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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 instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation
PPL FOUNDATION

A Employer identification number
46-1605118

Number and street (or P O box number if mail is not delivered to street address)
TWO NORTH NINTH STREET

Room/suite

B Telephone number (see instructions)
(610) 774-5151

City or town, state or province, country, and ZIP or foreign postal code
ALLENTOWN, PA 18101

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 40,209,439

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	10,502,419			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	6,169	6,169		
	4	Dividends and interest from securities	677,113	677,113		
	5a	Gross rents				
	b	Net rental income or (loss) _____				
	6a	Net gain or (loss) from sale of assets not on line 10	-533,430			
	b	Gross sales price for all assets on line 6a 14,391,724				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	10,652,271	683,282		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	55,741	55,741		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	200	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,434	0		2,434
	24	**Total operating and administrative expenses.** Add lines 13 through 23	58,375	55,741		2,434
	25	Contributions, gifts, grants paid	1,443,897			1,443,897
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,502,272	55,741		1,446,331
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	9,149,999			
	b	**Net investment income** (if negative, enter -0-)		627,541		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		32,101	32,101
	2	Savings and temporary cash investments	32,120,055	10,298,555	10,298,555
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	29,878,783	29,878,783
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	32,120,055	40,209,439	40,209,439
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	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	32,120,055	40,209,439	
	30	**Total net assets or fund balances**(see instructions)	32,120,055	40,209,439	
	31	**Total liabilities and net assets/fund balances**(see instructions)	32,120,055	40,209,439	

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	32,120,055
2	Enter amount from Part I, line 27a	2	9,149,999
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	41,270,054
5	Decreases not included in line 2 (itemize) ▶	5	1,060,615
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	40,209,439

Part IV Capital Gains and Losses for Tax on Investment Income

	List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	PUBLICLY TRADED STOCK		2015-02-01	2015-12-31
b	CAPITAL GAINS DIVIDENDS	P		
c				
d				
e				

	(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a	14,064,325		14,925,154	-860,829
b	327,399			327,399
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
	(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a				-860,829
b				327,399
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	2	-533,430
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 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	145,883	15,718,364	0 009281
2013	971	2,092,929	0 000464
2012	0	123,116	0 000000
2011			
2010			

2	**Total** of line 1, column (d)	2	0 009745
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 004794
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	31,558,951
5	Multiply line 4 by line 3	5	151,294
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,275
7	Add lines 5 and 6	7	157,569
8	Enter qualifying distributions from Part XII, line 4	8	1,446,331

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (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	6,275
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	6,275
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	6,275
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 154		
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	154
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	6,121
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 2015 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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ N/A

14 The books are in care of ▶ PPL CORPORATION Telephone no ▶ (610) 774-5151

Located at ▶ TWO NORTH NINTH STREET ALLENTOWN PA ZIP+4 ▶ 18101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

16	At any time during calendar year 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?		Yes	No
		16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☑ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☑ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☑ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes	☑ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☑ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☑ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☑ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	Contributions to employee benefit plans and deferred **(d)** compensation	Expense account, **(e)** other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
CAPTRUST 4208 SIX FORKS ROAD SUITE 1700 RALEIGH,NC 27609	INVESTMENT ADVISORY SERVICES	55,741

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions **3**	
Total. Add lines 1 through 3 . . . . . ▶	0

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	27,522,520
b	Average of monthly cash balances		1b	4,517,024
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	32,039,544
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	32,039,544
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	480,593
5	**Net value of noncharitable-use assets.**Subtract line 4 from line 3 Enter here and on Part V, line 4		5	31,558,951
6	**Minimum investment return.**Enter 5% of line 5		6	1,577,948

Part XI Distributable Amount

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

1	Minimum investment return from Part X, line 6			1	1,577,948
2a	Tax on investment income for 2015 from Part VI, line 5	2a	6,275		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,275
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,571,673
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	1,571,673
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	1,571,673

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,446,331
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	1,446,331
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	6,275
6	**Adjusted qualifying distributions.**Subtract line 5 from line 4	6	1,440,056

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				1,571,673
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			743,620	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,446,331				
a Applied to 2014, but not more than line 2a			743,620	
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.				702,711
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015	0			0
(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	0			
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				868,962
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 (see instructions)	0			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

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 email 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* See Additional Data Table				
Total . . . . . ▶ **3a**				1,443,897
b *Approved for future payment*				
Total . . . . . ▶ **3b**				0

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	6,169	
4 Dividends and interest from securities. . .			14	677,113	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-533,430	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		149,852	0
13 **Total.** Add line 12, columns (b), (d), and (e).				**13**	149,852

(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)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2016-11-14	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JULIUS GREEN CPA				P00350393

Firm's name ▶ BAKER TILLY VIRCHOW KRAUSE LLP

Firm's EIN ▶ 39-0859910

Firm's address ▶ 1650 MARKET STREET SUITE 4500 PHILADELPHIA, PA 19103

Phone no (215) 972-0701

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	Expense account, **(e)** other allowances
GREGORY N DUDKIN 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	DIRECTOR 0 12	0	0	0
JOANNE H RAPHAEL 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	DIRECTOR 0 13	0	0	0
VINCENT SORGI 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	DIRECTOR 0 12	0	0	0
DANIEL J MCCARTHY 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	PRESIDENT (RETIRED 12/1/15) 0 42	0	0	0
ELIZABETH STEVENS DUANE 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	SECRETARY 0 24	0	0	0
MARK F WILTEN 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	TREASURER 0 25	0	0	0
JANIS A MARSH 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	ASSISTANT SECRETARY 0 00	0	0	0
TADD J HENNINGER 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	ASSISTANT TREASURER 0 50	0	0	0
RYAN W HILL 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	COO (PRESIDENT AS OF 12/1/15) 0 29	0	0	0
JOSEPH P BERGSTEIN JR 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	VICE PRESIDENT 0 25	0	0	0
LISSETTE O SANTANA 2 NORTH 9TH STREET ALLENTOWN,PA 181011139	VICE PRESIDENT (COO AS OF 12/1/15) 5 00	0	0	0
STEPHANIE R RAYMOND 2 NORTH 9TH STREET ALLENTOWN,PW 181011139	VICE PRESIDENT 0 38	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALLENTOWN SYMPHONY HALL CAPITAL CAMPAIGN 23 NORTH SIXTH STREET ALLENTOWN PA 18101 ALLENTOWN,PA 18101	NONE	PC	ARTS & CULTURE	70,000
ARCH STREET CENTER 629 N MARKET STREET LANCASTER PA 17603 LANCASTER,PA 17603	NONE	PC	HEALTH & HUMAN SERVICES	5,000
BETHLEHEM PUBLIC LIBRARY 11 WEST CHURCH STREET BETHLEHEM PA 18018 BETHLEHEM,PA 18018	NONE	PC	ARTS & CULTURE	7,500
CAPITAL REGION ECONOMIC DEVELOPMENT CORPORATION (CREDC) 3211 NORTH FRONT STREET SUITE 201 HARRISBURG PA 17110-1342 HARRISBURG,PA 17110	NONE	PC	CIVIC	20,000
COMMISSION ON ECONOMIC OPPORTUNITY PO BOX 1127 WILKES-BARRE PA 18702 WILKESBARRE,PA 18702	NONE	PC	CIVIC	5,000
COMMUNITY SERVICES FOR CHILDREN SAFE START CAPITAL CAMPAIGN 1520 HANOVER AVENUE ALLENTOWN PA 18109 ALLENTOWN,PA 18109	NONE	PC	EDUCATION	25,000
COUNTRYSIDE CONSERVANCY PO BOX 55 LA PLUME PA 18440 LA PLUME,PA 18440	NONE	PC	CIVIC	3,500
DANVILLE AREA COMMUNITY CENTER 1 LIBERTY STREET PO BOX 125 DANVILLE PA 17821 DANVILLE,PA 18721	NONE	PC	HEALTH & HUMAN SERVICES	7,000
ELECTRIC CITY TROLLEY MUSEUM ASSOC PO BOX 20019 SCRANTON PA 18502 SCRANTON,PA 18502	NONE	PC	ARTS & CULTURE	2,500
HAMILTON HEALTH CENTER 110 S 17TH STREET HARRISBURG PA 17104-1522 HARRISBURG,PA 17104	NONE	PC	HEALTH & HUMAN SERVICES	5,000
HAZLETON AREA ACADEMY OF SCIENCE 40 AZALEA DRIVE DRUMS PA 18222 DRUMS,PA 18222	NONE	PC	EDUCATION	20,000
HAZLETON INTEGRATION PROJECT 225 E 4TH STREET HAZLETON PA 18201 HAZELTON,PA 18201	NONE	PC	HEALTH & HUMAN SERVICES	4,000
KING'S COLLEGE 133 NORTH RIVER STREET WILKES-BARRE PA 18701 WILKESBARRE,PA 18701	NONE	PC	EDUCATION	15,000
LACKAWANNA COLLEGE ENVIRONMENTAL INSTITUTE 501 VINE STREET SCRANTON PA 18509 SCRANTON,PA 18509	NONE	PC	EDUCATION	5,000
LACKAWANNA HISTORICAL SOCIETY 232 MONROE AVENUE SCRANTON PA 18510 SCRANTON,PA 18510	NONE	PC	ARTS & CULTURE	5,000
Total . . . . . ▶ **3a**				1,443,897

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LANCASTER COUNTY COUNCIL OF CHURCHES 344 NORTH MARSHALL STREET LANCASTER PA 17602 LANCASTER,PA 17602	NONE	PC	HEALTH & HUMAN SERVICES	5,000
LANCASTER FAMILY YMCA ASSOCIATION 265 HARRISBURG AVENUE LANCASTER PA 17603 LANCASTER,PA 17603	NONE	PC	HEALTH & HUMAN SERVICES	5,000
LANCASTER HISTORYORG 230 N PRESIDENT AVENUE LANCASTER PA 17603 LANCASTER,PA 17603	NONE	PC	CIVIC	5,100
LEG-UP FARM CHILDREN'S THERAPEUTIC CENTER 4880 NORTH SHERMAN STREET MOUNT WOLF PA 17347-9637 MOUNT WOLF,PA 17347	NONE	PC	HEALTH & HUMAN SERVICES	8,000
LEHIGH VALLEY BUSINESS EDUCATION PARTNERSHIP (CAREER LINK) 555 UNION BLVD ALLENTOWN PA 18109 ALLENTOWN,PA 18109	NONE	PC	EDUCATION	5,000
LEHIGH VALLEY HEALTH NETWORK 2100 MACK BLVD PO BOX 1883 ALLENTOWN PA 18105 ALLENTOWN,PA 18105	NONE	PC	HEALTH & HUMAN SERVICES	15,000
MARLEY'S MISSION 2150 PORT ROYAL ROAD CLARKS SUMMIT PA 18411 CLARKS SUMMIT,PA 18411	NONE	PC	HEALTH & HUMAN SERVICES	5,000
MARYWOOD UNIVERSITY 2300 ADAMS AVENUE SCRANTON PA 18509 SCRANTON,PA 18509	NONE	PC	EDUCATION	10,000
MISERICORDIA UNIVERSITY 301 LAKE STREET DALLAS PA 18612 DALLAS,PA 18612	NONE	PC	EDUCATION	10,000
MOORES MEMORIAL LIBRARY 9 WEST SLOKUM AVENUE CHRISTIANA PA 17509 CHRISTIANA,PA 17509	NONE	PC	ARTS & CULTURE	2,500
MUHLENBERG COLLEGE STUDENT AND COMMUNITY FACILITY 2400 WEST CHEW STREET ALLENTOWN PA 18104 ALLENTOWN,PA 18104	NONE	PC	EDUCATION	10,000
NORTHEAST REGION- BOY SCOUTS OF AMERICA 72 MONTAGE MOUNTAIN ROAD MOOSIC PA 18507 MOOSIC,PA 18507	NONE	PC	HEALTH & HUMAN SERVICES	4,000
ORWIGSBURG VETERANS MEMORIAL TASK FORCE PO BOX 157 ORWIGSBURG PA 17961 ORWIGSBURG,PA 17961	NONE	PC	CIVIC	4,000
PHILADELPHIA FREEDOM VALLEY YMCA 19 W LINFIELD-TRAPPE RD LIMERICK PA 19468 LIMERICK,PA 19468	NONE	PC	HEALTH & HUMAN SERVICES	25,000
PITTSTON LIBRARY 47 BROAD STREET PITTSTON PA 18640 PITTSTON,PA 18640	NONE	PC	ARTS & CULTURE	5,000
Total . . . . . ▶ **3a**				1,443,897

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
POCONO HEALTH SYSTEMS CANCER CENTER 206 E BROWN ST EAST STROUDSBURG PA 18301 EAST STROUDSBURG,PA 18301	NONE	PC	HEALTH & HUMAN SERVICES	10,000
PPL POWER LAB AT PENN STATE (HBG) PO BOX 852 HERSHEY PA 17033 HERSHEY,PA 17033	NONE	PC	EDUCATION	8,000
RIVER VALLEY REGIONAL YMCA (WILLIAMSPORT CITY) 320 ELMIRA STREET WILLIAMSPORT PA 17701 WILLIAMSPORT,PA 17701	NONE	PC	HEALTH & HUMAN SERVICES	10,000
SACRED HEART HOSPITAL 421 CHEW STREET ALLENTOWN PA 18102 ALLENTOWN,PA 18102	NONE	PC	HEALTH & HUMAN SERVICES	20,000
SCRANTON CULTURAL CENTER 420 NORTH WASHINGTON AVENUE SCRANTON PA 18503 SCRANTON,PA 18503	NONE	PC	ARTS & CULTURE	10,000
TAMAQUA AREA COMMUNITY PARTNERSHIP 114 WEST BROAD STREET TAMAQUA PA 18252 TAMAQUA,PA 18252	NONE	PC	CIVIC	20,000
TEC BRIDGE (FORMERLY GREAT VALLEY NPTI) 201 LACKAWANNA AVENUE SCRANTON PA 18503 SCRANTON,PA 18503	NONE	PC	CIVIC	5,000
THADDEUS STEVENS COLLEGE OF TECHNOLOGY 750 EAST KING STREET LANCASTER PA 17602 LANCASTER,PA 17602	NONE	PC	EDUCATION	10,000
THE GATHERING PLACE 304 SOUTH STATE STREET CLARKS SUMMIT PA 18411 CLARKS SUMMIT,PA 18411	NONE	PC	ARTS & CULTURE	2,000
THE INSTITUTE FOR PUBLIC POLICY AND ECONOMIC DEVPT 85 SOUTH MAIN STREET WILKES-BARRE PA 18711 WILKESBARRE,PA 18711	NONE	PC	EDUCATION	5,000
THE KIRBY CENTER 71 PUBLIC SQUARE WILKES-BARRE PA 18701 WILKESBARRE,PA 18701	NONE	PC	ARTS & CULTURE	2,000
THE SALVATION ARMY HAZLETON 356 WEST BROAD STREET HAZLETON PA 18201 HAZELTON,PA 18201	NONE	PC	HEALTH & HUMAN SERVICES	2,000
UNITED NEIGHBORHOOD CENTERS 425 ALDER STREET SCRANTON PA 18505 SCRANTON,PA 18505	NONE	PC	HEALTH & HUMAN SERVICES	2,500
VALLEY YOUTH HOUSE 829 LINDEN STREET ALLENTOWN PA 18101 ALLENTOWN,PA 18101	NONE	PC	HEALTH & HUMAN SERVICES	5,000
WILKES-BARRE YMCA 40 W NORTHAMPTON ST WILKES-BARRE PA 18701 WILKESBARRE,PA 18701	NONE	PC	HEALTH & HUMAN SERVICES	2,000
Total . . . . . ▶ **3a**				1,443,897

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BUILDING 21 265 LEHIGH ST ALLENTOWN PA 18102 ALLENTOWN,PA 18102	NONE	PC	EDUCATION	100,000
POCONO ALLIANCE 912 MAIN ST SUITE 300 STROUDSBURG PA 18360 STROUDSBURG,PA 18360	NONE	PC	HEALTH & HUMAN SERVICES	30,000
HISPANIC CENTER 520 E FOURTH ST BETHLEHEM PA 18015 BETHLEHEM,PA 18015	NONE	PC	HEALTH & HUMAN SERVICES	30,000
MILAGRO HOUSE 669 W CHESTNUT ST LANCASTER PA 17603 LANCASTER,PA 17603	NONE	PC	HEALTH & HUMAN SERVICES	25,000
CHILDRENS MUSEUM 2 W 7TH ST BLOOMSBURG PA 17815 BLOOMSBURG,PA 17815	NONE	PC	EDUCATION	30,000
CENTRAL PENN FOOD BANK 3908 COREY RD HARRISBURG PA17109 HARRISBURG,PA 17109	NONE	PC	HEALTH & HUMAN SERVICES	25,000
PROJECT SHARE 5 N ORANGE ST SUITE 4 CARLISLE PA 17013 CARLISLE,PA 17013	NONE	PC	HEALTH & HUMAN SERVICES	25,000
SECOND HARVEST COMMUNITY ACTION COMMITTEE OF LEHIGH VALLEY 1337 E FIFTH ST BETHL BETHLEHEM,PA 18015	NONE	PC	HEALTH & HUMAN SERVICES	25,000
UNITED WAY OF GREATER LEHIGH VALLEY 1110 AMERICAN PKWY NE ALLENTOWN PA 18109 ALLENTOWN,PA 18109	NONE	PC	HEALTH & HUMAN SERVICES	556,561
LYCOMING COUNTY UNITED WAY ONE WEST THIRD ST SUITE 208 WILLIAMSPORT PA 17701 WILLIAMSPORT,PA 17701	NONE	PC	HEALTH & HUMAN SERVICES	4,026
LOWER ANTHRACITE REGION UNITED WAY 2 EAST ARCH ST SUITE 306 SHAMOKIN PA 17872 SHAMOKIN,PA 17872	NONE	PC	HEALTH & HUMAN SERVICES	411
GREATER SUSQUEHANNA VALLEY UNITED WAY 335 MARKET ST SUNBURY PA 17801 SUNBURY,PA 17801	NONE	PC	HEALTH & HUMAN SERVICES	5,582
DANVILLE AREA UNITED WAY 116 MILL STREET DANVILLE PA 17821 DANVILLE,PA 17821	NONE	PC	HEALTH & HUMAN SERVICES	11,267
BERWICK AREA UNITED WAY 139 REAR EAST SECOND ST BERWICK PA 18603 BERWICK,PA 18603	NONE	PC	HEALTH & HUMAN SERVICES	66,755
UNITED WAY OF COLUMBIA COUNTY 10 NORTH PENN ST BLOOMSBURG PA 17815 BLOOMSBURG,PA 17815	NONE	PC	HEALTH & HUMAN SERVICES	5,941
Total . . . . . ▶ **3a**				1,443,897

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CLINTON COUNTY UNITED WAY 220 N JAY ST LOCK HAVEN PA 17745 LOCK HAVEN,PA 17745	NONE	PC	HEALTH & HUMAN SERVICES	588
UNITED WAY OF YORK COUNTY 800 E KING ST YORK PA 17403 YORK,PA 17403	NONE	PC	HEALTH & HUMAN SERVICES	12,834
UNITED WAY OF THE CAPITAL REGION 2235 MILLENIUM WAY ENOLA PA 17025 ENOLA,PA 17025	NONE	PC	HEALTH & HUMAN SERVICES	13,698
UNITED WAY OF BERKS COUNTY 501 WASHINGTON ST READING PA 19601 READING,PA 19601	NONE	PC	HEALTH & HUMAN SERVICES	327
UNITED WAY OF LEBANON COUNTY 801 CUMBERLAND ST LEBANON PA 17042 LEBANON,PA 17042	NONE	PC	HEALTH & HUMAN SERVICES	1,271
UNITED WAY OF LANCASTER COUNTY 630 JANET AVENUE LANCASTER PA 17601 LANCASTER,PA 17601	NONE	PC	HEALTH & HUMAN SERVICES	13,349
UNITED WAY OF MONROE COUNTY PO BOX 790 TANNERSVILLE PA 18372 TANNERSVILLE,PA 18372	NONE	PC	HEALTH & HUMAN SERVICES	1,122
UNITED WAY OF LACKAWANNA & WAYNE COUNTIES 615 JEFFERSON AVENUE SCRANTON PA 18501 SCRANTON,PA 18501	NONE	PC	HEALTH & HUMAN SERVICES	6,443
UNITED WAY OF PIKE COUNTY 201 WEST HARFORD ST PO BOX 806 MILFORD PA 18337 MILFORD,PA 18337	NONE	PC	HEALTH & HUMAN SERVICES	667
UNITED WAY OF WYOMING VALLEY CITIZENS BANK 8 WEST MARKET ST WILKES-BARRE PA 18701 WILKESBARRE,PA 18701	NONE	PC	HEALTH & HUMAN SERVICES	3,230
UNITED WAY OF SOUTHERN PENNSYLVANIA 1709 BENJAMIN FRANKLIN PKWY PHILADELPHIA PA 19103 PHILADELPHIA,PA 19103	NONE	PC	HEALTH & HUMAN SERVICES	1,789
SCHUYLKILL UNITED WAY 9 NORTH CENTRE ST 301 POTTSVILLE PA 17901 POTTSVILLE,PA 17901	NONE	PC	HEALTH & HUMAN SERVICES	3,922
UNITED WAY OF THE NATIONAL CAPITAL AREA 1577 SPRING HILL ROAD SUITE 420 VIENNA PA 22182 VIENNA,PA 22182	NONE	PC	HEALTH & HUMAN SERVICES	1,574
UNITED WAY OF BUCKS COUNTY 413 HOOD BLVD FAIRLESS HILLS PA 19601 FAIRLESS HILLS,PA 19601	NONE	PC	HEALTH & HUMAN SERVICES	236
UNITED WAY OF GREATER HAZLETON 134 SOUTH WYOMING STREET HAZLETON PA 18201 HAZELTON,PA 18201	NONE	PC	HEALTH & HUMAN SERVICES	10,704
Total . . . . . ▶ **3a**				1,443,897

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320026086

TY 2015 Investments - Other Schedule

Name: PPL FOUNDATION

EIN: 46-1605118

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CHARLES SCHWAB BOND FUNDS	FMV	10,913,186	10,913,186
CHARLES SCHWAB EQUITY FUNDS	FMV	18,965,597	18,965,597

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320026086

TY 2015 Other Decreases Schedule

Name: PPL FOUNDATION

EIN: 46-1605118

Description	Amount
UNREALIZED LOSSES	1,060,615

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320026086

TY 2015 Other Expenses Schedule

Name: PPL FOUNDATION

EIN: 46-1605118

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	15	0		15
BANK FEES	2,419	0		2,419

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320026086

TY 2015 Other Professional Fees Schedule

Name: PPL FOUNDATION

EIN: 46-1605118

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	55,741	55,741		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320026086

TY 2015 Taxes Schedule

Name: PPL FOUNDATION

EIN: 46-1605118

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	200	0		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491320026086

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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	Employer identification number
PPL FOUNDATION	46-1605118

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 foundation

Check 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 other 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization PPL FOUNDATION

Employer identification number 46-1605118

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
1	PPL CORPORATION TWO NORTH NINTH STREET ALLENTOWN, PA 18101	$ 10,502,419	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
PPL FOUNDATION	46-1605118

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
PPL FOUNDATION

Employer identification number
46-1605118

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 information once. See instructions.) ▶ $**

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

(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

(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

(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