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Return of Private Foundation

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

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2015

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation: SAMUEL N. & MARY CASTLE FOUNDATION C/O BANK OF HAWAII
A Employer identification number: 99-6003321
B Telephone number: 808-694-4525
C If exemption application is pending, check here
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here
G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$44,251,117
J Accounting method: Cash

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))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

DATE SEP 19 2016

SCANNED SEP 20 2016

SEP 16 2016

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SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321

Page 2

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	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments	893,187.	768,696.	768,696.		
	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					
	c	Investments - corporate bonds					
	11	Investments - land, buildings, and equipment basis ▶	73,126.				
	Less: accumulated depreciation ▶		77,696.	73,126.	1,296,000.		
12	Investments - mortgage loans						
13	Investments - other	STMT 10	38,904,129.	38,491,795.	42,186,421.		
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)		39,875,012.	39,333,617.	44,251,117.		
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31						
	27	Capital stock, trust principal, or current funds		39,875,012.	39,333,617.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		39,875,012.	39,333,617.			
31	Total liabilities and net assets/fund balances		39,875,012.	39,333,617.			

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	39,875,012.
2	Enter amount from Part I, line 27a	2	-639,831.
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR RETURNED GRANTS	3	100,000.
4	Add lines 1, 2, and 3	4	39,335,181.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJ - RTN OF CAPITAL	5	1,564.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,333,617.

Form 990-PF (2015)

SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321

Page 3

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 SALE OF LEASEHOLD INTEREST	P	VARIOUS	07/17/15
b PUBLICLY TRADED SECURITIES	P	VARIOUS	12/31/15
c PUBLICLY TRADED SECURITIES	P	VARIOUS	12/31/15
d LITIGATION PROCEEDS	P	VARIOUS	12/31/15
e CAPITAL GAINS DIVIDENDS			

(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 84,000.		7,070.	76,930.
b 2,863,801.		2,928,905.	-65,104.
c 9,897,177.		9,109,404.	787,773.
d 3,605.		50.	3,555.
e 207,256.			207,256.

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))
			76,930.
			-65,104.
			787,773.
			3,555.
			207,256.

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	1,010,410.
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	1,979,906.	47,333,027.	.041829
2013	1,983,762.	44,711,576.	.044368
2012	2,057,273.	41,691,414.	.049345
2011	1,855,659.	42,071,843.	.044107
2010	1,814,259.	39,852,556.	.045524

2 Total of line 1, column (d)	2	.225173
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	.045035
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	46,171,200.
5 Multiply line 4 by line 3	5	2,079,320.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,206.
7 Add lines 5 and 6	7	2,097,526.
8 Enter qualifying distributions from Part XII, line 4 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.	8	2,424,613.

SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321

Page 4

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	18,206.
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	18,206.
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	18,206.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	35,213.
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	35,213.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,007.
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Form 990-PF (2015)

SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321

Page 5

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? Website address ► <u>HTTP://FOUNDATIONCENTER.ORG/GRANTMAKER/CASTLE/</u>	X	
14 The books are in care of ► <u>BANK OF HAWAII</u> Telephone no. ► <u>808-694-4525</u> Located at ► <u>130 MERCHANT STREET, HONOLULU, HI</u> ZIP+4 ► <u>96813</u>		
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		<input type="checkbox"/>
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 ►		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____		
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. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

Form 990-PF (2015)

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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? Yes 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? Yes No

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

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

(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
ALFRED L. CASTLE C/O P.O. BOX 3170 HONOLULU, HI 96802	TREASURER/EXEC DIRECTOR 40.00	0.	0.	0.
CYNTHIA QUISENBERRY C/O P.O. BOX 3170 HONOLULU, HI 96802	SECRETARY/TRUSTEE 0.00	0.	0.	0.
DR. KITTREDGE BALDWIN C/O P.O. BOX 3170 HONOLULU, HI 96802	VICE PRESIDENT/TRUSTEE 0.00	0.	0.	0.
DR. ROBERT PETERS C/O P.O. BOX 3170 HONOLULU, HI 96802	PRESIDENT/TRUSTEE 0.00	0.	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

SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321

Page 7

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.

Form 990-PF (2015)

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	44,949,473.
b	Average of monthly cash balances	1b	657,175.
c	Fair market value of all other assets	1c	1,267,667.
d	Total (add lines 1a, b, and c)	1d	46,874,315.
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	46,874,315.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	703,115.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,171,200.
6	Minimum investment return. Enter 5% of line 5	6	2,308,560.

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	2,308,560.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	18,206.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	18,206.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,290,354.
4	Recoveries of amounts treated as qualifying distributions	4	100,000.
5	Add lines 3 and 4	5	2,390,354.
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	2,390,354.

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	2,424,613.
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	2,424,613.
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	18,206.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	2,406,407.

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.

SAMUEL N. & MARY CASTLE FOUNDATION

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				2,390,354.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			2,253,207.	
b Total for prior years:		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: ▶ \$ 2,424,613.				
a Applied to 2014, but not more than line 2a			2,253,207.	
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				171,406.
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).)	0.			0.
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 instr.			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				2,218,948.
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	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				

SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321

Page 10

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
SEE GRANTS INFORMATION STATEMENT ATTACHED.

b The form in which applications should be submitted and information and materials they should include:
SEE GRANTS INFORMATION STATEMENT ATTACHED.

c Any submission deadlines:
SEE GRANTS INFORMATION STATEMENT ATTACHED.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE GRANTS INFORMATION STATEMENT ATTACHED.

SAMUEL N. & MARY CASTLE FOUNDATION

Form 990-PF (2015)

C/O BANK OF HAWAII

99-6003321 Page 11

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
<p>a <i>Paid during the year</i></p> <p>SEE 2015 GRANTS LIST ATTACHED</p>		PC		2,099,363.
Total				▶ 3a 2,099,363.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
Total				▶ 3b 0.

**SAMUEL N. & MARY CASTLE FOUNDATION
C/O BANK OF HAWAII**

Form 990-PF (2015)

99-6003321 Page 12

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	631.	
4 Dividends and interest from securities			14	1,030,059.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	9,265.	
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	1,010,410.	
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.	2,050,365.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 2,050,365.	

(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).
▼	

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

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c, d regarding transfers to noncharitable exempt organizations.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Contains 'N/A' in column (c).

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Contains 'N/A' in column (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: [Signature], Date: 10/9/16, Title: Ex Director. May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [] No

Paid Preparer Use Only Form section containing fields for Preparer's name (WENDY OTA), Signature, Date (SEP 08 2016), Firm's name (BANK OF HAWAII), Firm's EIN (99-0033900), and Firm's address (P.O. BOX 3170, DEPT. 715 HONOLULU, HI 96802-3170).

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF HAWAII M28563	631.	631.	
TOTAL TO PART I, LINE 3	631.	631.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF HAWAII ACCT. M28563	1,237,315.	207,256.	1,030,059.	1,028,834.	
TO PART I, LINE 4	1,237,315.	207,256.	1,030,059.	1,028,834.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
775 KINALAU PLACE, HONOLULU, HI	1	19,017.
TOTAL TO FORM 990-PF, PART I, LINE 5A		19,017.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INSURANCE		158.	
GENERAL EXCISE TAX		838.	
REAL ESTATE MGMT FEES		6,502.	
LEGAL & PROFESSIONAL FEES		2,254.	
- SUBTOTAL -	1		9,752.
TOTAL RENTAL EXPENSES			9,752.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			9,265.

FORM 990-PF	LEGAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,765.	0.		1,765.
LEGAL & PROFESSIONAL FEES	2,254.	2,254.		0.
TO FM 990-PF, PG 1, LN 16A	4,019.	2,254.		1,765.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	8,063.	4,032.		4,031.
TAX PREPARATION FEES	7,092.	2,010.		5,082.
TO FORM 990-PF, PG 1, LN 16B	15,155.	6,042.		9,113.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FUND MANAGEMENT	234,552.	164,186.		70,366.
TO FORM 990-PF, PG 1, LN 16C	234,552.	164,186.		70,366.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2014 EXTENSION PAYMENT	15,000.	0.		0.
2015 ESTIMATED TAX PAYMENTS	22,000.	0.		0.
FOREIGN TAXES WITHHELD	2,007.	2,007.		0.
GENERAL EXCISE TAX	838.	838.		0.
TO FORM 990-PF, PG 1, LN 18	39,845.	2,845.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE - LIABILITY	2,204.	0.		2,204.
INVESTMENT ADVISORY FEES	56,169.	56,169.		0.
WAGES - SECRETARIAL SUPPORT	22,451.	0.		22,451.
ANNUAL FILING FEE	6.	0.		6.
OTHER INVESTMENT EXP	179.	179.		0.
OPERATING EXPENSES	12,542.	0.		12,542.
INSURANCE	158.	158.		0.
REAL ESTATE MGMT FEES	6,502.	6,502.		0.
TO FORM 990-PF, PG 1, LN 23	100,211.	63,008.		37,203.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE INV-1 ATTACHED	COST	38,491,795.	42,186,421.
TOTAL TO FORM 990-PF, PART II, LINE 13		38,491,795.	42,186,421.

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

Organization	Description	Amount Awarded
AE Kamali'i Pre-School Ms Penni Taketa Executive Director Ae Kamali'i Pre-School 2943 Kress Street, Suite B Lihue, HI 96766-1324	Tuition Assistance for Low-Income Families	10,000
All God's Children Pre-School Ms Amber Ka'ahanui Director All God's Children Pre-School P.O. Box 555 Ho'olehua, HI 96729	Tuition Assistance for Low-Income Families	5,000
Aloha School Early Learning Center Ms Ashley Guerrero Executive Director Aloha School Early Learning Center of Hanalei P.O. Box 1408 Hanalei, HI 96714	Playground Renovation	10,000
Aloha School Early Learning Center of Hanalei Ms Ashley Guerrero Executive Director Aloha School Early Learning Center of Hanalei P.O. Box 1408 Hanalei, HI 96714	Playground Renovation	15,000
Aloha United Way Mr. Norm Baker Chief Operating Officer Aloha United Way 200 N. Vineyard Blvd., Suite 700 Honolulu, HI 96817-3938	Equipment for Vision Screening for Pre-School Children	17,500
Armed Services YMCA of Honolulu Ms Laurie Moore Executive Director Armed Services YMCA of Honolulu 1260 Pierce Street #145 Pearl Harbor, HI 96860	Early Learning Readiness Program	20,000
Catholic Charities		

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

<p>Mr. Jerome Rauckhorst President and CEO Catholic Charities 1822 Ke'eaumoku Street Honolulu, HI 96822 Catholic Diocese of Honolulu - Hawaii Catholic Schools Mr. Mike Rockers Superintendent Catholic Diocese of Honolulu - Hawaii Catholic Schools 6301 Pali Highway Kaneohe, HI 96744 Chaminade University Br. Bernard Ploeger President Chaminade University of Honolulu 3140 Waialae Avenue Honolulu, HI 96816-1578 Chaminade University (Montessori Laboratory Pre-School) Br. Bernard Ploeger President Chaminade University of Honolulu 3140 Waialae Avenue Honolulu, HI 96816-1578 Chaminade University of Honolulu Br. Bernard Ploeger President Chaminade University of Honolulu 3140 Waialae Avenue Honolulu, HI 96816-1578 Christian Liberty Academy Ms Diana Pereira Director Christian Liberty Academy 16-675 Milo Street Keaau, HI 96749 Christian Liberty Academy Ms Diana Pereira Director Christian Liberty Academy 16-675 Milo Street Keaau, HI 96749</p>	<p>Mary Tenney Castle Emergency Fund for Families with Young Children</p> <p>Tuition Assistance for Low-Income Families in Catholic Pre-Schools</p> <p>2015-2016 Castle Colleagues Program</p> <p>Tuition Assistance for Low-Income Families in Catholic Pre-Schools</p> <p>Early Education Student Scholarships</p> <p>Pre-School Expansion</p> <p>Pre-School Expansion</p>	<p>50,000</p> <p>50,000</p> <p>85,500</p> <p>5,000</p> <p>125,000</p> <p>25,000</p> <p>5,000</p>
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Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

E Malama I Na Keiki O Lanai Pre-School Ms Janine Wiggins President	Playground Improvement	15,000
E Malama I Na Keiki O Lanai Pre-School 751 Fraser Avenue P.O. Box 630327 Lanai City, HI 96763 Erikson Institute Mr. Geoffrey Nagle President & CEO Erikson Institute 451 North LaSalle Street Chicago, 60654-4510	Pre-School Teacher Training in Early Education Mathematics, Second Year Funding	76,800
First United Methodist Church Pre-School Ms Helena Ogle Preschool Director	Tuition Assistance to Children from Low- Income Families	7,000
First United Methodist Church Preschool 1020 S. Beretania Street Honolulu, HI 96814 Good Beginnings Alliance Ms Deborah Zysman Executive Director	Operational Support and \$5,000 for Pre- School Directors Conference in 2016	105,000
Hawaii Children's Action Network 850 Richards Street, Suite 201 Honolulu, HI 96813 Good Shepherd Pre-School Ms Shuiking Rita Tamwat Director of Pre-School	Tuition Assistance for Low-Income Families	10,000
Good Shepherd Pre-School 638 North Kuakini Street Honolulu, HI 96817 Grace Fellowship Children's Center Ms Marcia Arakawa Director	Playground Enhancements and Purchase of Refrigerator	10,000
Grace Fellowship Children's Center (Waimalu Grace Brethren Church) 94-1323 Waipio Uka Street Waipahu, HI 96797 Hanalani Schools Mr. Mark Sugimoto Superintendent Hanalani Schools 94-294 Anania Drive Mililani, HI 96789	Tuition Assistance to Children from Low- Income Families	10,000

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

Hanalani Schools Mr. Mark Sugimoto Superintendent Hanalani Schools 94-294 Anania Drive Mililani, HI 96789	Castle Library Refurbishment and Furniture Equipment	100,000
Hawaii Arts Alliance Ms Marilyn Cristofori Chief Executive Officer Hawaii Arts Alliance P.O. Box 3948 Honolulu, HI 96812-3948	Pre-K Arts Program	20,000
Hawaii Association of Independent Schools Mr. Philip Bossert Director of Programs Hawaii Association of Independent Schools 1585 Kapiolani Blvd., #1212 Honolulu, HI 96814	Support for Hawaii School of the Future Conference	5,000
Hawaii Montessori School (Kona and Kamuela) Ms Angeline Geldhof Administrative Director Hawaii Montessori School 64-1058 Mamalahoa Highway Kamuela, HI 96743	Tuition Assistance to Children from Low- Income Families	15,000
Hawaii Public Television Foundation Ms Leslie Wilcox Chief Executive Officer Hawaii Public Television Foundation 2350 Dole Street Honolulu, HI 96822	Capital Campaign for New Studios	50,000
Hawaii Theatre Center Ms Ruth Bolan President Hawaii Theatre Center 1132 Bishop Street, Suite 1404 Honolulu, HI 96813	Educational Program for Pre-School Children	10,000
Hongwanji Mission School Mr. David Randall Head of School Hongwanji Mission School 1728 Pali Hwy Honolulu, HI 96813	Capital Improvements	50,000

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

<p>Honolulu Theatre for Youth Ms Rebecca Dunning Managing Director Honolulu Theatre for Youth 1149 Bethel Street, Suite 700 Honolulu, HI 96813 Hui No'eau Visual Arts Center Ms Caroline Killhour Managing Director/Programs Director Hui No'eau Visual Arts Center 2841 Baldwin Avenue Makawao, HI 96768 Iao Pre-School Ms Florida Iniba Director Iao Pre-School 2371 W. Vineyard Street Wailuku, HI 96793-1626 Ka Hale O' Na Keiki Pre-School Ms Paula Seguerta Director Ka Hale O Na Keiki Preschool 45-3668 Honoka'a-Waipio Road Honoka'a, HI 96727 Kahului Baptist Preschool Ms Melanie Nishita, Pre-School Director Kahului Baptist Preschool 309 South Puunene Avenue Kahului, HI 96732-291 Kama'aina Kids Mr. Raymond Sanborn President Kama'aina Care (Kama'aina Kids) 156 Hamakua Drive #C Kailua, HI 96734 KCAA Ms Christina Cox President KCAA Pre-Schools of Hawaii 2707 South King Street Honolulu, HI 96826</p>	<p>Support for 2015 Season Theatrical Productions</p> <p>Arts Education Project for Pre-School Children</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Tuition Assistance to Children from Low- Income Families</p>	<p>10,000</p> <p>15,000</p> <p>5,000</p> <p>15,000</p> <p>15,000</p> <p>15,000</p> <p>15,000</p> <p>20,000</p>
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Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

KCAA Pre-Schools of Hawaii Ms Christina Cox President KCAA Pre-Schools of Hawaii 2707 South King Street Honolulu, HI 96826 KCAA Pre-Schools of Hawaii Ms Christina Cox President	Renovations at Na Lei Pre-School	50,000
KCAA Pre-Schools of Hawaii 2707 South King Street Honolulu, HI 96826 KCAA Pre-Schools of Hawaii Ms Christina Cox President	Training for Early Childhood Educators (Catholic Pre-Schools Directors)	60,000
KCAA Pre-Schools of Hawaii 2707 South King Street Honolulu, HI 96826 Keiki O Ka 'Aina Family Learning Centers Ms Momi Akana Executive Director	Capital Improvement	15,000
Keiki O Ka 'Aina Family Learning Centers 3097 Kalihī Street Honolulu, HI 96819 Makiki Christian Church Pre-School Ms Sandra Ishihara-Shibata Pre-School Director	Tuition Assistance to Children from Low- Income Families	10,000
Makiki Christian Church Preschool 829 Pensacola Street Honolulu, HI 96814 Makua Lani Christian Academy Ms Thaddea Pitts Principal	Pre-School Capacity Expansion	25,000
Makua Lani Christian Academy (Kona Christian Academy) P.O. Box 1179 Kailua-Kona, HI 96745-1179 Malamalama Waldorf Pre-School Ms Kelley Lacks School Director	Tuition Assistance to Children from Low- Income Families	5,000
Malamalama Waldorf School HC 3 Box 13068 Keaau, HI 96749-9220 Malamalama Waldorf School Ms Kelley Lacks, School Director Malamalama Waldorf School HC 3 Box 13068 Keaau, HI 96749-9220	Kinderhale Expansion Project	15,000

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

<p>Manoa Heritage Center Ms Margo Vitarelli Education Director Manoa Heritage Center 2859 Manoa Road Honolulu, 96822</p>	<p>Visitor's center capital campaign in Honor of Sam Cooke</p>	<p>10,000</p>
<p>Maui Arts & Cultural Center Mr. Arthur Vento President & CEO Maui Arts & Cultural Center One Cameron Way Kahului, HI 96732-1137</p>	<p>Arts Program for 4-7 Year-Old Children</p>	<p>10,000</p>
<p>Maui Family Support Services Ms Edeluisa Baguio-Larena Chief Executive Officer Maui Family Support Services 1844 Wili Pa Loop Wailuku, HI 96793</p>	<p>Purchase of Playground</p>	<p>11,640</p>
<p>Metro Christian Academy Mr. Elwin Ahu Senior Pastor Metro Christian Academy 419 Waikamilo Road, Suite D Honolulu, HI 96817</p>	<p>Playground Equipment</p>	<p>20,000</p>
<p>Mililani Presbyterian Church Pre-School Ms Krys Yadao Pre-School Director Mililani Presbyterian Church Pre-School 95-410 Kuahelani Avenue Mililani, HI 96789</p>	<p>Renovations</p>	<p>50,000</p>
<p>Montessori Community School Ms Patsy Tom Executive Director Montessori Community School 1239 Nehoa Street Honolulu, HI 96822</p>	<p>Tuition Assistance to Children from Low- Income Families</p>	<p>5,000</p>
<p>Montessori Hale O Keiki Pre-School Ms Jessica Thompson Head of School Montessori Hale O Keiki Pre-School P.O. Box 2348 Kihei, HI 96753</p>	<p>Purchase of Furniture and Instructional Equipment</p>	<p>15,000</p>

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

<p>Na Kamali'i Hoaloha Ms Katherine Bennett Director Na Kamali'i Hoaloha P.O. Box 1527 Kuanakakai, HI 96748 New Teacher Center Ms Ellen Moir Chief Executive Officer New Teacher Center 110 Cooper Street, Suite 500 Santa Cruz, CA 95060 Our Savior Lutheran School Mr. George Evensen Principal Our Savior Lutheran School 98-1098 Moanalua Road Aiea, HI 96701 Pali View Baptist Church Pre-School Ms Angie McKeague Director Pali View Baptist Pre-School 45-510 Halekou Road Kaneohe, HI 96744-5299 Partners in Development Foundation Mr. Jan Hanohano Dill President Partners in Development Foundation 2040 Bachelot Street Honolulu, HI 96817 PATCH (People Attentive to Children) Ms Brenda Watanabe Interim Transition Development Manager PATCH (People Attentive to Children) 560 North Nimitz Highway, Suite 218 Honolulu, HI 96817-5330 Rainbow School (3 low-income sites) Ms Cynthia Barley Executive Director Rainbow School 56-463 Kamehameha Hwy. Kahuku, HI 96731-2201 Saint Mark Lutheran Church and School Mr. David Gaudi Jr. Principal Saint Mark Lutheran Church and School 45-725 Kamehameha Highway Kaneohe, HI 96744</p>	<p>Tuition Assistance to Children from Low- Income Families</p> <p>Hawaii Early Learning Pilot Project</p> <p>Pre-School Expansion Project</p> <p>Playground Renovation</p> <p>Tutu and Me Education Program for Pre- School Children</p> <p>Pre-School "Open Doors" Community Outreach</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Playground Construction</p>	<p>10,000</p> <p>69,600</p> <p>25,000</p> <p>25,000</p> <p>25,000</p> <p>5,000</p> <p>15,000</p> <p>50,000</p>
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Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

Seabury Hall Ms Sarah Bakhiest Head of School Seabury Hall 480 Ohnda Road Makawao, HI 96768 Seagull Schools Mr. Chuck Larson Executive Director Seagull Schools 1300 Kailua Road Kailua, HI 96734 St. Andrew's Priory School Ms Sandra Theunick, Head of School St. Andrew's Priory School 224 Queen Emma Square Honolulu, HI 96813 Star of the Sea Early Learning Center Ms Lisa Foster Principal Star of the Sea Early Learning Center 4470 Aliioka Street, Suite 100 Honolulu, HI 96821 Temple Emanu-El (Gan Yerushalayim Pre-School) Mr. Richard Field Executive Director Temple Emanu-El (Gan Yerushalayim Pre-School) 2550 Pali Highway Honolulu, HI 96817 The Foundation Center Mr. Bradford Smith President The Foundation Center 32 Old Slip, 24th Floor New York, NY 10005 Third Sector New England (Early Childhood Funders Collaborative) Mr. Jonathan Spack Chief Executive Officer Third Sector New England (Early Childhood Funders Collaborative) Non-Profit Center 89 South Street, Suite 700 Boston, MA 02111-2680	Castle Library Renovation Tuition Assistance to Children from Low-Income Families Purchase of Equipment for the Pre-School Program "Learn to Play! Play to Learn!" Pre-School Program Playground Renovation Playground Construction and Equipment Operating Support Operating Support in 2016 for Early Education Funders Collaborative	100,000 20,000 18,323 75,000 15,000 5,000 5,000
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Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

<p>University of Hawaii Foundation Ms Donna Vuchinich Chief Executive Officer University of Hawaii Foundation 2444 Dole Street, Bachman Hall 105 Honolulu, HI 96822 Waianae Coast Early Childhood Services Mr. Douglas Mersberg Executive Director Waianae Coast Early Childhood Services 84-1061 Noholio Road Waianae, HI 96792 Wailuku Union Church Pre-School Ms Kanani Kan Hai Director Wailuku Union Church Pre-School 327 South High Street Wailuku, HI 96793 Wailuku Union Church Pre-School Ms Kanani Kan Hai Director Wailuku Union Church Pre-School 327 South High Street Wailuku, HI 96793 Waimanalo Health Center Ms Mary Frances Oneha Chief Executive Officer Waimanalo Health Center 41-1347 Kalaniana'ole Hwy Waimanalo, HI 96795 Windward Nazarene Academy Ms Kay Hishinuma School Administrator Windward Nazarene Academy 45-232 Puaae Rd Kaneohe, HI 96744 YWCA of Hawaii Island Ms Kathleen McGilvray CEO YWCA of Hawaii Island 1382 Kilauea Avenue Hilo, HI 96720</p>	<p>Early Education Scholarships for Current and Prospective Pre-School Teachers</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Purchase and Installation of Playground Equipment</p> <p>Tuition Assistance to Children from Low- Income Families</p> <p>Capital Expansion</p> <p>Pre-School and Elementary School Renovation</p> <p>Pre-School Emergency Repairs</p>	<p>150,000</p> <p>25,000</p> <p>25,000</p> <p>10,000</p> <p>50,000</p> <p>25,000</p> <p>20,000</p>
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28,000

Samuel N. & Mary Castle Foundation
TIN: 99-6003221
2015 Grant List
Form 990-PF, Page 11, Part XV, line 3a

YWCA of Hawaii Island
Ms Kathleen McGilvray
CEO
YWCA of Hawaii Island
1382 Kilauea Avenue
Hilo, HI 96720

Tuition Assistance to Children from Low-
Income Families

Total: \$2,099,363

SAMUEL & MARY CASTLE FOUNDATION
TIN 99-6003321
FORM 990, PAGE 2, PART II, BALANCE SHEET, LINE 13 - "INVESTMENTS - OTHER"
YEAR ENDED DECEMBER 31, 2015

DESCRIPTION	Units	Book Value	Market Value
001084102 AGCO CORP COM	320	17067 2	14525
00206R102 AT&T INC	3200	89060 38	110112
017175100 ALLEGHANY CORP	36	17882 87	17205
01741R102 ALLEGHENY TECHNOLOGIES INC	865	17043 18	9731
020002101 ALLSTATE CORP	340	21732 8	21111
02079K107 ALPHABET INC CL C	121	30477 94	91824
02079K305 ALPHABET INC CL A	73	16922 48	56795
02209S103 ALTRIA GROUP INC	1740	39693 51	101285
025537101 AMERICAN ELECTRIC POWER CO	505	21963 96	29426
0258MODS5 AMERICAN EXPRESS CREDIT SR UNSECURED FLOATING RATE 9465% 09/22/2017	35000	35024 28	34759
02665WAJ0 AMERICAN HONDA FINANCE UNSECURED FLTG RT 5412% 09/02/2016	35000	35000	34971
031162100 AMGEN INC	115	19504 35	18668
032654AJ4 ANALOG DEVICES SR UNSECURED 3 9% 12/15/2025-2025	40000	39908	40382
03746AAA8 APACHE FINANCE CANADA COMPANY GUARNT 7.75% 12/15/20	50000	59045 34	63704
037833100 APPLE INC	1716	104124 57	180626
037833AK6 APPLE INC SR UNSECURED 2 4% 05/03/2023	55000	55151 47	53590
039483102 ARCHER-DANIELS MIDLAND CO	395	18750 65	14489
053332AM4 AUTOZONE INC SR UNSECURED 3 7% 04/15/2022	50000	51348 16	50869
053807103 AVNET INC	410	17769 15	17564
05534B760 BCE INC	1705	73375 26	65847
055434203 BG GROUP PLC	1045	17702 3	15173
055622104 BP PLC SPONS ADR	2255	89724 18	70491
06050TKN1 BANK OF AMERICA NA SUB NOTES 5.3% 03/15/2017	40000	39957 28	41611
066716AG6 AID-TUNISIA UNSECURED 1 686% 07/16/2019	225000	228573 96	223223
075887109 BECTON DICKINSON & CO	120	17773 4	18491
075896100 BED BATH & BEYOND INC	400	25313	19300
084664BW0 BERKSHIRE HATHAWAY FIN SR UNSECURED 1 3% 05/15/2018	30000	29991 43	29750
084670702 BERKSHIRE HATHAWAY INC CL B	1225	116325 67	161749
09247X101 BLACKROCK INC	55	18088 79	18729
121897WQ1 BURLINGTON NORTHERN INC SR UNSECURED 8 75% 02/25/2022	90000	116500 52	114844
12189PAM4 BURLINGTON NORTH SANTA FE PASS THRU CERTS SER 02- 2 5 14% 01/15/2021 OFV 75000	29208 27	30157 54	30756
12201PAN6 BURLINGTON RESOURCES FIN COMPANY GUARNT 7 4% 12/01/2031	75000	100010 35	89327
126408103 CSX CORP	590	17481 7	15311
126650BZ2 CVS/CAREMARK CORP SR UNSECURED 2 75% 12/01/2022- 2022	90000	89909 46	87688
12673PAF2 CA INC SR UNSECURED 3 6% 08/01/2020	35000	34965 35	35757
141624106 CARE CAPITAL PROPERTIES INC	176	5987 44	5380
166764100 CHEVRON CORP	520	39190 44	46779
166764AB6 CHEVRON CORP SR UNSECURED 2 355% 12/05/2022-2022	50000	50000	47745
166764AN0 CHEVRON CORP UNSECURED 2 193% 11/15/2019	35000	35000	34985
171232101 CHUBB CORP	140	17554 4	18570
189754104 COACH INC	2895	124030 19	94753
191216100 COCA COLA CO	990	35077 11	42530
192446102 COGNIZANT TECH SOLUTIONS CORP	1945	61327 94	116739
19416QEG1 COLGATE PALMOLIVE CO SR UNSECURED 3 25% 03/15/2024	35000	34816 86	36383
20030BNF7 COMCAST CORP SR UNSECURED 2 85% 01/15/2023	150000	147595 55	149030
20825C104 CONOCOPHILLIPS	355	17611 09	16575
231021106 CUMMINS ENGINE INC	510	46758 51	44885
239753BC9 TARGET CORP SR UNSECURED 9 875% 07/01/2020	30000	40392 1	38564
25468PCZ7 DISNEY (WALT) COMPANY SR UNSECURED 875% 05/30/2017	50000	49954 8	49902
25468PDC7 DISNEY (WALT) COMPANY SR UNSECURED FLOATING 98405% 05/30/2019	75000	75000	74828

SAMUEL & MARY CASTLE FOUNDATION
TIN 99-6003321
FORM 990, PAGE 2, PART II, BALANCE SHEET, LINE 13 - "INVESTMENTS - OTHER"
YEAR ENDED DECEMBER 31, 2015

DESCRIPTION	Units	Book Value	Market Value
25470F302 DISCOVERY COMMUNICATIONS C	720	19912 18	18158
256206103 DODGE & COX INTERNATIONAL STOCK FUND	23707 294	948291 77	864842
25746U109 DOMINION RESOURCES INC /VA	740	36181 62	50054
26441C204 DUKE ENERGY CORP	1108	61901 32	79100
268648102 EMC CORP	3460	80454 27	88853
278642AC7 EBAY INC SR UNSECURED 3.25% 10/15/2020	80000	80742 02	81310
291011104 EMERSON ELECTRIC CO	355	17824 55	16980
29365TAD6 ENTERGY TEXAS INC SECURED 5 15% 06/01/2045-2025	85000	84669 18	83343
298785FU5 EUROPEAN INVT BK SR UNSECURED 1 75% 03/15/2017	100000	100999 84	100838
30219G108 EXPRESS SCRIPTS HOLDING CO	1855	92324 78	162146
3128K82C9 FEDERAL HOME LOAN MORTGAGE CORP POOL # A47971 5% 08/01/2035 OFV 381000	76742 4	79524 3	84824
3128LXB25 FEDERAL HOME LOAN MORTGAGE CORP POOL # G01857 5% 10/01/2033 OFV 390000	31339 32	32289 28	34820
3128LXEK2 FEDERAL HOME LOAN MORTGAGE CORP POOL # G01938 5 5% 09/01/2035 OFV 140000	9915 1	10593 68	11007
3128M7DH6 FEDERAL HOME LOAN MTGE CORP POOL # G05204 6% 01/01/2036 OFV 338000	43183 05	45693 09	49243
3128PQFE6 FEDERAL HOME LOAN MTGE CORP POOL # J11065 4 5% 31297TXD0 FEDERAL HOME LOAN MTGE CORP POOL # A37876 5% 09/01/2035 OFV 200000	50844 82	52799 15	54590
313376C94 FEDERAL HOME LOAN BANK UNSECURED 2 625% 12/10/2021	75000	77998 79	77281
3133EC4C5 FEDERAL FARM CREDIT BANK UNSECURED 2 48% 11/21/2024 2013	100000	99845 53	97515
3134G5AQ8 FEDERAL HOME LOAN MORTGAGE CORP UNSECURED 7% 12/30/2016-2014	95000	94980 85	94873
3134G6S53 FEDERAL HOME LOAN MORTGAGE CORP UNSECURED 1 75% 12/16/2019-2015	50000	49997 68	50061
3134G7ZA2 FEDERAL HOME LOAN MORTGAGE CORP UNSECURED STEP- UP 1% 09/30/2019-2015	225000	224843 75	224672
3135G0YT4 FEDERAL NATIONAL MTGE ASSOC UNSECURED 1 625% 11/27/2018	100000	99785 02	100728
3136FHJZ9 FEDERAL NATIONAL MTGE ASSOC NOTES 4% 04/22/2019- 2010	75000	75877 57	80848
3136G0RL7 FEDERAL NATIONAL MTGE ASSOC UNSECURED 1 6% 07/24/2019-2013	75000	75180 79	74762
31371MLB1 FEDERAL NATIONAL MORTGAGE ASSN POOL # 256022 5 5% 12/01/2035 OFV 358000	26235 96	27482 18	29405
3137EADB2 FEDERAL HOME LOAN MORTGAGE CORP NOTES 2 375% 01/13/2022	200000	199975 25	202778
3137EADC0 FEDERAL HOME LOAN MORTGAGE CORP NOTES 1% 03/08/2017	235000	235362 69	235195
3137EADM8 FEDERAL HOME LOAN MORTGAGE CORP UNSECURED 1 25% 10/02/2019	175000	173999	172615
31398ABG6 FEDERAL NATIONAL MTGE ASSN NOTES 5 5% 05/10/2027- 2017	35000	34864 62	37094
31402QYZ8 FEDERAL NATIONAL MORTGAGE ASSN POOL #735228 5 5% 02/01/2035 OFV 513000	34237 14	36049 29	38584
31402RJV2 FEDERAL NATIONAL MORTGAGE ASSN POOL # 735676 5% 07/01/2035 OFV 128000	9792 66	10049 7	10824
31405QS82 FEDERAL NATIONAL MORTGAGE ASSN POOL # 796243 6% 11/01/2034 OFV 317000	6952 21	7341 09	7845
31406NK45 FEDERAL NATIONAL MORTGAGE ASSN POOL # 814915 5 5% 03/01/2035 OFV 305000	21152 55	22284 55	23776

SAMUEL & MARY CASTLE FOUNDATION
TIN 99-6003321
FORM 990, PAGE 2, PART II, BALANCE SHEET, LINE 13 - "INVESTMENTS - OTHER"
YEAR ENDED DECEMBER 31, 2015

DESCRIPTION	Units	Book Value	Market Value
31407CW37 FEDERAL NATIONAL MORTGAGE ASSN POOL # 826966 5 5% 06/01/2035 OFV 398000	23394 2	24461 56	26376
31407YC56 FEDERAL NATIONAL MORTGAGE ASSN POOL # 844392 6 5% 11/01/2035 OFV 359000	28930 07	31063 65	33238
31409ELR0 FEDERAL NATIONAL MTGE ASSOC POOL # 868936 6% 05/01/2036 OFV 280000	14001 25	15362	15850
05/01/2036 OFV 263000	20097 5	20932 81	22579
31412MLE6 FEDERAL NATIONAL MTGE ASSN POOL # 929225 5 5% 03/01/2023 OFV 227000	28435 52	30266 06	30800
31412U4V9 FEDERAL NATIONAL MTGE ASSOC POOL # 935636 4% 09/01/2024 OFV 114000	18161 41	18720 43	19217
31416BN53 FEDERAL NATIONAL MTGE ASSOC POOL # 995112 5 5% 07/01/2036 OFV 230000	26717 58	28116 08	30058
31428XAZ9 FEDEX CORPORATION SR UNSECURED 2 3% 02/01/2020	40000	39935 29	40155
362333AJ5 GTE FLA INC SR UNSECURED 6 86% 02/01/2028	60000	63953 16	68072
369604103 GENERAL ELECTRIC CO	930	24338 1	28970
36962G6Q2 GENERAL ELECTRIC CAPITAL CORP SR UNSECURED VAR .918% 01/08/2016	175000	175147 9	175004
36962G7H1 GENERAL ELECTRIC CAPITAL CORP SR UNSECURED FLTG 9061% 05/15/2017-2017	50000	50000	49999
370334104 GENERAL MILLS INC	655	34868 79	37767
37733W105 GLAXOSMITHKLINE PLC ADR	2305	97737 74	93007
38141EC23 GOLDMAN SACHS GROUP INC SR UNSECURED 3 85% 07/08/2024-2024	100000	101895 66	102046
38144N593 GOLDMAN SACHS INTERNATIONAL SMALL CAP INSIGHTS INSTL	174155.839	1862436	1819929
38173NAA8 GOLONDRINA LEASING LLC SINK FD GTD EXPORT IMPORT BANK OF USA 1 822% 05/03/2025 OFV 50000	40391 34	40094 05	39278
40414L109 HCP INC	1385	58020 44	52962
40434L105 HP INC	610	8308 47	7222
411511306 HARBOR INTL FD	29039 833	1385685 63	1725837
41980JAA9 HAWAII ST DEPT BUSINESS ECON DEV & TOURISM GREEN ENERG TXBL-GREEN BONDS SER A-1 VARIABLE SINK 1 467% 07/01/2022 OFV 102899	115938 2	115855 45	115156
419818HM4 HAWAII ST HSG FIN & DEV CORP SF MTGE PURCHASE REVENUE TXBL-FNMA MBS PASS-THRU PROGRAM-SER A 2 6% 07/01/2037 OFV 89000	52329 7	52286 75	52032
42824C109 HEWLETT PACKARD ENTERPRISE CO	610	9132 71	9272
438670Q79 HONOLULU HAWAII CITY & CNTY TXBL-SER G 2 512% 11/01/2022	75000	75000	74509
438670VH1 HONOLULU HAWAII CITY & CNTY BUILD AMERICA BONDS 6 25% 09/01/2031-2019	55000	55000	61614
44267D107 THE HOWARD HUGHES CORP	130	17916 57	14711
458140100 INTEL CORP	605	17598 48	20842
458140AJ9 INTEL CORP SR UNSECURED 3 3% 10/01/2021	90000	91425 86	93224
45818QAD1 INTER-AMERICAN DEVEL BANK NOTES 6 75% 07/15/2027	100000	132223 59	137909
45818WAP1 INTER-AMERICAN DEVEL BK SR UNSECURED FLOATING RATE NT 4635% 02/11/2016	50000	49998 34	49997
459200HM6 INT'L BUSINESS MACHINES SR UNSECURED 1 625% 05/15/2020	25000	24879 53	24379
46625H100 JP MORGAN CHASE & CO	515	35067 48	34005
47803W406 JOHN HANCOCK III DISC M/C-IS	65346 952	866085 72	1251394
478160104 JOHNSON & JOHNSON	657	42545 57	67487
478160BJ2 JOHNSON & JOHNSON SR UNSECURED 4 375% 12/05/2033- 2033	100000	118816 84	110298
478366107 JOHNSON CONTROLS	385	17579 1	15204
494368103 KIMBERLY CLARK CORP	570	36197 21	72561
494368BQ5 KIMBERLY CLARK CORP SR UNSECURED 2 65% 03/01/2025	40000	39890 02	38612

SAMUEL & MARY CASTLE FOUNDATION
TIN 99-6003321
FORM 990, PAGE 2, PART II, BALANCE SHEET, LINE 13 - "INVESTMENTS - OTHER"
YEAR ENDED DECEMBER 31, 2015

DESCRIPTION	Units	Book Value	Market Value
49456B101 KINDER MORGAN INC	570	22279 93	8504
500754106 KRAFT HEINZ CO	1780	92317 96	129513
501889208 LKQ CORPORATION	3050	87406 91	90372
514886AC4 LANDESBANK BADEN-WURTTENBERG SUBORDINATED 7 625% 02/01/2023	135000	170380 85	169605
527288104 LEUCADIA NATIONAL CORP	830	19301 82	14434
55261F104 M & T BANK CORPORATION	1010	118221.1	122392
56062X708 MAINSTAY HIGH YIELD CORP BOND FUND CL I	67629 613	401043 61	358437
565849AL0 MARATHON OIL CORP SR UNSECURED 3 85% 06/01/2025	125000	114447 06	100606
577130834 MATTHEWS PACIFIC TIGER FUND CL INS	30312 73	883919 21	712955
577285Y86 MAUI CNTY HAWAII TAXABLE-SER A-RECOVERY ZONE ECONOMIC DEV BDS 4 559% 06/01/2022-2020	60000	60000	64434
580135101 MCDONALDS CORP	1110	96821 07	131135
58155Q103 MCKESSON CORP	85	18317 87	16765
582839106 MEAD JOHNSON NUTRITION CO CL A	725	63463 74	57239
58933Y105 MERCK & CO INC	1890	79575 52	99830
594918104 MICROSOFT CORP	375	17730	20805
594918AW4 MICROSOFT CORP SR UNSECURED 3 625% 12/15/2023	30000	29878 27	31526
594918BG8 MICROSOFT CORP SR UNSECURED 2% 11/03/2020-2020	35000	34972	35010
617446448 MORGAN STANLEY	715	27255 94	22744
61745EH53 MORGAN STANLEY SR UNSECURED VARIABLE 3 17405% 08/31/2017	75000	75435 25	76875
62889KAC5 NCUA GUARANTEED NOTES SECURED 2 35% 06/12/2017 OFV 175000	175000	180012 12	178875
636274300 NATIONAL GRID PLC SP ADR	1380	66309 69	95965
637071101 NATIONAL OILWELL VARCO INC	2890	162422 82	96786
63743HEG3 NATIONAL RURAL UTILITIES SR UNSECURED FLOATING 8856% 05/27/2016	80000	80000	79996
649081AA4 NEW VALLEY GENERATION IV TVA PASS THRU CERTS 4 687% 01/15/2022 OFV 225000	113212 24	114730 4	125734
651639106 NEWMONT MINING CORP HLDG CO	1005	17709 21	18080
655044105 NOBLE ENERGY INC	485	17154 45	15971
656836AA1 NA DEVELOPMENT BANK SR UNSECURED 4 375% 02/11/2020	175000	185827 97	188496
66989HAG3 NOVARTIS CAPITAL CORP SR UNSECURED 3 4% 05/06/2024	30000	29816 65	30972
681936100 OMEGA HEALTHCARE INVESTORS INC	950	34319 51	33231
690353XQ5 OVERSEAS PRIVATE INV CORP UNSECURED FLOATING 42% 07/15/2025	150000	150000	150000
693475105 PNC FINANCIAL SERVICES	180	17681 4	17156
693506BF3 PPG INDUSTRIES INC SR UNSECURED 1 9% 01/15/2016	75000	75031	75027
69351T106 PPL CORPORATION	1790	46377 27	61093
70212FAA1 PARTNERRE FINANCE COMPANY GUARNT 6 875% 06/01/2018	50000	49833 77	55000
713448108 PEPSICO INC	320	20006 4	31974
713448CT3 PEPSICO INC SR UNSECURED 2 75% 04/30/2025-2025	35000	34860 85	33949
717081103 PFIZER INC	710	25112 7	22919
71713UAT9 PHARMACIA CORPORATION DEBENTURES 6 75% 12/15/2027	100000	117813 46	124323
718172109 PHILIP MORRIS INTERNATIONAL	1135	76877 96	99778
718546104 PHILLIPS 66	215	17827 95	17587
729251108 PLUM CREEK TIMBER CO INC	420	17495 14	20042
74144Q203 T ROWE PRICE INSTITUTIONAL EMERGING MARKETS EQUITY FUND	28153 365	920889 19	731706
741503403 PRICELINE COM INC	63	46501 56	80322
742651DM1 PRIVATE EXPORT FUNDING SECURED 2 8% 05/15/2022	100000	102107 55	101071
742718109 PROCTER & GAMBLE CO	900	61021 48	71469
742718EG0 PROCTER & GAMBLE CO SR UNSECURED 1 9% 11/01/2019	60000	59926 55	60385

SAMUEL & MARY CASTLE FOUNDATION
TIN 99-6003321
FORM 990, PAGE 2, PART II, BALANCE SHEET, LINE 13 - "INVESTMENTS - OTHER"
YEAR ENDED DECEMBER 31, 2015

DESCRIPTION	Units	Book Value	Market Value
74316J458 CONGRESS MID CAP GROWTH-INS	57171 778	781406	828991
747525103 QUALCOMM INC	3085	179192	154204
74825QAA8 QUEENS HEALTH SYSTEMS SECURED 4 464% 07/01/2045 OFV 40000	40000	40000	35982
755111507 RAYTHEON CO	160	17592	19925
756109104 REALTY INCOME CORP	645	27468 1	33301
761713106 REYNOLDS AMERICAN INC	3300	60046 47	152295
76720AAM8 RIO TINTO FIN USA PLC SR UNSECURED 2 25% 12/14/2018	70000	69643 36	68254
77958B402 T ROWE PRICE INSTITUTIONAL FLOATING RATE FUND CL I	39494 859	405217 25	385075
780259107 ROYAL DUTCH SHELL PLC ADR B	1180	75177 8	54327
780259206 ROYAL DUTCH SHELL PLC ADR A	310	17393 02	14195
80105N105 SANOFI ADR	705	34821 87	30068
806857108 SCHLUMBERGER LTD	1455	113314 42	101486
808513AK1 CHARLES SCHWAB CORP SR UNSECURED 1 5% 03/10/2018- 2018	35000	34963 42	34829
822582AS1 SHELL INTERNATIONAL SR UNSECURED 2 375% 08/21/2022	50000	49848 49	47887
842587107 SOUTHERN CO	1515	60428 95	70887
844741108 SOUTHWEST AIRLINES	445	18040 75	19162
857477103 STATE STREET CORP COMMON	225	17545 5	14931
858912108 STERICYCLE INC	510	32747 25	61506
880208400 TEMPLETON GLOBAL BOND FUND CL AD	45692 011	601487 97	526829
880591EN8 TENNESSEE VALLEY AUTH UNSECURED 1 875% 08/15/2022	350000	348759 82	341264
88076W103 TERADATA CORP	575	17539 97	15192
882722K83 TEXAS ST REF-TAXABLE-PUB FIN AUTH 4 004% 10/01/2023- 2021	100000	100000	110136
887317303 TIME WARNER INC	225	17876 23	14551
89114QAS7 TORONTO-DOMINION BANK SR UNSECURED 2 125% 07/02/2019	30000	29970 27	29960
89151E109 TOTAL SA SP ADR	1605	76548 89	72145
89153VAL3 TOTAL CAPITAL INTL SA SR UNSECURED 3 75% 04/10/2024	125000	128526 33	126961
89233P5S1 TOYOTA MOTOR CREDIT CORP SR UNSECURED 2 05% 01/12/2017	60000	61454 19	60515
89236TBD6 TOYOTA MOTOR CREDIT CORP SR UNSECURED MULTI-STEP UP 1 55% 03/03/2017-2016	55000	54937 84	54941
89236TCQ6 TOYOTA MOTOR CREDIT CORP SR UNSECURED 2 8% 07/13/2022	35000	34913 9	34838
896239100 TRIMBLE NAVIGATION LTD	875	17645 95	18769
902973304 US BANCORP	385	17598 5	16428
904764AP2 UNILEVER CAPITAL CORP SR UNSECURED 85% 08/02/2017	50000	49852 93	49743
904767704 UNILEVER PLC SPONSORED ADR	1470	57105 27	63386
907818EB0 UNION PACIFIC CORP SR UNSECURED 3 375% 02/01/2035- 2034	35000	34895 77	31611
912810QA9 US TREASURY BONDS 3 5% 02/15/2039	535000	619662 37	591758
912828F96 US TREASURY NOTES 2% 10/31/2021	150000	151980 47	150416
912828KQ2 US TREASURY NOTES 3 125% 05/15/2019	285000	301583 21	300664
912828NT3 US TREASURY NOTES 2 625% 08/15/2020	300000	309248 51	311637
912828QR4 US TREASURY NOTES 1 5% 06/30/2016	50000	50248 79	50231
912828TV2 US TREASURY NOTES 1 25% 10/31/2019	80000	80805 58	79056
912828VS6 US TREASURY NOTES 2 5% 08/15/2023	515000	525730 24	528380
912828XH8 US TREASURY NOTES 1 625% 06/30/2020	300000	300741 18	298770
91428LJC1 UNIV OF HAWAII REVENUE TXBL-REF-MEDICAL SCHOOL PROJECT-SER D 1 819% 10/01/2018-2015	100000	100000	99742
917047102 URBAN OUTFITTERS INC	685	22194	15584
91802RAT6 UTILITY DEBT SECURITIZATION AUTH NY TXBL- RESTRUCTING-SER T 2 042% 06/15/2021-2019 OFV 60000	60000	59999 52	59913

SAMUEL & MARY CASTLE FOUNDATION
TIN 99-6003321
FORM 990, PAGE 2, PART II, BALANCE SHEET, LINE 13 - "INVESTMENTS - OTHER"
YEAR ENDED DECEMBER 31, 2015

DESCRIPTION	Units	Book Value	Market Value
921937835 VANGUARD TOTAL BOND MARKET ETF	4794	385672 17	387163
921943858 VANGUARD FTSE DEVELOPED ETF	133437	4583025 03	4899807
922042858 VANGUARD FTSE EMERGING MARKETS ETF	49070	2051148 09	1605080
92220P105 VARIAN MEDICAL SYSTEMS INC	725	41027 08	58580
92276F100 VENTAS INC	705	41127 59	39783
922908769 VANGUARD TOTAL STOCK MARKET ETF	98543	7414513 69	10278035
92343V104 VERIZON COMMUNICATIONS	2025	70645 08	93596
92345Y106 VERISK ANALYTICS INC	1225	45403 29	94178
92553P201 VIACOM INC CLASS B	400	17692	16464
92826C839 VISA INC CL A SHARES	1180	21437 79	91509
92857W308 VODAFONE GROUP PLC SP ADR	1256	53650 25	40519
931142103 WAL-MART STORES INC	530	38115 59	32489
931142CK7 WAL-MART STORES INC SR UNSECURED 6 5% 08/15/2037	50000	50482 84	64583
931142CZ4 WAL-MART STORES INC SENIOR NOTES 3 25% 10/25/2020	50000	50000	52693
94974BFL9 WELLS FARGO CO SR UNSECURED 1 25% 07/20/2016	150000	149950 15	150237
95040Q104 WELLTOWER INC	720	33756 95	48982
959802109 WESTERN UNION	860	17561 2	15403
961214CK7 WESTPAC BANKING CORP SR UNSECURED 1 5% 12/01/2017	105000	105465 65	104665
98161DAB6 WORLD OMNI AUTOMOBILE LEASE SEC SER 2014-A CL A2A 71% 03/15/2017 OFV 70000	44009 65	44007 43	43919
G02602103 AMDOCS LTD	290	17475 4	15825
G16962105 BUNGE LIMITED	270	20568 6	18436
G97822103 PERRIGO COMPANY PLC	255	39695 85	36899
H84989104 TE CONNECTIVITY LTD	280	17525 4	18091
N22717107 CORE LABORATORIES N.V COMMON	715	81700 1	77749
Total value of portfolio		38,491,795	42,186,421