

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**For calendar year 2015 or tax year beginning** July 1, **2015, and ending** June 30, **20** 16

Name of foundation Campbell Soup Foundation		A Employer identification number 21-6019196
Number and street (or P.O. box number if mail is not delivered to street address) 1 Campbell Place	Room/suite	B Telephone number (see instructions) 856-342-4800
City or town, state or province, country, and ZIP or foreign postal code Camden, NJ 08101		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 ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), 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) ▶ \$ 27,192,071	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	4,297	4,297		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,157,633			
	b Gross sales price for all assets on line 6a 2,542,387				
	7 Capital gain net income (from Part IV, line 2)		1,157,633		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	1,161,930	1,161,930		
	13 Compensation of officers, directors, trustees, etc.				
	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)	78,801	78,801		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	250			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	52,875	52,875		
	24 Total operating and administrative expenses. Add lines 13 through 23	131,926	131,676		
	25 Contributions, gifts, grants paid	1,415,864			1,415,864
	26 Total expenses and disbursements. Add lines 24 and 25	1,547,790	131,676		1,415,864
	27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements		(385,860)			
b Net investment income (if negative, enter -0-)			1,030,254		
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2015)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		12,873	17,818	17,818
	2	Savings and temporary cash investments				
	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)	29,375,595	27,174,253	27,174,253	
	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)				
	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)	29,388,468	27,192,071	27,192,071		
Liabilities	17	Accounts payable and accrued expenses	716,276	275,510		
	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)	716,276	275,510			
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	28,672,192	26,916,561		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	28,672,192	26,916,561			
31	Total liabilities and net assets/fund balances (see instructions)	29,388,468	27,192,071			

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 28,672,192
2	Enter amount from Part I, line 27a	2 (385,860)
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 28,286,332
5	Decreases not included in line 2 (itemize) ▶ Unrealized Loss	5 1,369,771
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 26,916,561

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	BZW Barclays Investors - Sale of Securities	P	VARIOUS	VARIOUS
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 2,542,387		1,384,754	1,157,633	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
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	1,157,633
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.

(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	1,406,681	28,781,734	0.0489
2013	1,579,355	26,827,439	0.0589
2012	1,673,322	23,105,755	0.0724
2011	1,515,075	19,863,585	0.0762
2010	1,616,501	18,319,787	0.0882
2	Total of line 1, column (d)		2 0.3446
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 0.689
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4 27,018,251
5	Multiply line 4 by line 3		5 1,861,557
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 10,303
7	Add lines 5 and 6		7 1,871,860
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 1,415,864

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	20,605
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	20,605
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	20,605
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	8,568
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	43,568
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	22,963
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax 22,963 Refunded	11	

Part VII-A Statements Regarding Activities

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?	Yes	No
1a			✓
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		✓
1b			✓
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			✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ (2) On foundation managers. ► \$		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	✓
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	✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
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	✓
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	✓
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	✓
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► New Jersey		
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	✓
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	✓
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	✓

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)		✓
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)		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	✓	
Website address ▶		
14 The books are in care of ▶ Campbell Soup Foundation Management Telephone no ▶ 856-342-4800		
Located at ▶ 1 Campbell Place ZIP+4 ▶ 08101-0391		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		✓

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
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?		✓
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.)		
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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		✓
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?		✓

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** ☒

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

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

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
None		
Total number of others receiving over \$50,000 for professional services		▶

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	▶

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	27,420,978
b	Average of monthly cash balances	1b	8,718
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	27,429,696
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	27,429,696
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	411,445
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,018,251
6	Minimum investment return. Enter 5% of line 5	6	1,350,913

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	1,350,913
2a	Tax on investment income for 2015 from Part VI, line 5	2a	20,605
b	Income tax for 2015. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	20,605
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,330,308
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,330,308
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,330,308

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	1,415,864
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,415,864
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,415,864

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				1,330,308
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only				
b Total for prior years: "20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015:				
a From 2010	708,342			
b From 2011	531,819			
c From 2012	531,488			
d From 2013	249,757			
e From 2014	0			
f Total of lines 3a through e	2,021,406			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,415,864				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				1,330,308
e Remaining amount distributed out of corpus	85,556			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,106,962			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	708,342			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,398,620			
10 Analysis of line 9:				
a Excess from 2011	531,819			
b Excess from 2012	531,488			
c Excess from 2013	249,757			
d Excess from 2014	0			
e Excess from 2015	85,556			

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

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

1 Information Regarding Foundation Managers:

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

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.

Wendy Milanese, Campbell Soup Foundation, 1 Campbell Place, Camden, NJ 08101-0391

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

A descriptive letter which includes a financial budget, statement of primary interest, and agency's goals and/or services

c Any submission deadlines:

No

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

Nutrition and nutrition-related health matters, in addition to improving the quality of life within host communities.

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 Attached Schedule				1,415,864
Total			3a	1,415,864
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	4,297	
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	1,157,633	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				1,161,930	
13	Total. Add line 12, columns (b), (d), and (e)				13	1,161,930

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes[illegible]

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

- | | | | |
|--|--------------|------------|-----------|
| 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? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | ✓ |
| (2) Other assets | 1a(2) | | ✓ |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | ✓ |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | ✓ |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | ✓ |
| (4) Reimbursement arrangements | 1b(4) | | ✓ |
| (5) Loans or loan guarantees | 1b(5) | | ✓ |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | ✓ |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | ✓ |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

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

- b** If “Yes,” complete the following schedule.

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

**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

Nov 9, 2016
Date

President
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name _____

Preparer's signature

Date

Check ☐ if self-employed

PTIN	
------	--

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

CAMPBELL SOUP FOUNDATION
21-6019196
RETURN OF PRIVATE FOUNDATION
FISCAL YEAR ENDED JUNE 30, 2016

Part I - Line 1 - Contributions, Gifts, Grants, etc. Received

Contributions	\$ <u> - </u>
---------------	---------------------------------

Part I - Line 16 (c) - Other Professional

Bank Fees	\$ 29,547
Investment Management Fees	\$ 49,254
	\$ <u>78,801</u>

Part I - Line 18 - Taxes

Excise & Other Taxes	\$ 250
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Part I - Line 23 - Other Expenses

Outside Services	\$ 52,875
	\$ <u>52,875</u>

Part I - Line 25 - Contributions Paid

See List attached to Part XV	\$ <u>1,415,864</u>
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CAMPBELL SOUP FOUNDATION

21-6019196

RETURN OF PRIVATE FOUNDATION

FISCAL YEAR ENDED JUNE 30, 2016

PART VIII - LINE 1 - LIST OF OFFICERS, TRUSTEES, ETC.

TRUSTEES

<u>Name & Address</u>	<u>Title/Average Hours Worked per Week</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account Other Allowances</u>
Dave Stangis Campbell Place Camden, NJ 08103	As Required	0	None	None
Richard Landers Campbell Place Camden, NJ 08103	As Required	0	None	None
Mark Cacciatore Maxton Plant Maxton, NC	As Required	0	None	None
Kim Fortunato Campbell Place Camden, NJ 08103	As Required	0	None	None
Gary Biscoll Campbell Place Camden, NJ 08103	As Required	0	None	None
Helen Le Du Campbell Place Camden, NJ 08103	As Required	0	None	None
Karen Lewis Campbell Place Camden, NJ 08103	As Required	0	None	None
Anthony Sanzio Campbell Place Camden, NJ 08103	As Required	0	None	None

CAMPBELL SOUP FOUNDATION

21-6019196

RETURN OF PRIVATE FOUNDATION

FISCAL YEAR ENDED JUNE 30, 2016

PART VIII - LINE 1 - LIST OF OFFICERS, TRUSTEES, ETC.

OFFICERS

<u>Name & Address</u>	<u>Title/Average Hours Worked per Week</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account Other Allowances</u>
Kim Fortunato Campbell Place Camden, NJ 08103	President	0	None	None
Ashok Madhavan Campbell Place Camden, NJ 08103	Treasurer	0	None	None
Bill O'Shea Campbell Place Camden, NJ 08103	Controller	0	None	None
Andrew Kupchik Campbell Place Camden, NJ 08103	Secretary	0	None	None
Amanda Bauman Campbell Place Camden, NJ 08103	Program Director	0	None	None

21-6019196
RETURN OF PRIVATE FOUNDATION
PART XV, LINE 3 SUMMARY OF CHARITABLE CONTRIBUTIONS
FISCAL YEAR ENDED JUNE 30, 2016

Organization	Amount
American Cancer Society	32,500.00
American Heritage Girls Troop NJ0831	500.00
American National Red Cross	2,750.00
Arden Theater Company	15,000.00
Bowling Green State Univ. Foundation	275.00
Boy Scouts of America	2,000.00
Boy Scouts of America, Troop 167	1,000.00
Boys & Girls Club of Benton County	500.00
Boys and Girls Club	500.00
Brompton Community Partnership, Inc.	500.00
Bucknell University	450.00
Camden Children's Garden	5,500.00
Camden City Garden Club	25,000.00
Camden Schools Foundation	4,500.00
Camden Sophisticated Sisters Drill Team	21,000.00
Camden's Promise School Network	1,500.00
Cathedral Kitchen	23,500.00
Catholic Partnership Schools	1,000.00
Center for Aquatic Sciences	21,000.00
Center for Environmental Transformation	10,000.00
Center for Family Services	40,500.00
Central College	500.00
Central Connecticut State University	500.00
City Slicker Farms	2,000.00
Clarifi	1,000.00
Colorado State University Foundation	50.00
Community Foundation Of NJ	25,000.00
Concordia College At Moorhead	75.00
Connecticut Food Bank	1,000.00
Conscious Alliance	1,000.00
Contra Costa Chamber Orchestra	500.00
Cooper's Ferry Development Association	42,500.00
County Line Church of God	1,500.00
Covenant House California	500.00
Cultivate Food Pantry	1,000.00
Defiance College	50.00
Defiance County 4-H	1,000.00
Duke University	100.00
Dylans Drivers	1,000.00
Ed Snider Youth Hockey Foundation	5,000.00
Edmonds Center for the Arts	1,000.00
Elon University	1,000.00
Emanuel Lutheran Church - Youth Group	500.00
ESF College Foundation Inc	125.00
Evans Cross Road Voluntary Fire Department Inc	20,000.00
Food Bank of South Jersey	24,850.00
Franklin County Senior Citizens Inc	3,000.00
Friends of Morris Park	1,000.00
Garden State Council, Boy Scouts of	500.00
Georgia Tech Foundation, Inc.	300.00
Girl Scouts of America	500.00

Philabundance	250.00
Philadelphia Children's Alliance	1,000.00
Preserve New Fairfield INC	1,000.00
Princeton University	50.00
Project InAsMuch	2,000.00
Project Open Hand	2,000.00
Prometheus Symphony Orchestra	500.00
Raices Culturales Latino Americanas Inc.	1,000.00
Regents of University of Michigan	1,000.00
Rensselaer Polytechnic Institute	125.00
Respond Inc.	1,500.00
Restoring Hope Center	1,000.00
River of Life Ministries Inc	500.00
Ronald McDonald House	6,000.00
Royal Family Kids Camp & Mentoring #64	500.00
Rutgers University	10,000.00
Rutgers, The State University Of NJ	1,050.00
SAINT JOHN'S HOSPICE	1,000.00
Salvation Army	81,600.00
Samaritan House Community Center	500.00
Scotland County Literacy Council	1,000.00
Sean Fischel Connect INC	500.00
Senior Services Of Snohomish County	1,500.00
Shelby Family YMCA	1,000.00
Shepherd Higher Education Poverty	20,000.00
Siena College	500.00
Skating Club of Southern New Jersey Inc	500.00
South Jersey Land & Water Trust Inc	1,000.00
St. Joseph's Carpenter Society	1,500.00
St. Joseph's University	250.00
St. Paul Lutheran Church Kentucky	500.00
Stop Hunger Now	8,769.00
Street Reach Ministries of Myrtle Beach Inc.	3,500.00
Susquehanna University	150.00
Syracuse University	50.00
Talbot House Ministries of Lakeland Inc	500.00
Teen Leadership Corps	500.00
Temple University	1,075.00
The Alameda County Community Food Bank Inc	15,000.00
The Baldwin School	500.00
The Food Trust	40,000.00
The Lauren Rose Albert Foundation	500.00
The Sage Colleges	125.00
The Tuck School of Business at Dartmouth	175.00
The Work Group	18,000.00
Together We Can Make a Difference	500.00
Together We Can Make a Difference Initiat	500.00
Trinity University	75.00
UCLA	50.00
UCSF Benioff Children's Hosp Oakland	10,000.00
Uncharted Horizons LARP	500.00
United Fund of Willard	25,400.00
United Way of Cache Valley	500.00
United Way Of Central & Northeastern Conn	9,510.00
United Way of Chester County	15,974.00

United Way Of Coastal Fairfield County	44,636.00
United Way Of Greater Milwaukee	5,369.00
United Way of Greater Philadelphia	204,000.00
United Way of Henry County	57,593.00
United Way of Lamar County	36,449.00
United Way of Lancaster County	24,000.00
United Way of Metropolitan Chicago	4,631.00
United Way of Robeson County	25,707.00
United Way of Scotland County	23,392.50
United Way of Snohomish County	13,810.00
University of Calif. Berkeley Foundation	550.00
University Of Detroit Mercy	1,000.00
University of Illinois Foundation	250.00
University of Kentucky	50.00
University of Notre Dame	1,000.00
University of Richmond	250.00
University of San Diego	75.00
Urban Promise Ministries	30,000.00
Urban Roots	500.00
Utah State University	1,050.00
Utah State University Extension	500.00
Villanova University	812.50
Volunteers In Service To The Elderly Inc	500.00
Volunteers of America	500.00
Widener University	50.00
Woodcrest Elementary PTA	500.00
YMCA Of Burlington & Camden Counties	40,000.00
Young Mens Christian Assoc. of Snohomish	11,000.00
Youth Speaks, Inc.	500.00
Grand Total	1,415,863.50