purchased	07/01/15	07/13/15

Capital Gains Dividends from Part IV	185310.
Total to Form 990-PF, Part I, line 6a	387983.

Form 990-PF	Dividends and Interest from Securities				Statement	2
Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income	
Wells Fargo	321583.	185310.	136273.	136273.		
To Part I, line 4	321583.	185310.	136273.	136273.		

Form 990-PF	Legal Fees				Statement	3
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Stradley, Ronon, Stevens & Young. LLP	5843.	5843.				0.
To Form 990-PF, Pg 1, ln 16a	5843.	5843.				0.

Form 990-PF	Other Professional Fees				Statement	4
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Wells Fargo - Investment Advisory Fees	31452.	31452.				0.
To Form 990-PF, Pg 1, ln 16c	31452.	31452.				0.

Form 990-PF	Taxes				Statement	5
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
2014 Tax on net investment income	2410.	0.				0.
Foreign tax paid	395.	395.				0.
2015 Estimated tax	4360.	0.				0.
To Form 990-PF, Pg 1, ln 18	7165.	395.				0.

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Office supplies	414.	414.			0.
Bank fees	45.	45.			0.
2014 state registration filing fee	15.	15.			0.
To Form 990-PF, Pg 1, ln 23	474.	474.			0.

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value		Fair Market Value	
3M Company	40220.		69294.	
Abbott Laboratories	37627.		49626.	
American Express Co	25830.		34358.	
AT&T	49638.		53336.	
Baker Hughes	73312.		74302.	
Bank of America Corp	21846.		34703.	
Boeing Co	70731.		159049.	
Bristol Myers Squibb Co	33076.		77870.	
Caterpillar INc	131979.		99086.	
Chevron Corp	53327.		45700.	
Coca Cola Co	56676.		71228.	
Conocophillips	35112.		29321.	
Cummins Inc	52206.		47085.	
Deere & Co	66602.		61016.	
Dupont EI De Nemours & Co	74801.		109890.	
Eaton Corp	71037.		65050.	
Exxon Mobil Corp	72226.		68206.	
Ford Motor Co	68405.		72564.	
GE	63671.		95631.	
Goldman Sachs Group inc	95202.		144184.	
IBM Corp	46497.		37846.	
Intel Corp	24761.		34450.	
JM Smucker Co	57264.		91025.	
Johnson & Johnson	55933.		72931.	
JP Morgan Chase & Co	110129.		153520.	
McDonald's	84708.		110461.	
Morgan Stanley	84243.		127240.	
National Oilwell Varco	14213.		7368.	
Oracle Corp	68879.		80366.	
Pfizer	109259.		137803.	
PNC Financial Services Group	58986.		95310.	

PPG Industries	49107.	99215.
Procter. & Gamble	65866.	80204.
Union Pacific Corp	29276.	41290.
United Technologies	73917.	86463.
Verizon Communications	44999.	55603.
Walmart Stores Inc	57109.	64672.
Wells Fargo Co	51279.	86976.
CME Group Inc	57603.	95130.
Occidental Petroleum Corp	68604.	55508.
Phillips 66	21909.	42045.
Siemens AG	41067.	38470.
Trinity Industries Inc	40598.	34829.
Abbvie Inc	42183.	59536.
American Railcar Industries	65697.	54379.
Biogen Idec Inc	63607.	61270.
Blackrock Inc	128691.	136208.
Celgene Corp	40777.	53892.
Constellation Brands	55080.	113952.
Halliburton Company	10059.	6808.
Alibaba Group HOLDINGS	22290.	18286.
Amgen Inc	16608.	16233.
Gilead Sciences INC	25553.	25298.
Unilever	4224.	4312.
Jardine Matheson Holdings	10130.	9656.
Microsoft	55326.	65189.
Apple Inc	136908.	113155.
Alphabet Inc	58617.	98029.

Total to Form 990-PF, Part II, line 10b

3245480.

4026427.

Form 990-PF	Other Investments	Statement	8
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Description	Valuation Method	Book Value	Fair Market Value
Blackrock Health Sciences Opportunities Port	COST	252003.	347820.
Dodge & Cox Stock fund	COST	227405.	303119.
Federated Strategic Value Dividend Fund	COST	233360.	263982.
Goldman Sachs Growth Opportunities Fund	COST	325277.	297892.
Harbor International Fund	COST	76094.	73773.
Prudential Jennison 20/20 Focus Fund	COST	346965.	320032.
Putnam Equity Spectrum Fund	COST	179509.	207650.
Vanguard Specialized Energy Port	COST	116905.	70344.
JP Morgan US Large Cap Core Plus Fund	COST	320687.	372324.
Blackrock Global Science & Tech Opportunities Fund	COST	40000.	46881.

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Harbor Cap Appreciation Fund	COST	92744.	97394.
Ivy Science and Technology Fund	COST	84514.	81989.
Sector SPDR Tr ETF Technology	COST		
Select		58140.	64245.
Total to Form 990-PF, Part II, line 13		2353603.	2547445.