

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning SEP 1, 2015, and ending AUG 31, 2016

Name of foundation

THE THOMAS P. WATERS FOUNDATION

A Employer identification number

23-7836361

Number and street (or P.O. box number if mail is not delivered to street address)

C/O CHRISTINA ALT, 605 MAIN STREET

Room/suite

212

B Telephone number

(856) 733-6608

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

RIVERTON, NJ 08077

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 changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 4799479. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	101270.	101270.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	71496.			
	b	Gross sales price for all assets on line 6a	2418045.			
	7	Capital gain net income (from Part IV, line 2)		71496.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit or (loss)					
11	Other income					
12	Total. Add lines 1 through 11	172766.	172766.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees	7771.	0.		7771.
	16b	Accounting fees	3005.	0.		3005.
	16c	Other professional fees	18156.	18156.		0.
	17	Interest				
	18	Taxes	4494.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	32167.	9650.		22517.
	22	Printing and publications				
	23	Other expenses				
	24	Total operating and administrative expenses. Add lines 13 through 23	65593.	27806.		33293.
	25	Contributions, gifts, grants paid	242000.			242000.
26	Total expenses and disbursements. Add lines 24 and 25	307593.	27806.		275293.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-134827.				
b	Net investment income (if negative, enter -0-)		144960.			
c	Adjusted net income (if negative, enter -0-)			N/A		

523501
11-24-15

LHA For Paperwork Reduction Act Notice, see instructions

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		89217.	112845.	112845.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 6	3077829.	2926649.	3559118.
	c	Investments - corporate bonds	STMT 7	784796.	630263.	628094.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other	STMT 8	357905.	505163.	499422.
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)		4309747.	4174920.	4799479.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		4309747.	4174920.	
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		4309747.	4174920.	
	31	Total liabilities and net assets/fund balances		4309747.	4174920.	

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	4309747.
2	Enter amount from Part I, line 27a	2	-134827.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4174920.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4174920.

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 SEE ATTACHED SCHEDULE - PAGES 23 TO 29		P	VARIOUS	12/31/15
b SEE ATTACHED SCHEDULE - PAGES 29 TO 35		P	VARIOUS	12/31/15
c CAPITAL GAINS DIVIDENDS				
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 1051987.		1117285.	-65298.
b 1333753.		1229264.	104489.
c 32305.			32305.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			-65298.
b			104489.
c			32305.
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	71496.
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		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	279996.	5075061.	.055171
2013	212887.	4821303.	.044155
2012	225953.	4475404.	.050488
2011	244719.	4264584.	.057384
2010	217403.	4449509.	.048860

2 Total of line 1, column (d)	2	.256058
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	.051212
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4682590.
5 Multiply line 4 by line 3	5	239805.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1450.
7 Add lines 5 and 6	7	241255.
8 Enter qualifying distributions from Part XII, line 4	8	275293.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1450.
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	1450.
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	1450.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4808.	
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	4808.	
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	3358.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 1452. Refunded ☐	11	1906.	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	X	
14 The books are in care of ► NACHMIAS MORRIS & ALT PC Telephone no. ► (856) 733-6600 Located at ► 605 MAIN STREET, SUITE 212, RIVERTON, NJ ZIP+4 ► 08077		
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		
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? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ 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? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

5b

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		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

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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4613812.
b	Average of monthly cash balances	1b	140086.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4753898.
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	4753898.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	71308.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4682590.
6	Minimum investment return. Enter 5% of line 5	6	234130.

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	234130.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1450.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1450.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	232680.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	232680.
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	232680.

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	275293.
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	275293.
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	1450.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	273843.

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				232680.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	217403.			
b From 2011	244719.			
c From 2012	10821.			
d From 2013				
e From 2014	35855.			
f Total of lines 3a through e	508798.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	275293.		0.	
a Applied to 2014, but not more than line 2a				
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				232680.
e Remaining amount distributed out of corpus	42613.			
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:	551411.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	217403.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	334008.			
10 Analysis of line 9:				
a Excess from 2011	244719.			
b Excess from 2012	10821.			
c Excess from 2013				
d Excess from 2014	35855.			
e Excess from 2015	42613.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
Name and address (home or business)				
a Paid during the year				
ALL HANDS VOLUNTEERS INC. 6 COUNTY ROAD, STE 6 MATTAPOISETT, MA 02739	NONE	PUBLIC	GENERAL	3000.
APPALACHIAN SUSTAINABLE AGRICULTURE PROJECT 306 W HAYWOOD STREET ASHEVILLE, NC 28801	NONE	PUBLIC	TO SUPPORT THE GROWING MINDS PROGRAM	5000.
BLACK MOUNTAIN HOME FOR CHILDREN, YOUTH & FAMILIES 80 LAKE EDEN ROAD BLACK MOUNTAIN, NC 28711	NONE	PUBLIC	TO SUPPORT THE EVERYDAY FUND (\$4,000), THE EARTH CLUB (\$1,000), THE MOUNTAIN BIKE CLUB	6000.
BOULDER VALLEY WOMEN'S HEALTH CENTER 2855 VALMONT ROAD BOULDER, CO 80301	NONE	PUBLIC	GENERAL	3000.
CHILDREN'S HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE N.E. ATLANTA, GA 30329	NONE	PUBLIC	LAURA SNITZER BOOZER FUND - PEDIATRIC ONCOLOGY NURSING SCHOLARSHIP (AFLAC CANCER CENTER)	5000.
Total	SEE CONTINUATION SHEET(S)			242000.
b Approved for future payment				
NONE				
Total				0.

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions. | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	Signature of officer or trustee <i>Thomas J. Farley, Jr.</i>		Date 12-12-16	Title TRUSTEE		
Paid Preparer Use Only	Print/Type preparer's name THOMAS J. FARLEY, JR.		Preparer's signature <i>Thomas J. Farley, Jr.</i>		Check ☐ if self-employed	PTIN P00047041
	Firm's name ▶ FARLEY, DRAIN & CO. A PROF. CORP.					Firm's EIN ▶ 23-2284111
	Firm's address ▶ 13 WILKINS AVENUE HADDONFIELD, NJ 08033					Phone no. (856) 428-3779

THE THOMAS P. WATERS FOUNDATION

23-7836361

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLORADO HAITI PROJECT 2980 17TH STREET BOULDER, CO 80304	NONE	PUBLIC	GENERAL	4000.
CONSCIOUS ALLIANCE 2525 ARAPAHOE AVE, STE E4-182 BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT THE PINE RIDGE RESERVATION/NATIVE AMERICAN YOUTH WORKSHOPS (\$10,000)	15000.
CROSS CHURCH INC. 3484 W. WEDINGTON DRIVE FAYETTEVILLE, AR 72704	NONE	PUBLIC	TO SUPPORT THE BLESSING BASKETS (\$4,000) AND LOTTIE MOON OFFERING (\$1,000)	5000.
DOCTORS WITHOUT BORDERS USA 333 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001-5004	NONE	PUBLIC	GENERAL	3000.
DUKE UNIVERSITY SCHOOL OF ENGINEERING BOX 90271 DURHAM, NC 27708	NONE	PUBLIC	TO SUPPORT THE DUKE ENGINEERS FOR INTERNATIONAL DEVELOPMENT PROGRAM	2500.
EMERGENCY FAMILY ASSISTANCE ASSOCIATION 1575 YARMOUTH AVENUE BOULDER, CO 80304	NONE	PUBLIC	FOR CASE MANAGEMENT AND BASIC NEEDS (\$6,000) AND GENERAL (\$1,0000)	7000.
ENGINEERS WITHOUT BORDERS USA 1031 33RD STREET, SUITE 210 DENVER, CO 80205	NONE	PUBLIC	GENERAL	5000.
FOOTHILLS CARING CORPS INC. P.O. BOX 831 CAREFREE, AZ 85377	NONE	PUBLIC	GENERAL	10000.
FRIENDS OF THE BOULDER COMMUNITY SCHOOL OF INTEGRATED STUDIES 3995 EAST AURORA AVENUE BOULDER, CO 80303	NONE	PUBLIC	GENERAL	2500.
GROWING GARDENS OF BOULDER COUNTY INC. P.O. BOX 1066 BOULDER, CO 80306	NONE	PUBLIC	GENERAL	2500.
Total from continuation sheets				220000.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOMeward BOUND OF ASHEVILLE P.O. BOX 1166 ASHEVILLE, NC 28802	NONE	PUBLIC	TO SUPPORT THE PATHWAYS PROGRAM	5000.
HOPEKIDS INC. P.O. BOX 672 CAVE CREEK, AZ 85327-0672	NONE	PUBLIC	GENERAL	8000.
IGNATIAN LAY VOLUNTEER CORPS 801 S. PAUL STREET BALTIMORE, MD 21202	NONE	PUBLIC	GENERAL	1000.
INTERNATIONAL RESEARCH FOUNDATION FOR ENERGY MEDICINE 10 STOUTS VALLEY ROAD EASTON, PA 18042	NONE	PUBLIC	GENERAL	5000.
LOWER MOUNTAIN FORK RIVER FOUNDATION 17 OAK LEAF LANE BROKEN BOW, OK 74728-0157	NONE	PUBLIC	GENERAL	10000.
MANNA FOOD BANK 627 SWANNANOA RIVER ROAD ASHEVILLE, NC 28805	NONE	PUBLIC	TO SUPPORT MANNA PACKS PROGRAM	5000.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236	NONE	PUBLIC	GENERAL	5000.
OKLAHOMA YOUTH FORESTRY AND WILDLIFE CAMP P.O. BOX 157 BROKEN BOW, OK 74728-0157	NONE	PUBLIC	GENERAL	5000.
OPEN DOORS OF ASHEVILLE P.O. BOX 8726 ASHEVILLE, NC 28814	NONE	PUBLIC	TO SUPPORT BRIDGING THE LANGUAGE GAP PROGRAM	5000.
PROJECT HEALING WATERS INC. 509 BRIAROAKS DRIVE LAKE DALLAS, TX 75065	NONE	PUBLIC	GENERAL	5000.
Total from continuation sheets				

THE THOMAS P. WATERS FOUNDATION

23-7836361

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RED RIVER MINISTRIES INC. 3112 WINDSOR ROAD, SUITE A112 AUSTIN, TX 78703	NONE	PUBLIC	GENERAL	2000.
RON & VICKI SANTO DIABETIC ALERT DOGS FOUNDATION 5416 EAST FELLARS SCOTTSDALE, AZ 85254	NONE	PUBLIC	GENERAL	10000.
SALVATION ARMY 1370 PENNSYLVANIA STREET DENVER, CO 80203	NONE	PUBLIC	GENERAL	2000.
SHINING MOUNTAIN WALDORF SCHOOL 999 VIOLET AVENUE BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT THE SHINING MOUNTAIN WALDORF SCHOOL ANNUAL FUND	3000.
SISTER CARMEN COMMUNITY CENTER INC. 655 ASPEN RIDGE DRIVE LAFAYETTE, CO 80026	NONE	PUBLIC	GENERAL	1000.
SPAY NEUTER INJECT PROJECT SAN ANTONIO P.O. BOX 90325 SAN ANTONIO, TX 78209	NONE	PUBLIC	GENERAL	4000.
ST. JEANNE BAPTISTE PAROCHIAL HIGH SCHOOL 173 EAST 75TH STREET NEW YORK, NY 10021	NONE	PUBLIC	TO SUPPORT THE DOROTHY WALSH WATERS '34 MEMORIAL FUND	7000.
STAR HOUSE FOUNDATION INC. 890-F ATLANTA STREET, #138 ROSWELL, GA 30075	NONE	PUBLIC	GENERAL	7000.
STEVE MACKO SCHOLARSHIP FUND 2104 LAKEHILL COURT ARLINGTON, TX 76012	NONE	PUBLIC	GENERAL	2000.
THE CAMPUS KITCHENS PROJECT 19 EYE STREET NW WASHINGTON, DC 20001	NONE	PUBLIC	GENERAL	7000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE SPCA OF NORTH TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	NONE	PUBLIC	GENERAL	2000.
THORNE ECOLOGICAL INSTITUTE P.O. BOX 19107 BOULDER, CO 80308-2107	NONE	PUBLIC	TO SUPPORT PROGRAMS FOR UNDERSERVED CHILDREN	5000.
WHISPERING HOPE RANCH P.O. BOX 54070 PHOENIX, AZ 85078	NONE	PUBLIC	GENERAL	10000.
WOMEN'S VOICES FOR THE EARTH 114 W. PINE STREET MISSOULA, MT 59807	NONE	PUBLIC	GENERAL	4000.
WORLD WILDLIFE FUND 1250 24TH STREET, NW WASHINGTON, DC 20090	NONE	PUBLIC	ALL FUNDS ARE RESTRICTED TO TRAFFIC.	4000.
NORTHWEST ARKANSAS FCA P.O. BOX 434 LOWELL, AR 72745	NONE	PUBLIC	SLOAM SPRINGS HIGH SCHOOL BACKPACK PROGRAM	2500.
GATEWAY APPRENTICESHIP PROGRAM 1545 UPLAND AVENUE BOULDER, CO 80304	NONE	PUBLIC	GENERAL	1000.
REALITIES FOR CHILDREN BOULDER COUNTY 3980 BROADWAY, SUITE 203 BOULDER, CO 80304	NONE	PUBLIC	SCHOLARSHIPS AND TRANSITIONAL HOUSING.	6000.
UNITY COLUMBINE SPIRITUAL CENTER 8900 ARAPAHOE ROAD BOULDER, CO 80303	NONE	PUBLIC	TO SUPPORT THE BUILDING FUND.	2000.
BOYS AND GIRLS CLUB OF SILOAM SPRINGS AR, INC. 655 HERITAGE COURT SILOAM SPRINGS, AR 72761	NONE	PUBLIC	TO SUPPORT THE AFTER SCHOOL PROGRAM.	2500.
Total from continuation sheets				

THE THOMAS P. WATERS FOUNDATION

23-7836361

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMON GOOD THRIFT 2435 137TH AVENUE, SE BELLEVUE, WA 98005	NONE	PUBLIC	GENERAL	11000.
DON'T FORGET TO FEED ME P.O. BOX 471277 FT WORTH, TX 76147	NONE	PUBLIC	GENERAL	2000.
GLENWOOD RETIREMENT HOME FOUNDATION INC. 719 2ND STREET, SE GLENWOOD, MN 56334	NONE	PUBLIC	THE VEGOE FAMILY MEMORIAL GENERAL FUND	2000.
MIRACLE FOUNDATION INC. 1506 WEST SIXTH STREET AUSTIN, TX 78703	NONE	PUBLIC	GENERAL	2500.
MOVING TO END SEXUAL ASSAULT 2336 CANYON BLVD, STE 103 BOULDER, CO 80302	NONE	PUBLIC	THE MEN STANDING UP PROGRAM	1000.
SISTERS OF THE CATHOLIC APOSTATE 98 HARRIMAN HEIGHTS ROAD HARRIMAN, NY 10926	NONE	PUBLIC	PURCHASE AND INSTALLATION OF COMMERCIAL DISHWASHER IN THE VINCENT PALLOTTI CENTER	4000.
FOOTHILLS KIWANIS FOUNDATION 4650 SHAWNEE PLACE BOULDER, CO 80303	NONE	PUBLIC	TO SUPPORT THE SERVICE DOGS FOR KIDS PROJECT	3000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - BLACK MOUNTAIN HOME FOR CHILDREN, YOUTH & FAMILIES
TO SUPPORT THE EVERYDAY FUND (\$4,000), THE EARTH CLUB (\$1,000), THE
MOUNTAIN BIKE CLUB (\$1,000)

NAME OF RECIPIENT - CONSCIOUS ALLIANCE
TO SUPPORT THE PINE RIDGE RESERVATION/NATIVE AMERICAN YOUTH WORKSHOPS
(\$10,000) AND PROGRAMS THAT FEED THE HUNGRY (\$5,000).

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GLENMEDE TRUST - CUSTODY ACCOUNT	133575.	32305.	101270.	101270.	
TO PART I, LINE 4	133575.	32305.	101270.	101270.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NACHMIAS MORRIS & ALT PC - LEGAL	7771.	0.		7771.
TO FM 990-PF, PG 1, LN 16A	7771.	0.		7771.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FARLEY DRAIN & CO PC - ACCOUNTING	3005.	0.		3005.
TO FORM 990-PF, PG 1, LN 16B	3005.	0.		3005.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GLENMEDE TRUST COMPANY - COMMISSIONS	18156.	18156.		0.
TO FORM 990-PF, PG 1, LN 16C	18156.	18156.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990-PF ESTIMATED TAX 8/31/2016	4494.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4494.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - PAGES 36 TO 45	2926649.	3559118.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2926649.	3559118.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - PAGES 36 TO 45	630263.	628094.
TOTAL TO FORM 990-PF, PART II, LINE 10C	630263.	628094.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - PAGES 36 TO 45	COST	505163.	499422.
TOTAL TO FORM 990-PF, PART II, LINE 13		505163.	499422.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT T. WATERS 1727 15TH STREET, SUITE 300 BOULDER, CO 80302	TRUSTEE 1.00	0.	0.	0.
KENNETH M. WATERS 4606 HIGHWAY 56, #415 BELLS, TX 75414-2574	TRUSTEE 1.00	0.	0.	0.
DR. T. PATRICK WATERS III 3229 RANKIN AVENUE DALLAS, TX 75205	TRUSTEE 1.00	0.	0.	0.
JAMES A. WATERS 2125 DOUBLE CREEK LANE ALPHARETTA, GA 30201	TRUSTEE 1.00	0.	0.	0.
CHRISTINA G. ALT 605 MAIN STREET, SUITE 212 RIVERTON, NJ 08077	TRUSTEE 0.50	0.	0.	0.
DAMON C. WATERS 1865 NORWOOD AVENUE BOULDER, CO 80304	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	ACQUIRED	DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
50	DANAHER CORP	04/21/15	09/10/15	4,308.92	4,261.00	47.92
100	MEDTRONIC PLC SHS	01/27/15	09/10/15	7,014.87	7,512.15	497.28-
300	SCRIPPS NETWORKS INTERAC	06/26/15	09/10/15	15,976.77	20,092.92	4,116.15-
15	MACY'S INC	10/21/14	09/14/15	866.16	876.75	10.59-
26	MACY'S INC	02/06/15	09/14/15	1,501.34	1,661.07	159.73-
9	MACY'S INC	02/09/15	09/14/15	519.69	572.31	52.62-
44	SYMANTEC CORP	10/21/14	09/14/15	869.66	1,039.45	169.79-
43	SYMANTEC CORP	03/09/15	09/14/15	849.89	1,047.58	197.69-
230	APPLIED MATERIALS INC	07/14/15	09/14/15	3,581.28	4,364.18	782.90-
27	POLYONE CORPORATION	10/21/14	09/14/15	831.06	985.77	154.71-
77	CME GROUP INC.	01/09/15	09/14/15	7,263.89	6,854.36	409.53
176	CAMPBELL SOUP CO.	08/10/15	09/14/15	8,690.76	8,887.80	197.04-
62	HEWLETT PACKARD CORP.	01/09/15	09/14/15	1,688.10	2,518.76	830.66-
1	HEWLETT PACKARD CORP.	02/06/15	09/14/15	27.23	37.93	10.70-
122	HEWLETT PACKARD CORP.	02/09/15	09/14/15	3,321.75	4,610.04	1,288.29-
1,178	MARVELL TECHNOLOGY GROUP LTD	08/10/15	09/14/15	10,085.85	14,942.93	4,857.08-
230	VIACOM INC-CLASS B	05/19/15	09/14/15	10,029.17	15,041.98	5,012.81-
540	APPLIED MATERIALS INC	07/14/15	09/14/15	8,417.09	10,246.34	1,829.25-
14	HEWLETT PACKARD CORP.	10/21/14	09/14/15	381.20	487.06	105.86-
13	HEWLETT PACKARD CORP.	02/09/15	09/14/15	353.97	491.23	137.26-
24	TYSON FOODS INC. CLASS A	10/21/14	09/14/15	1,038.24	936.82	101.42
21	CORRECTIONS CORP OF AMERICA	02/09/15	10/13/15	636.22	814.28	178.06-
17	CORRECTIONS CORP OF AMERICA	02/06/15	10/13/15	515.04	658.72	143.68-
22	EBAY INC	10/21/14	10/13/15	544.74	471.11	73.63
119	EBAY INC	09/14/15	10/13/15	2,946.55	3,065.46	118.91-
79	EBAY INC	09/14/15	10/13/15	1,956.12	2,036.79	80.67-
117	FLUOR CORP (NEW)	12/05/14	10/13/15	5,491.06	7,306.16	1,815.10-
194	FLUOR CORP (NEW)	08/10/15	10/13/15	9,104.83	9,459.44	354.61-
160	HALLIBURTON CO	12/05/14	10/13/15	6,244.43	6,447.55	203.12-
14	INVESCO LTD	10/21/14	10/13/15	448.39	527.73	79.34-
182	INVESCO LTD	12/05/14	10/13/15	5,829.06	7,473.30	1,644.24-
43	NABORS INDUSTRIES LTD	10/21/14	10/13/15	480.03	802.38	322.35-
21	WELLS FARGO CO	10/21/14	10/13/15	1,096.20	1,060.29	35.91
157	WESTROCK CO	12/05/14	10/13/15	8,774.74	9,232.48	457.74-
90	WESTROCK CO	12/05/14	10/13/15	5,030.10	5,299.03	268.93-

09/01/2015 TO 08/31/2016

ACCOUNT. 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
21	CORRECTIONS CORP OF AMERICA	10/21/14	10/13/15	627.17	724.92	97.75-
47	CORRECTIONS CORP OF AMERICA	02/06/15	10/13/15	1,403.68	1,821.10	417.42-
300	WAL MART STORES INC.	10/20/14	10/16/15	17,683.65	22,545.00	4,861.35-
150	T ROWE PRICE GROUP INC	05/14/15	11/03/15	11,504.48	12,270.00	765.52-
100	T ROWE PRICE GROUP INC	08/10/15	11/03/15	7,669.66	7,684.00	14.34-
50	PNC FINANCIAL SERVICES GROUP	05/14/15	11/03/15	4,602.41	4,751.50	149.09-
46	CA INC	09/14/15	11/16/15	1,233.66	1,275.17	41.51-
206	CA INC	09/14/15	11/16/15	5,524.67	5,725.79	201.12-
353	COCA COLA CO.	08/10/15	11/16/15	14,758.77	14,713.71	45.06
96	EMC CORP	09/14/15	11/16/15	2,422.65	2,325.19	97.46
38	EXPEDITORS INTL WASH INC	08/10/15	11/16/15	1,831.86	1,853.20	21.34-
53	HOLLYFRONTIER CORP	04/13/15	11/16/15	2,552.67	1,963.93	588.74
204	PROCTER & GAMBLE CO.	09/14/15	11/16/15	15,316.37	13,865.41	1,450.96
35	SEAGATE TECHNOLOGY	02/06/15	11/16/15	1,200.55	2,101.72	901.17-
86	SEAGATE TECHNOLOGY	02/09/15	11/16/15	2,949.93	5,180.35	2,230.42-
125	SEAGATE TECHNOLOGY	09/14/15	11/16/15	4,287.68	6,055.07	1,767.39-
39	SEAGATE TECHNOLOGY	09/14/15	11/16/15	1,337.76	1,885.37	547.61-
419	UGI CORP.	07/14/15	11/16/15	14,362.46	15,085.97	723.51-
176	VALSPAR CORP	04/13/15	11/16/15	14,059.06	14,957.92	898.86-
68	WABTEC	06/15/15	11/16/15	5,281.85	6,708.54	1,426.69-
7	WABTEC	06/15/15	11/16/15	544.31	690.59	146.28-
85	HONEYWELL INTERNATIONAL INC	01/09/15	11/16/15	8,714.51	8,450.42	264.09
10	HUNTINGTON INGALLS INDUSTRIES INC	10/13/15	12/14/15	1,262.02	1,116.59	145.43
117	HUNTINGTON INGALLS INDUSTRIES INC	10/13/15	12/14/15	14,765.65	13,074.43	1,691.22
302	PAYCHEX INC	05/19/15	12/14/15	15,842.78	15,165.05	677.73
146	EXPEDITORS INTL WASH INC	08/10/15	12/14/15	6,793.28	7,120.17	326.89-
203	DOLLAR GENERAL CORP	05/19/15	12/14/15	14,282.89	15,091.95	809.06-
72	ARROW ELECTRONICS INC	04/13/15	12/14/15	3,925.49	4,421.09	495.60-
130	AMERICAN ELECTRIC POWER CO. INC.	03/09/15	12/14/15	7,066.37	7,185.01	118.64-
10	GENTEX CORP	06/15/15	12/15/15	156.79	169.81	13.02-

CONFIDENTIAL

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ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2015 TO 08/31/2016

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
5	INTERPUBLIC GROUP COS	08/10/15	12/15/15	112.69	106.95	5.74
5	LIBERTY INTERACTIVE CORPORATION	08/10/15	12/15/15	135.19	152.56	17.37-
5	KROGER CO.	06/15/15	12/15/15	209.99	179.73	30.26
5	BRIXMOR PPTY GROUP INC	04/13/15	12/15/15	124.74	125.98	1.24-
5	ENSCO PLC SHS CLASS A	02/09/15	12/15/15	79.54	157.89	78.35-
5	MARATHON PETROLEUM CORP	03/09/15	12/15/15	243.89	253.60	9.71-
5	NATIONAL OILWELL VARCO INC	08/10/15	12/15/15	171.54	204.13	32.59-
5	BANK OF NEW YORK MELLON CORP	06/15/15	12/15/15	206.24	216.67	10.43-
5	PRINCIPAL FINANCIAL GROUP	07/14/15	12/15/15	229.19	261.08	31.89-
5	PROGRESSIVE CORP OHIO	02/06/15	12/15/15	155.00	132.04	22.96
5	PFIZER INC.	05/19/15	12/15/15	163.49	170.81	7.32-
5	JACOBS ENGINEERING GROUP INC	08/10/15	12/15/15	211.09	221.76	10.67-
5	PACCAR INC.	02/09/15	12/15/15	239.44	314.75	75.31-
5	JUNIPER NETWORKS INC	06/15/15	12/15/15	144.95	135.62	9.33
5	MICROSOFT CORP.	05/19/15	12/15/15	278.69	236.97	41.72
5	SYNOPSIS INC.	04/13/15	12/15/15	228.34	239.75	11.41-
5	WESTERN UNION COMPANY	01/09/15	12/15/15	90.55	89.69	0.86
5	EXELON CORPORATION	08/10/15	12/15/15	127.39	160.97	33.58-
243	H & R BLOCK	06/15/15	01/13/16	7,730.71	7,354.15	376.56
144	PRINCIPAL FINANCIAL GROUP	07/14/15	01/13/16	5,623.55	7,519.18	1,895.63-
93	ROBERT HALF INTL INC	03/09/15	01/13/16	4,036.04	5,607.73	1,571.69-
65	ARROW ELECTRONICS INC	04/13/15	01/13/16	3,104.54	3,991.26	886.72-
16	CAMERON INTERNATIONAL CORP	03/09/15	01/13/16	959.79	740.98	218.81
83	EXPRESS SCRIPTS HOLDING INC	03/09/15	01/13/16	6,667.58	6,807.33	139.75-
309	SYNOPSIS INC.	04/13/15	01/13/16	12,579.47	14,816.30	2,236.83-
291	AT&T INC	10/13/15	02/09/16	10,642.05	9,664.02	978.03
81	CHURCH & DWIGHT INC DEL COM	01/13/16	02/09/16	7,072.19	6,452.85	619.34
56	EXPEDIA INC	10/13/15	02/09/16	5,179.44	7,190.57	2,011.13-
189	GENTEX CORP	06/15/15	02/09/16	2,559.27	3,209.45	650.18-
336	JACOBS ENGINEERING GROUP INC	08/10/15	02/09/16	11,893.04	14,902.38	3,009.34-
140	JARDEN CORP	02/09/15	02/09/16	6,819.58	6,875.41	55.83-
22	JAZZ PHARMACEUTICALS PLC	09/14/15	02/09/16	2,538.88	3,495.06	956.18-

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09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short Disposal method: sale						
65	JAZZ PHARMACEUTICALS PLC	09/14/15	02/09/16	7,501.25	10,287.02	2,785.77-
20	JAZZ PHARMACEUTICALS PLC	10/13/15	02/09/16	2,308.08	2,647.38	339.30-
236	METLIFE INC	10/13/15	02/09/16	8,680.75	11,374.80	2,694.05-
167	PACCAR INC.	02/09/15	02/09/16	8,308.19	10,512.67	2,204.48-
30	ROBERT HALF INTL INC	03/09/15	02/09/16	1,168.33	1,808.94	640.61-
5	INTERNATIONAL PAPER CO.	09/14/15	02/10/16	175.99	207.48	31.49-
5	INTERPUBLIC GROUP COS	08/10/15	02/10/16	101.75	106.95	5.20-
5	LOWES COS INC	03/09/15	02/10/16	321.59	370.09	48.50-
5	BRIXMOR PPTY GROUP INC	04/13/15	02/10/16	110.66	125.98	15.32-
5	ENSCO PLC SHS CLASS A	03/09/15	02/10/16	41.54	115.09	73.55-
5	JPMORGAN CHASE & CO	06/15/15	02/10/16	284.09	340.04	55.95-
5	LIBERTY PROPERTY TRUST	10/13/15	02/10/16	137.74	170.94	33.20-
5	ACTIVISION BLIZZARD INC	07/14/15	02/10/16	145.69	130.39	15.30
5	INTEL CORP	09/14/15	02/10/16	144.29	146.43	2.14-
5	XEROX CORP.	12/14/15	02/10/16	44.04	49.28	5.24-
200	DANAHER CORP	04/21/15	02/10/16	17,217.62	17,044.00	173.62
571.429	DODGE & COX INTL STOCK FUND	06/30/15	02/10/16	17,411.44	25,000.00	7,588.56-
654.622	DODGE & COX INTL STOCK FUND	08/25/15	02/10/16	19,946.33	25,000.00	5,053.67-
43.797	TWEEDY BROWNE GLOBAL VALUE FUND	12/29/15	02/10/16	977.11	1,079.17	102.06-
165.131	TWEEDY BROWNE GLOBAL VALUE FUND	12/29/15	02/10/16	3,684.07	4,068.82	384.75-
462.746	MATTHEWS PACIFIC TIGER FD - IS	06/30/15	02/10/16	9,949.04	13,294.69	3,345.65-
739.832	MATTHEWS PACIFIC TIGER FD - IS	12/10/15	02/10/16	15,906.39	17,060.52	1,154.13-
147	HOLLYFRONTIER CORP	04/13/15	03/08/16	5,219.89	5,447.13	227.24-
434	TD AMERITRADE HOLDING CORP	01/13/16	03/08/16	13,185.76	13,156.97	28.79
168	CDW CORP	11/16/15	03/08/16	6,809.07	7,147.51	338.44-
140	ENSCO PLC SHS CLASS A	03/09/15	03/08/16	1,515.72	3,222.45	1,706.73-
78	INGREDION INC	06/15/15	03/08/16	8,210.93	6,284.23	1,926.70
136	PRINCIPAL FINANCIAL GROUP	07/14/15	03/08/16	5,207.56	7,101.44	1,893.88-
244	SCANA CORP	12/14/15	03/08/16	16,129.50	14,219.78	1,909.72
116	SCRIPPS NETWORKS INTERAC	07/14/15	03/08/16	7,338.85	7,677.69	338.84-
185	FMC TECHNOLOGIES INC	02/09/16	03/08/16	4,588.36	4,249.82	338.54
353	FMC TECHNOLOGIES INC	02/09/16	03/08/16	8,629.42	8,109.11	520.31

09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short Disposal method: sale						
204.535	BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013	12/23/15	03/28/16	1,973.76	2,000.35	26.59-
69	F5 NETWORKS INC	10/13/15	04/07/16	6,753.76	8,336.97	1,583.21-
157	ILLINOIS TOOL WORKS	11/16/15	04/07/16	16,106.68	14,268.65	1,838.03
26	LIBERTY PROPERTY TRUST	10/13/15	04/07/16	863.66	888.89	25.23-
218	LIBERTY PROPERTY TRUST	10/13/15	04/07/16	7,241.43	7,450.87	209.44-
44	MANPOWER INC	12/14/15	04/07/16	3,467.55	3,603.82	136.27-
130	MICROSOFT CORP.	05/19/15	04/07/16	7,075.53	6,161.14	914.39
41	MONSANTO CO	02/09/16	04/07/16	3,524.74	3,720.25	195.51-
72	PEPSICO INC.	11/16/15	04/07/16	7,450.84	7,149.47	301.37
66	PEPSICO INC.	01/13/16	04/07/16	6,829.93	6,451.30	378.63
108	SCRIPPS NETWORKS INTERAC	07/14/15	04/07/16	7,084.56	7,148.20	63.64-
244	WESTLAKE CHEMICAL CORP	11/16/15	04/07/16	10,669.95	14,395.66	3,725.71-
300	BAXALTA INC	05/14/15	04/28/16	12,458.72	9,439.49	3,019.23
100	BAXALTA INC	08/10/15	04/28/16	4,152.91	3,978.00	174.91
32	ACTIVISION BLIZZARD INC	07/14/15	05/09/16	1,197.13	834.53	362.60
13	ALLSTATE CORP.	03/08/16	05/09/16	877.13	842.86	34.27
24	CHICAGO BRIDGE & IRON - NV SHR	03/08/16	05/09/16	898.48	840.84	57.64
178	GENTEX CORP	06/15/15	05/09/16	2,862.97	3,022.65	159.68-
8	JOHNSON & JOHNSON	08/10/15	05/09/16	909.32	797.11	112.21
31	JPMORGAN CHASE & CO	06/15/15	05/09/16	1,904.13	2,108.27	204.14-
9	MONSANTO CO	02/09/16	05/09/16	801.58	816.64	15.06-
21	WESTERN DIGITAL CORP.	12/14/15	05/09/16	782.69	1,254.85	472.16-
182	JPMORGAN CHASE & CO	06/15/15	05/09/16	11,146.05	12,377.56	1,231.51-
19	JPMORGAN CHASE & CO	03/08/16	05/09/16	1,163.60	1,122.02	41.58
89	MONSANTO CO	02/09/16	05/09/16	7,946.29	8,075.66	129.37-
94	WESTERN DIGITAL CORP.	12/14/15	05/09/16	3,471.96	5,608.61	2,136.65-
37	WESTERN DIGITAL CORP.	12/14/15	05/09/16	1,366.62	2,202.34	835.72-
74	WESTERN DIGITAL CORP.	12/14/15	05/09/16	2,733.25	4,421.84	1,688.59-
184	CHICAGO BRIDGE & IRON - NV SHR	02/09/16	05/09/16	6,825.33	6,402.39	422.94
174	CHICAGO BRIDGE & IRON - NV SHR	03/08/16	05/09/16	6,454.39	6,096.11	358.28
491	GENTEX CORP	06/15/15	05/09/16	7,883.56	8,337.77	454.21-
250	ACTIVISION BLIZZARD INC	07/14/15	05/09/16	9,287.91	6,519.75	2,768.16
94	ALLSTATE CORP.	03/08/16	05/09/16	6,314.65	6,094.49	220.16
54	JOHNSON & JOHNSON	08/10/15	05/09/16	6,138.79	5,380.47	758.32

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09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
88	NATIONAL OILWELL VARCO INC	08/10/15	06/07/16	3,196.53	3,592.63	396.10-
278	NATIONAL OILWELL VARCO INC	08/10/15	06/07/16	10,061.77	11,349.43	1,287.66-
9	ARROW ELECTRONICS INC	09/14/15	06/07/16	605.14	502.97	102.17
20	ARROW ELECTRONICS INC	09/14/15	06/07/16	1,344.77	1,118.65	226.12
119	AVERY DENNISON CORP.	07/14/15	06/07/16	9,047.36	7,511.60	1,535.76
121	AVERY DENNISON CORP.	10/13/15	06/07/16	9,199.42	7,180.95	2,018.47
259	DELTA AIR LINES INC	03/08/16	06/07/16	10,965.95	12,057.33	1,091.38-
243	EXELON CORPORATION	08/10/15	06/07/16	8,456.96	7,823.37	633.59
122	HELMERICH & PAYNE INC.	10/13/15	06/07/16	8,190.46	7,074.22	1,116.24
15	HELMERICH & PAYNE INC.	01/13/16	06/07/16	1,007.02	685.69	321.33
171	LIBERTY PROPERTY TRUST	10/13/15	06/07/16	6,493.42	5,844.49	648.93
162	NVIDIA CORP	02/09/16	06/07/16	7,519.58	4,260.97	3,258.61
52	THERMO FISHER SCIENTIFIC INC	08/10/15	06/07/16	7,947.49	7,108.59	838.90
137	CARNIVAL CORP	04/07/16	07/08/16	6,123.49	7,028.57	905.08-
166	HORMEL FOODS CORP	04/07/16	07/08/16	6,042.55	7,064.96	1,022.41-
257	HORMEL FOODS CORP	06/07/16	07/08/16	9,355.03	8,859.25	495.78
43	LEAR CORP	03/08/16	07/08/16	4,566.87	4,552.87	14.00
125	MANPOWER INC	12/14/15	07/08/16	7,805.57	10,238.11	2,432.54-
85	PHILLIPS 66	10/13/15	07/08/16	6,352.84	7,080.18	727.34-
89	PHILLIPS 66	01/13/16	07/08/16	6,651.80	6,812.73	160.93-
74	PVH CORP	04/07/16	07/08/16	7,193.83	7,074.58	119.25
25	FLUOR CORP (NEW)	12/14/15	07/13/16	1,321.21	1,114.48	206.73
50	XEROX CORP.	12/14/15	07/13/16	478.98	492.82	13.84-
18	NEWELL BRANDS INC	05/09/16	08/05/16	965.61	859.90	105.71
131	NEWELL BRANDS INC	05/09/16	08/05/16	7,027.51	6,268.48	759.03
136	NVIDIA CORP	02/09/16	08/05/16	7,881.52	3,577.11	4,304.41
82	BOEING CO.	01/13/16	08/05/16	10,804.00	10,675.17	128.83
176	ROBERT HALF INTL INC	06/07/16	08/05/16	6,579.96	7,258.54	678.58-
321	HILTON WORLDWIDE HOLDINGS	12/14/15	08/05/16	7,505.94	6,806.32	699.62
370	HILTON WORLDWIDE HOLDINGS	01/13/16	08/05/16	8,651.70	7,030.11	1,621.59
117	STARBUCKS CORP.	02/09/16	08/05/16	6,540.23	6,423.50	116.73
134	STARBUCKS CORP.	07/08/16	08/05/16	7,490.51	7,602.28	111.77-
71	CHEVRON CORP	06/07/16	08/05/16	7,109.62	7,340.06	230.44-
81	EXXON MOBIL CORPORATION	06/07/16	08/05/16	7,083.23	7,343.86	260.63-
25	FMC TECHNOLOGIES INC	05/09/16	08/05/16	641.35	689.64	48.29-

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09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
464	FMC TECHNOLOGIES INC	05/09/16	08/05/16	11,903.37	12,789.05	885.68-
116	CENTENE CORP	04/07/16	08/05/16	8,277.26	7,193.76	1,083.50
291	TOTAL SYSTEM SERVICES INC	01/13/16	08/05/16	14,338.65	13,201.74	1,136.91
Total for disposal method: sale						
				1,051,986.95	1,117,285.33	65,298.38-

Gain/loss period is long
Disposal method: sale

50	AMERICAN EXPRESS CO.	07/24/08	09/10/15	3,771.43	1,905.90	1,865.53
50	BOEING CO.	07/24/14	09/10/15	6,665.87	6,220.50	445.37
200	INTEL CORP	07/06/93	09/10/15	5,877.89	665.63	5,212.26
100	ORACLE CORP	09/10/03	09/10/15	3,759.93	1,315.88	2,444.05
50	PARKER-HANNIFIN CORP.	08/25/11	09/10/15	5,260.90	3,385.50	1,875.40
50	PEPSICO INC.	08/21/02	09/10/15	4,550.41	2,203.00	2,347.41
100	TJX COS INC	05/14/09	09/10/15	7,150.86	1,344.00	5,806.86
100	WELLS FARGO CO	04/16/12	09/10/15	5,234.90	3,322.00	1,912.90
17	MACY'S INC	01/08/14	09/14/15	981.64	882.13	99.51
82	SYMANTEC CORP	05/15/13	09/14/15	1,620.73	2,014.30	393.57-
322	POLYONE CORPORATION	08/07/14	09/14/15	9,911.20	12,367.67	2,456.47-
67	TYSON FOODS INC CLASS A	06/05/14	09/14/15	2,906.74	2,744.56	162.18
30	EDWARDS LIFESCIENCES CP	08/07/14	09/14/15	4,161.17	2,859.16	1,302.01

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09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
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UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is long Disposal method: sale						
438	SYMANTEC CORP	05/15/13	09/14/15	8,656.91	10,759.29	2,102.38-
173	HEWLETT PACKARD CORP.	01/08/14	09/14/15	4,710.53	4,767.90	57.37-
162	MACY'S INC	01/08/14	09/14/15	9,333.91	8,406.13	927.78
234	TYSON FOODS INC. CLASS A	06/05/14	09/14/15	10,122.81	9,585.48	537.33
61	EDWARDS LIFESCIENCES CP	08/07/14	09/14/15	8,442.57	5,813.62	2,628.95
49	BED BATH & BEYOND INC	08/07/14	10/13/15	2,855.09	3,029.91	174.82-
59	BED BATH & BEYOND INC	08/07/14	10/13/15	3,437.76	3,620.46	182.70-
310	EBAY INC	05/15/13	10/13/15	7,675.89	7,354.01	321.88
76	HALLIBURTON CO	05/15/13	10/13/15	2,966.10	3,334.88	368.78-
162	INVESCO LTD	08/07/14	10/13/15	5,188.51	6,177.46	988.95-
527	NABORS INDUSTRIES LTD	03/07/14	10/13/15	5,883.22	12,125.53	6,242.31-
109	WELLS FARGO CO	10/04/13	10/13/15	5,689.83	4,498.43	1,191.40
151	CORRECTIONS CORP OF AMERICA	06/05/14	10/13/15	4,509.68	4,989.23	479.55-
111	CORRECTIONS CORP OF AMERICA	08/07/14	10/13/15	3,315.07	3,719.14	404.07-
100	US BANCORP	05/14/09	11/03/15	4,272.92	1,788.00	2,484.92
500	AT&T INC	10/31/08	11/03/15	16,839.68	13,955.00	2,884.68
50	COLGATE PALMOLIVE CO.	03/18/05	11/03/15	3,393.43	1,302.60	2,090.83
290	QUALCOMM CORP.	04/20/11	11/03/15	17,712.87	16,037.00	1,675.87
10	QUALCOMM CORP.	06/02/11	11/03/15	610.79	583.20	27.59
100	EXXON MOBIL CORPORATION	07/10/91	11/03/15	8,729.83	1,218.61	7,511.22
50	TJX COS INC	05/14/09	11/03/15	3,700.93	672.00	3,028.93
50	SCHLUMBERGER LTD.	06/19/09	11/03/15	4,114.42	2,777.54	1,336.88
100	FRANKLIN RESOURCES INC.	07/24/08	11/03/15	4,138.92	3,390.22	748.70
100	MICROSOFT CORP.	05/30/03	11/03/15	5,415.90	2,477.00	2,938.90
50	CHEVRON CORP	04/12/91	11/03/15	4,916.40	848.12	4,068.28
50	APPLE INC.	07/06/06	11/03/15	6,166.88	402.71	5,764.17
50	HOME DEPOT INC	08/30/11	11/03/15	6,277.38	1,676.00	4,601.38
50	3M CO	05/30/03	11/03/15	7,962.35	3,101.50	4,860.85
50	JOHNSON & JOHNSON	07/10/91	11/03/15	5,100.90	544.38	4,556.52
100	INTEL CORP	07/06/93	11/03/15	3,430.93	332.81	3,098.12
50	UNITED TECHNOLOGIES CORP	02/19/03	11/03/15	5,006.40	1,545.25	3,461.15
100	PATTERSON COS INC	11/21/13	11/03/15	4,804.91	4,190.05	614.86
50	DOLLAR TREE INC	07/24/14	11/03/15	3,381.43	2,744.50	636.93
8,936.55	GLENMEDE CORE FIXED INCOME	11/04/11	11/03/15	99,910.63	104,468.27	4,557.64-
208	EMC CORP	10/04/13	11/16/15	5,249.07	5,291.27	42.20-
227	EMC CORP	10/10/14	11/16/15	5,728.56	6,429.53	700.97-

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ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2015 TO 08/31/2016

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long Disposal method: sale						
36	EMC CORP	10/21/14	11/16/15	908.49	982.08	73.59-
24	LEAR CORP	11/07/14	11/16/15	2,931.80	2,213.08	718.72
55	HONEYWELL INTERNATIONAL INC	01/08/14	11/16/15	5,638.79	4,974.20	664.59
4	HONEYWELL INTERNATIONAL INC	10/21/14	11/16/15	410.09	371.10	38.99
128	LEAR CORP	11/07/14	12/14/15	15,328.25	11,803.09	3,525.16
13	TIME WARNER INC	10/21/14	12/14/15	831.88	1,005.03	173.15-
61	TIME WARNER INC	09/09/13	12/14/15	3,903.42	3,631.34	272.08
74	GOLDMAN SACHS GROUP INC	11/07/14	12/14/15	12,914.54	14,117.77	1,203.23-
22	EDWARDS LIFESCIENCES CP	10/21/14	12/14/15	1,761.12	1,161.60	599.52
28	EDWARDS LIFESCIENCES CP	08/07/14	12/14/15	2,241.42	1,334.27	907.15
5	NEW YORK COMMUNITY BANCORP	03/07/14	12/15/15	82.94	81.29	1.65
5	COMCAST CORP-CL A	10/21/14	12/15/15	292.89	261.05	31.84
5	REYNOLDS AMERICAN INC	10/21/14	12/15/15	226.39	152.63	73.76
5	WEINGARTEN REALTY	10/21/14	12/15/15	169.44	169.55	0.11-
5	CAMERON INTERNATIONAL CORP	09/08/14	12/15/15	320.64	352.31	31.67-
5	EAST WEST BANCORP INC	12/09/13	12/15/15	209.04	172.41	36.63
5	SUNTRUST BANKS INC.	10/21/14	12/15/15	214.24	185.45	28.79
5	TRINITY INDUSTRIES INC.	05/09/14	12/15/15	120.94	196.15	75.21-
5	AMDOCS LTD	10/21/14	12/15/15	277.14	229.53	47.61
15	BROCADE COMMUNICATIONS SYS	09/08/14	12/15/15	130.19	155.63	25.44-
5	CISCO SYSTEMS	10/21/14	12/15/15	133.24	117.73	15.51
5	COGNIZANT TECH SOLUTIONS CRP	10/21/14	12/15/15	302.84	223.33	79.51
5	PUBLIC SERVICE ENTERPRISE GROUP INC.	05/09/14	12/15/15	186.44	193.75	7.31-
101	AUTOMATIC DATA PROCESSING INC.	06/07/13	01/13/16	7,885.73	6,090.96	1,794.77
31	AUTOMATIC DATA PROCESSING INC.	11/05/13	01/13/16	2,420.38	2,051.29	369.09
27	AUTOMATIC DATA PROCESSING INC.	07/09/14	01/13/16	2,108.07	1,905.46	202.61
13	AUTOMATIC DATA PROCESSING INC.	10/21/14	01/13/16	1,014.99	972.27	42.72
14	CVS CORP	10/21/14	01/13/16	1,345.28	1,160.18	185.10

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID. XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2015 TO 08/31/2016

UNITS	SECURITY	ACQUIRED	DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: sale						
67	CVS CORP	05/15/13	01/13/16	6,438.11	4,027.08	2,411.03
50	EDWARDS LIFESCIENCES CP	08/07/14	01/13/16	3,878.76	2,382.63	1,496.13
442	REYNOLDS AMERICAN INC	09/08/14	01/13/16	21,171.94	12,754.40	8,417.54
31	REYNOLDS AMERICAN INC	10/21/14	01/13/16	1,484.91	946.27	538.64
19	WEINGARTEN REALTY	02/07/14	01/13/16	637.34	557.18	80.16
12	WEINGARTEN REALTY	02/07/14	01/13/16	402.53	352.86	49.67
14	WEINGARTEN REALTY	02/10/14	01/13/16	469.62	417.71	51.91
16	WEINGARTEN REALTY	02/10/14	01/13/16	536.70	480.64	56.06
3	WEINGARTEN REALTY	02/10/14	01/13/16	100.63	88.40	12.23
27	WEINGARTEN REALTY	10/21/14	01/13/16	905.69	915.53	9.84-
123	WEINGARTEN REALTY	10/04/13	01/13/16	4,125.92	3,575.51	550.41
85	CAMERON INTERNATIONAL CORP	09/08/14	01/13/16	5,098.86	5,989.32	890.46-
8	CAMERON INTERNATIONAL CORP	10/21/14	01/13/16	479.89	477.70	2.19
48	CAMERON INTERNATIONAL CORP	11/07/14	01/13/16	2,879.35	2,869.05	10.30
154	CAMERON INTERNATIONAL CORP	01/09/15	01/13/16	9,237.93	7,181.54	2,056.39
107	AT&T INC	09/08/14	02/09/16	3,913.06	3,745.14	167.92
30	AT&T INC	10/21/14	02/09/16	1,097.12	1,038.25	58.87
130	LYONDELLBASELL INDUSTRIES NV	07/09/14	02/09/16	9,827.66	12,770.24	2,942.58-
11	LYONDELLBASELL INDUSTRIES NV	10/21/14	02/09/16	831.57	1,048.30	216.73-
63	PACCAR INC.	02/06/15	02/09/16	3,134.23	3,949.29	815.06-
123	ROBERT HALF INTL INC	01/09/15	02/09/16	4,790.15	7,202.15	2,412.00-
5	DR PEPPER SNAPPLE GROUP	10/21/14	02/10/16	452.99	327.10	125.89
5	NEW YORK COMMUNITY BANCORP	03/07/14	02/10/16	77.49	81.29	3.80-
5	ALASKA AIR GROUP	10/21/14	02/10/16	334.29	236.55	97.74
5	FOOT LOCKER INC	10/21/14	02/10/16	321.09	276.80	44.29
5	PAYPAL HOLDINGS INC	05/15/13	02/10/16	167.39	163.21	4.18
5	VALERO ENERGY CORP	10/21/14	02/10/16	272.29	241.20	31.09
5	NASDAQ STOCK MARKET INC	02/06/15	02/10/16	308.79	245.67	63.12
5	PROGRESSIVE CORP OHIO	02/06/15	02/10/16	154.89	132.04	22.85
5	GILEAD SCIENCES INC.	10/21/14	02/10/16	442.29	528.90	86.61-
5	BROCADE COMMUNICATIONS SYS	09/08/14	02/10/16	38.90	51.88	12.98-
5	SKYWORKS SOLUTIONS INC	10/21/14	02/10/16	292.36	272.03	20.33

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ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2015 TO 08/31/2016

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is long						
Disposal method: sale						
5	WESTERN UNION COMPANY	01/09/15	02/10/16	81.39	89.69	8.30-
250	AMERICAN EXPRESS CO.	07/24/08	02/10/16	13,139.71	9,529.50	3,610.21
100	TJX COS INC	05/14/09	02/10/16	6,984.36	1,344.00	5,640.36
100	ORACLE CORP	09/10/03	02/10/16	3,557.92	1,315.88	2,242.04
425	FRANKLIN RESOURCES INC.	07/24/08	02/10/16	13,988.18	14,408.45	420.27-
50	MICROSOFT CORP.	05/30/03	02/10/16	2,504.44	1,238.50	1,265.94
250	PATTERSON COS INC	11/21/13	02/10/16	10,689.76	10,475.13	214.63
150	PATTERSON COS INC	04/30/14	02/10/16	6,413.86	6,113.41	300.45
725.225	DODGE & COX INTL STOCK FUND	04/10/14	02/10/16	22,097.61	32,033.19	9,935.58-
2,233.639	DODGE & COX INTL STOCK FUND	04/30/14	02/10/16	68,058.98	100,000.00	31,941.02-
1,152.339	DODGE & COX INTL STOCK FUND	10/21/14	02/10/16	35,111.77	50,000.00	14,888.23-
1,723.742	DODGE & COX INTL STOCK FUND	10/29/14	02/10/16	52,522.42	75,000.00	22,477.58-
28.505	TWEEDY BROWNE GLOBAL VALUE FUND	04/12/10	02/10/16	635.95	637.09	1.14-
3,529.412	TWEEDY BROWNE GLOBAL VALUE FUND	05/14/10	02/10/16	78,741.18	75,000.01	3,741.17
930.232	TWEEDY BROWNE GLOBAL VALUE FUND	06/22/10	02/10/16	20,753.47	20,000.00	753.47
452.693	TWEEDY BROWNE GLOBAL VALUE FUND	09/09/10	02/10/16	10,099.58	10,000.00	99.58
222.639	TWEEDY BROWNE GLOBAL VALUE FUND	12/29/11	02/10/16	4,967.08	4,849.08	118.00
1,121.922	MATTHEWS PACIFIC TIGER FD - IS	01/23/15	02/10/16	24,121.32	31,615.76	7,494.44-
178	EAST WEST BANCORP INC	05/15/13	03/08/16	5,628.49	4,499.47	1,129.02
146	EAST WEST BANCORP INC	12/09/13	03/08/16	4,616.62	5,034.36	417.74-
26	EAST WEST BANCORP INC	10/21/14	03/08/16	822.14	889.24	67.10-
305	TRINITY INDUSTRIES INC.	05/09/14	03/08/16	5,476.09	11,965.18	6,489.09-
25	TRINITY INDUSTRIES INC.	10/21/14	03/08/16	448.86	853.24	404.38-
797	WESTERN UNION COMPANY	01/09/15	03/08/16	15,282.77	14,296.99	985.78
113	CVS CORP	05/15/13	03/08/16	11,220.18	6,791.93	4,428.25
126	ENSCO PLC SHS CLASS A	02/06/15	03/08/16	1,364.15	3,805.64	2,441.49-
366	ENSCO PLC SHS CLASS A	02/09/15	03/08/16	3,962.52	11,557.47	7,594.95-
202	WEINGARTEN REALTY	10/04/13	03/08/16	7,248.55	5,871.94	1,376.61
40 51	BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013	07/17/14	03/28/16	390.92	419.68	28.76-

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ACCOUNT. 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

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INV OFFICER: Matthew Cross
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09/01/2015 TO 08/31/2016

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is long Disposal method: sale						
373.309	BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013	12/22/14	03/28/16	3,602.44	3,777.89	175.45-
9,744.34	BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013	12/04/13	03/28/16	94,032.88	98,417.83	4,384.95-
7 31	ALASKA AIR GROUP ALASKA AIR GROUP	10/21/14 04/03/14	04/07/16 04/07/16	549.11 2,431.78	331.17 1,463.42	217.94 968.36
200	US BANCORP	05/14/09	04/28/16	8,671.81	3,576.00	5,095.81
200	CISCO SYSTEMS	10/20/14	04/28/16	5,627.87	4,585.50	1,042.37
150	TJX COS INC	05/14/09	04/28/16	11,641.24	2,016.00	9,625.24
200	WELLS FARGO CO	04/16/12	04/28/16	10,128.77	6,644.00	3,484.77
200	INTEL CORP	07/06/93	04/28/16	6,281.86	665.62	5,616.24
500	INTEL CORP	07/06/93	04/28/16	15,704.66	1,664.06	14,040.60
300	MEDTRONIC PLC SHS	01/27/15	04/28/16	24,140.53	22,455.18	1,685.35
12 18	BRIXMOR PPTY GROUP INC PUBLIC SERVICE ENTERPRISE GROUP INC.	04/13/15 05/09/14	05/09/16 05/09/16	317.41 828.44	302.36 697.51	15.05 130.93
297 275 255	BRIXMOR PPTY GROUP INC BRIXMOR PPTY GROUP INC PUBLIC SERVICE ENTERPRISE GROUP INC.	03/09/15 04/13/15 05/09/14	05/09/16 05/09/16 05/09/16	7,880.43 7,296.69 11,770.03	7,400.89 6,929.13 9,881.46	479.54 367.56 1,888.57
23	PUBLIC SERVICE ENTERPRISE GROUP INC.	10/21/14	05/09/16	1,061.61	890.95	170.66
83 120 63	ARROW ELECTRONICS INC NASDAQ STOCK MARKET INC THE TRAVELERS COMPANIES INC	04/13/15 02/06/15 03/09/15	06/07/16 06/07/16 06/07/16	5,580.79 7,810.52 7,221.67	5,096.53 5,896.18 6,714.86	484.26 1,914.34 506.81
50	DOLLAR TREE INC	07/24/14	06/27/16	4,553.67	2,744.50	1,809.17
290	COGNIZANT TECH SOLUTIONS CRP	05/15/13	07/08/16	16,747.19	9,216.69	7,530.50
19	COGNIZANT TECH SOLUTIONS CRP	10/21/14	07/08/16	1,097.23	848.67	248.56
109 9 593	GENERAL DYNAMICS CORP. GENERAL DYNAMICS CORP NEW YORK COMMUNITY BANCORP	03/07/14 10/21/14 03/07/14	07/08/16 07/08/16 07/08/16	15,210.84 1,255.94 8,803.42	12,158.21 1,116.00 9,641.48	3,052.63 139.94 838.06-

09/01/2015 TO 08/31/2016

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie R Richter
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UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: sale						
50	NEW YORK COMMUNITY BANCORP	10/21/14	07/08/16	742.28	761.50	19.22-
83	TIME WARNER INC	07/11/13	07/08/16	6,409.52	4,921.49	1,488.03
24	TIME WARNER INC	09/09/13	07/08/16	1,853.36	1,428.73	424.63
50	RAYTHEON COMPANY	05/14/15	07/13/16	6,923.34	5,392.34	1,531.00
50	LABORATORY CORP OF AMERICA HOLDINGS	10/20/14	07/13/16	6,846.85	4,941.75	1,905.10
50	HOME DEPOT INC.	08/30/11	07/13/16	6,743.85	1,676.00	5,067.85
50	JOHNSON & JOHNSON	07/10/91	07/13/16	6,134.36	544.37	5,589.99
20	VERIZON COMMUNICATIONS	10/21/14	07/13/16	1,118.37	974.20	144.17
30	VERIZON COMMUNICATIONS	02/07/14	07/13/16	1,677.55	1,403.29	274.26
22	SUNTRUST BANKS INC.	10/21/14	07/13/16	938.49	815.98	122.51
3	SUNTRUST BANKS INC.	05/15/13	07/13/16	127.98	93.30	34.68
14	CELGENE CORP	10/21/14	07/13/16	1,428.10	1,317.96	110.14
11	CELGENE CORP	05/15/13	07/13/16	1,122.08	709.61	412.47
50	BROCADE COMMUNICATIONS SYS	09/08/14	07/13/16	487.48	518.76	31.28-
51	GILEAD SCIENCES INC.	06/07/13	08/05/16	4,100.57	2,687.79	1,412.78
96	GILEAD SCIENCES INC.	07/09/14	08/05/16	7,718.73	8,390.19	671.46-
7	GILEAD SCIENCES INC.	10/21/14	08/05/16	562.82	740.46	177.64-
50	INGREDION INC	06/15/15	08/05/16	6,743.20	4,028.35	2,714.85
200	ABBOTT LABORATORIES	07/22/10	08/23/16	8,834.46	4,725.64	4,108.82
100	ABBOTT LABORATORIES	03/18/05	08/23/16	4,417.23	2,123.86	2,293.37
50	JOHNSON & JOHNSON	07/10/91	08/23/16	5,975.60	544.38	5,431.22
50	RAYTHEON COMPANY	05/14/15	08/26/16	7,088.84	5,392.34	1,696.50
100	ORACLE CORP	09/10/03	08/26/16	4,116.91	1,315.88	2,801.03
50	ORACLE CORP	11/09/05	08/26/16	2,058.45	630.00	1,428.45
50	MICROSOFT CORP.	05/30/03	08/26/16	2,912.43	1,238.50	1,673.93
50	APPLE INC.	07/06/06	08/26/16	5,368.88	402.71	4,966.17
Total for disposal method: sale				1,333,753.27	1,229,263.95	104,489.32

HOLDINGS LIST

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash										
CASH	-			1.00	(7,750.28)	1.00	(7,750.28)	-	-	0.0%
GS FS GOVERNMENT FUND DTD 6/1/2016	114,933.00	FGTXX		1.00	114,933.00	1.00	114,933.00	-	306.83	0.3%
Cash Total					107,182.72		107,182.72	-	306.83	0.3%
Fixed Income										
Taxable										
GLENMEDE CORE FIXED INCOME	40,709.22	GTCGX		11.39	463,680.57	11.40	464,085.14	404.57	9,363.12	2.0% +
Taxable Total					463,680.57		464,085.14	404.57	9,363.12	2.0%
High Yield										
TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2012	5,291.01	TIHYX		9.45	50,000.00	9.64	51,005.29	1,005.29	2,952.38	5.8%
High Yield Total					50,000.00		51,005.29	1,005.29	2,952.38	5.8%
International										
BLACKROCK STRATEGIC INCOME OPP DTD 11/11/2013	11,542.79	BSIIX		10.10	116,582.17	9.79	113,003.90	(3,578.27)	3,904.29	3.5%
International Total					116,582.17		113,003.90	(3,578.27)	3,904.29	3.5%
Fixed Income Total					630,262.74		628,094.33	(2,168.41)	16,219.79	2.6%
Equity										
Large Cap										
Consumer Discretionary										
DOLLAR TREE INC	250.00	DLTR		54.89	13,722.50	82.70	20,675.00	6,952.50	-	0.0%
HOME DEPOT INC.	150.00	HD		33.52	5,028.00	134.12	20,118.00	15,090.00	414.00	2.1%
OMNICOM GROUP	300.00	OMC		40.89	12,267.99	86.13	25,839.00	13,571.01	660.00	2.6%



08/01/2016 - 08/31/2016

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
PRICELINE COM INC	10.00	PCLN		1,286.87	12,868.70	1,416.73	14,167.30	1,298.60	-	0.0%
Consumer Staples										
CAMPBELL SOUP CO.	250.00	CPB		46.49	11,622.50	60.72	15,180.00	3,557.50	312.00	2.1%
COLGATE PALMOLIVE CO.	200.00	CL		26.05	5,210.38	74.34	14,868.00	9,657.62	312.00	2.1%
PEPSICO INC.	200.00	PEP		40.30	8,060.00	106.75	21,350.00	13,290.00	602.00	2.8%
PROCTER & GAMBLE CO.	200.00	PG		42.21	8,441.00	87.31	17,462.00	9,021.00	535.60	3.1%
Energy										
CHEVRON CORP	200.00	CVX		16.96	3,392.50	100.58	20,116.00	16,723.50	856.00	4.3%
EXXON MOBIL CORPORATION	150.00	XOM		12.19	1,827.91	87.14	13,071.00	11,243.09	450.00	3.4% +
SCHLUMBERGER LTD.	250.00	SLB		55.55	13,887.67	79.00	19,750.00	5,862.33	500.00	2.5%
Financials										
CHUBB LIMITED	100.00	CB		117.99	11,799.00	126.93	12,693.00	894.00	276.00	2.2%
INVESCO LTD	550.00	IVZ		26.53	14,591.50	31.19	17,154.50	2,563.00	616.00	3.6%
JPMORGAN CHASE & CO	350.00	JPM		60.79	21,276.55	67.50	23,625.00	2,348.45	672.00	2.8% +
NORTHERN TRUST CORP	150.00	NTRS		74.96	11,244.00	70.59	10,588.50	(655.50)	228.00	2.2%
PNC FINANCIAL SERVICES GROUP	250.00	PNC		91.97	22,993.50	90.10	22,525.00	(468.50)	550.00	2.4% +
US BANCORP	400.00	USB		17.88	7,152.00	44.15	17,660.00	10,508.00	408.00	2.3%
WELLS FARGO CO	300.00	WFC		33.22	9,966.00	50.80	15,240.00	5,274.00	456.00	3.0%
Health Care										
ABBOTT LABORATORIES	300.00	ABT		21.24	6,371.57	42.02	12,606.00	6,234.43	312.00	2.5%
BAXTER INTL. INC.	300.00	BAX		37.43	11,227.51	46.73	14,019.00	2,791.49	156.00	1.1%
BIOGEN IDEC INC	50.00	BIIB		282.85	14,142.50	305.63	15,281.50	1,139.00	-	0.0%
ELI LILLY & CO.	200.00	LLY		80.13	16,025.00	77.75	15,550.00	(475.00)	408.00	2.6% +
GILEAD SCIENCES INC.	200.00	GILD		81.43	16,286.72	78.38	15,676.00	(610.72)	376.00	2.4%
JOHNSON & JOHNSON	150.00	JNJ		10.89	1,633.12	119.34	17,901.00	16,267.88	480.00	2.7%

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Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
LABORATORY CORP OF AMERICA HOLDINGS	150.00	LH		98.84	14,825.25	136.93	20,539.50	5,714.25	-	0.0%
Industrials										
3M CO	100.00	MMM		62.03	6,203.00	179.24	17,924.00	11,721.00	444.00	2.5%
BOEING CO	150.00	BA		124.41	18,661.50	129.45	19,417.50	756.00	654.00	3.4%
ILLINOIS TOOL WORKS	100.00	ITW		91.31	9,131.00	118.85	11,885.00	2,754.00	260.00	2.2%
PARKER-HANNIFIN CORP.	150.00	PH		67.71	10,156.50	122.53	18,379.50	8,223.00	378.00	2.1%
RAYTHEON COMPANY	100.00	RTN		107.85	10,784.68	140.13	14,013.00	3,228.32	293.00	2.1%
UNITED TECHNOLOGIES CORP	150.00	UTX		30.91	4,635.75	106.43	15,964.50	11,328.75	396.00	2.5%
Information Technology										
ACCENTURE PLC	150.00	ACN		96.51	14,476.50	115.00	17,250.00	2,773.50	330.00	1.9%
APPLE INC.	250.00	AAPL		8.05	2,013.56	106.10	26,525.00	24,511.44	570.00	2.1%
CISCO SYSTEMS	800.00	CSCO		22.93	18,342.00	31.44	25,152.00	6,810.00	832.00	3.3%
COGNIZANT TECH SOLUTIONS CRP	200.00	CTSH		62.64	12,527.72	57.44	11,488.00	(1,039.72)	-	0.0%
GLOBAL PAYMENTS INC	200.00	GPN		73.48	14,696.00	75.95	15,190.00	494.00	8.00	0.1%
MASTERCARD INC-CL A	150.00	MA		91.00	13,650.00	96.63	14,494.50	844.50	114.00	0.8%
MICROSOFT CORP.	400.00	MSFT		24.77	9,908.00	57.46	22,984.00	13,076.00	576.00	2.5%
ORACLE CORP	450.00	ORCL		12.60	5,670.00	41.22	18,549.00	12,879.00	270.00	1.5%
Mutual Funds										
GLENMEDE LARGE CAP GROWTH	4,180.60	GTLX		23.92	100,000.00	25.64	107,190.64	7,190.64	610.37	0.6%
Separately Managed Accounts (1)										
Glenmede Large Cap Equity					1,307,005.15		1,490,580.71	183,575.56	29,422.15	2.0%
Large Cap Total					1,833,724.73		2,280,442.66	446,917.92	44,737.12	2.0%



Security Name	Quantity	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Small Cap									
Mutual Funds									
GLENMEDE SMALL CAP ADV	10,172.02		18.47	187,829.59	26.94	274,034.14	86,204.55	447.57	0.2% +
VANGUARD SMALL CAP INDEX-ADM	2,385.89		31.73	75,709.73	58.59	139,789.53	64,079.80	2,505.19	1.5% +
Small Cap Total				263,539.32		413,823.67	150,284.35	2,952.76	0.7%
International									
Mutual Funds									
DFA WORLD EX US CORE EQUITY INTL	20,661.16		8.47	175,000.00	9.93	205,165.29	30,165.29	4,958.68	2.4%
GLENMEDE INTERNATIONAL	32,353.37		12.83	415,000.00	12.97	419,623.14	4,623.14	5,694.19	1.4% +
MATTHEWS PACIFIC TIGER FD - IS	6,120.24		22.36	136,848.14	26.00	159,126.32	22,278.18	2,852.03	1.5% +
WISDOMTREE JAPAN HEDGED EQUITY FD ETF	2,000.00		54.10	108,199.60	43.20	86,400.00	(21,799.60)	1,732.00	2.3%
International Total				835,047.74		870,314.75	35,267.01	15,236.90	1.8%
Equity Total				2,932,311.79		3,544,781.07	632,469.28	62,926.78	1.8%
Alternative Assets									
Real Estate									
DREYFUS GLOBAL REAL ESTATE SECURITIES FD	11,287.72		8.26	93,261.20	9.63	108,700.74	15,439.54	2,336.56	2.1% +
Real Estate Total				93,261.20		108,700.74	15,439.54	2,336.56	2.1%
Absolute Return									
AQR RISK PARITY FUND -I	6,126.04		11.68	71,582.48	10.11	61,934.28	(9,648.20)	-	0.0% +
AQR STYLE PREMIA ALTERNATIVE FUND	6,298.45		10.32	65,000.00	9.82	61,850.78	(3,149.22)	3,722.38	6.0%
GLENMEDE LONG/SHORT	6,029.69		10.78	65,000.00	11.35	68,436.92	3,436.92	-	0.0%
PIMCO ALL ASSETS AUTH -IS	6,260.59		10.74	67,238.72	8.58	53,715.85	(13,522.87)	2,454.15	4.6%

LESS CASH OF
 \$5,662.79 =
 *2,926,649.00
 LESS CASH OF
 \$5,662.79 =
 *3,559,118.28

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Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
VANGUARD MARKET NEUTRAL FUND	4,240.88	VMNFX		11.79	50,000.00	11.66	49,448.68	(551.32)	8.48	0.0%
Absolute Return Total					318,821.20		295,384.51	(23,436.69)	6,185.02	2.1%
Commodities										
UNITED STATES COMMODITY INDEX	2,300.00	USCI		40.47	93,081.00	41.45	95,335.00	2,254.00	-	0.0%
Commodities Total					93,081.00		95,335.00	2,254.00	-	0.0%
Alternative Assets Total					505,163.40		499,422.25	(5,741.15)	8,521.57	1.7%
Total For 0676-40-4/5					4,174,920.65		4,799,480.37	624,559.72	87,974.98	1.8%
Accrued Income							5,380.60			
Grand Total							\$4,804,860.97			

+ Multiple lots

(1) Holdings in Separately Managed Accounts follow

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SEPARATELY MANAGED ACCOUNT HOLDINGS

MANAGER: Glenmede Large Cap Equity

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
CASH										
CASH	-			1.00	0.79	1.00	0.79	-	-	0.0%
GS FS GOVERNMENT FUND DTD 6/1/2016	5,662.00	FGTX		1.00	5,662.00	1.00	5,662.00	-	15.12	0.3%
Cash Total					5,662.79		5,662.79	-	15.12	
SECURITIES										
ACCENTURE PLC	143.00	ACN		96.65	13,820.38	115.00	16,445.00	2,624.62	314.60	1.9%
AETNA INC NEW	1,620.00	AET		90.22	14,615.35	117.12	18,973.44	4,358.09	162.00	0.9%
AKAMAI TECHNOLOGIES	260.00	AKAM		53.54	13,921.36	54.90	14,274.00	352.64	-	0.0%
ALASKA AIR GROUP	243.00	ALK		54.51	13,245.30	67.53	16,409.79	3,164.49	267.30	1.6% +
AMDOCS LTD	302.00	DOX		37.76	11,402.45	60.12	18,156.24	6,753.79	235.56	1.3% +
AMGEN	95.00	AMGN		115.52	10,974.53	170.06	16,155.70	5,181.17	380.00	2.4% +
ANTHEM INC	124.00	ANTM		108.67	13,475.29	125.08	15,509.92	2,034.63	322.40	2.1% +
APPLE INC	135.00	AAPL		124.51	16,809.00	106.10	14,323.50	(2,485.50)	307.80	2.1% +
AVERY DENNISON CORP.	191.00	AVY		78.51	14,995.01	77.44	14,791.04	(203.97)	313.24	2.1%
BANK OF NEW YORK MELLON CORP	365.00	BK		42.88	15,650.20	41.67	15,209.55	(440.65)	277.40	.8% +
BIOGEN IDEC INC	49.00	BIIB		279.61	13,700.90	305.63	14,975.87	1,274.97	-	0.0%
BROCADE COMMUNICATIONS SYS	1,266.00	BRCD		9.98	12,632.12	8.98	11,368.68	(1,263.44)	278.52	2.4% +
CAMPBELL SOUP CO	97.00	CPB		61.34	5,949.95	60.72	5,889.84	(60.11)	121.06	2.1%
CARDINAL HEALTH INC	172.00	CAH		88.65	15,248.20	79.67	13,703.24	(1,544.96)	308.91	2.3%
CELGENE CORP	159.00	CELG		63.89	10,158.14	106.74	16,971.66	6,813.52	-	0.0% +
CENTURYTEL INC	530.00	CTL		27.34	14,491.21	27.80	14,734.00	242.79	1,144.80	7.8%
CISCO SYSTEMS	531.00	CSCO		22.17	11,774.17	31.44	16,694.64	4,920.47	552.24	3.3% +
CLOROX CO	100.00	CLX		125.93	12,593.43	131.04	13,104.00	510.57	320.00	2.4%

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Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
CME GROUP INC.	151.00	CME		93.87	14,174.79	108.35	16,360.85	2,186.06	362.40	2.2%
CMS ENERGY CORP	341.00	CMS		41.36	14,105.08	41.97	14,311.77	206.69	422.84	3.0%
COMCAST CORP-CL A	242.00	CMCSA		43.90	10,624.62	65.26	15,792.92	5,168.30	266.20	1.7%
CROWN HOLDINGS INC	146.00	CCK		47.37	6,916.66	54.23	7,917.58	1,000.92	-	0.0%
DR PEPPER SNAPPLE GROUP	245.00	DPS		49.74	12,186.65	93.70	22,956.50	10,769.85	519.40	2.3%
EATON CORP PLC ORDINARY	229.00	ETN		60.71	13,901.57	66.54	15,237.66	1,336.09	522.12	3.4%
EBAY INC	515.00	EBAY		26.11	13,446.96	32.16	16,562.40	3,115.44	-	0.0%
EQUIFAX INC	56.00	EFX		133.38	7,469.51	131.90	7,386.40	(83.11)	73.92	1.0%
EXELON CORPORATION	206.00	EXC		32.19	6,632.15	34.00	7,004.00	371.85	262.03	3.7%
EXPRESS SCRIPTS HOLDING INC	95.00	ESRX		82.02	7,791.53	72.70	6,906.50	(885.03)	-	0.0%
F5 NETWORKS INC	139.00	FFIV		106.41	14,790.50	122.73	17,059.47	2,268.97	-	0.0%
FACEBOOK INC -A	119.00	FB		120.74	14,368.57	126.12	15,008.28	639.71	-	0.0%
FIFTH THIRD BANK	401.00	FITB		17.42	6,984.33	20.16	8,084.16	1,099.83	208.52	2.6%
FLUOR CORP (NEW)	286.00	FLR		44.58	12,749.62	51.90	14,843.40	2,093.78	240.24	1.6%
FOOT LOCKER INC	263.00	FL		37.52	9,867.83	65.64	17,263.32	7,395.49	289.30	1.7%
GAMING & LEISURE PROPERTIES INC	433.00	GLPI		33.47	14,490.94	34.21	14,812.93	321.99	1,039.20	7.0%
GLOBAL PAYMENTS INC	197.00	GPN		73.19	14,419.26	75.95	14,962.15	542.89	7.88	0.1%
HARLEY DAVIDSON INC.	223.00	HOG		42.85	9,556.11	52.70	11,752.10	2,195.99	312.20	2.7%
HELMERICH & PAYNE INC	156.00	HP		45.71	7,131.18	60.46	9,431.76	2,300.58	436.80	4.6%
HOME DEPOT INC.	117.00	HD		120.10	14,052.20	134.12	15,692.04	1,639.84	322.92	2.1%
HONEYWELL INTERNATIONAL INC	125.00	HON		101.53	12,690.91	116.71	14,588.75	1,897.84	297.50	2.0%
HP INC	1,053.00	HPQ		13.76	14,485.49	14.37	15,131.61	646.12	522.29	3.5%
INGREDION INC	55.00	INGR		80.57	4,431.18	136.96	7,532.80	3,101.62	99.00	1.3%
INTEL CORP	468.00	INTC		29.29	13,706.09	35.89	16,796.52	3,090.43	486.72	2.9%
INTERNATIONAL PAPER CO	263.00	IP		41.50	10,913.31	48.49	12,752.87	1,839.56	462.88	3.6%
INTERPUBLIC GROUP COS	695.00	IPG		21.39	14,866.61	23.14	16,082.30	1,215.69	417.00	2.6%
JOHNSON & JOHNSON	87.00	JNJ		99.64	8,668.54	119.34	10,382.58	1,714.04	278.40	2.7%



Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
JPMORGAN CHASE & CO	236.00	JPM		61.92	14,612.60	67.50	15,930.00	1,317.40	453.12	2.8%
JUNIPER NETWORKS INC	619.00	JNPR		26.20	16,216.74	23.08	14,286.52	(1,930.22)	247.60	1.7% +
KIMCO REALTY CORP	457.00	KIM		27.41	12,524.18	30.05	13,732.85	1,208.67	466.14	3.4%
KINDER MORGAN INC	832.00	KMI		17.51	14,564.37	21.85	18,179.20	3,614.83	416.00	2.3% +
KROGER CO	411.00	KR		35.95	14,773.49	31.99	13,147.89	(1,625.60)	197.28	1.5%
LEAR CORP	85.00	LEA		105.88	8,999.87	116.29	9,884.65	884.78	102.00	1.0%
LIBERTY INTERACTIVE CORPORATION	387.00	QVCA		30.51	11,808.03	21.13	8,177.31	(3,630.72)	-	0.0%
LOWES COS INC	195.00	LOW		74.02	14,433.69	76.56	14,929.20	495.51	273.00	1.8%
LYONDELLBASELL INDUSTRIES NV	165.00	LYB		84.52	13,945.87	78.89	13,016.85	(929.02)	561.00	4.3%
MARATHON OIL CORP	1,263.00	MRO		10.20	12,887.15	15.02	18,970.26	6,083.11	252.60	1.3%
MARATHON PETROLEUM CORP	414.00	MPC		44.86	18,573.11	42.51	17,599.14	(973.97)	596.16	3.4% ²⁴
MARSH & MCLENNAN COMPANIES INC	111.00	MMC		63.42	7,039.98	67.63	7,506.93	466.95	150.96	2.0% +
MCKESSON HBOC INC	37.00	MCK		192.55	7,124.52	184.62	6,830.94	(293.58)	41.44	0.6%
MERCK & CO INC	255.00	MRK		62.26	15,876.07	62.79	16,011.45	135.38	469.20	2.9%
MICHAEL KORS HOLDINGS LTD	297.00	KORS		50.38	14,963.60	48.95	14,538.15	(425.45)	-	0.0%
MICROSOFT CORP.	181.00	MSFT		47.39	8,578.20	57.46	10,400.26	1,822.06	260.64	2.5%
MONDELEZ INTL INC CL A	315.00	MDLZ		45.45	14,315.24	45.02	14,181.30	(133.94)	239.40	1.7%
MSCI INC	212.00	MSCI		67.65	14,342.14	90.12	19,105.44	4,763.30	237.44	1.2%
MYLAN N V EURO	270.00	MYL		50.43	13,616.94	42.36	11,437.20	(2,179.74)	-	0.0%
NASDAQ STOCK MARKET INC	177.00	NDAQ		49.13	8,696.86	71.21	12,604.17	3,907.31	226.56	1.8%
NIKE INC CL B	132.00	NKE		56.20	7,418.59	57.64	7,608.48	189.89	84.48	1.1%
NVIDIA CORP	206.00	NVDA		26.30	5,418.28	61.34	12,636.04	7,217.76	94.76	0.7%
O'REILLY AUTOMOTIVE INC	26.00	ORLY		277.83	7,223.66	279.95	7,278.70	55.04	-	0.0%
OMNICOM GROUP	206.00	OMC		67.16	13,835.36	86.13	17,742.78	3,907.42	453.20	2.6% +
ORACLE CORP	363.00	ORCL		38.25	13,883.92	41.22	14,962.86	1,078.94	217.80	1.5%
OWENS CORNING	139.00	OC		53.61	7,452.16	54.92	7,633.88	181.72	100.08	1.3%
PAYPAL HOLDINGS INC	432.00	PYPL		32.63	14,094.37	37.15	16,048.80	1,954.43	-	0.0% +

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Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
PEOPLES LTD FINC INC	445.00	PBCT		15.58	6,933.99	16.25	7,231.25	297.26	302.60	4.2%
PEPSICO INC.	109.00	PEP		104.93	11,437.29	106.75	11,635.75	198.46	328.09	2.8% +
PFIZER INC	441.00	PFE		30.17	13,304.42	34.80	15,346.80	2,042.38	529.20	3.4% +
PNC FINANCIAL SERVICES GROUP	160.00	PNC		98.92	15,827.53	90.10	14,416.00	(1,411.53)	352.00	2.4% +
PPG INDUSTRIES INC	91.00	PPG		107.60	9,792.05	105.88	9,635.08	(156.97)	145.60	1.5% +
PROCTER & GAMBLE CO.	168.00	PG		83.16	13,971.13	87.31	14,668.08	696.95	449.90	3.1%
PROGRESSIVE CORP OHIO	549.00	PGR		26.38	14,484.09	32.56	17,875.44	3,391.35	487.51	2.7% +
QUALCOMM CORP	163.00	QCOM		53.76	8,763.29	63.07	10,280.41	1,517.12	345.56	3.4%
SCHLUMBERGER LTD.	184.00	SLB		80.77	14,861.42	79.00	14,536.00	(325.42)	368.00	2.5%
SIMON PROPERTY GROUP INC	72.00	SPG		203.29	14,637.08	215.47	15,513.84	876.76	464.40	3.0% +
SKYWORKS SOLUTIONS INC	244.00	SWKS		28.99	7,072.49	74.86	18,265.84	11,193.35	273.28	1.5% + ^{hh}
SOUTHWEST AIRLINES	363.00	LUV		40.73	14,786.44	36.88	13,387.44	(1,399.00)	145.20	1.1%
STANLEY BLACK & DECKER INC	135.00	SWK		104.85	14,154.14	123.75	16,706.25	2,552.11	313.20	1.9%
SUNTRUST BANKS INC.	297.00	STI		31.10	9,237.12	44.07	13,088.79	3,851.67	308.88	2.4%
SYNOPSIS INC.	135.00	SNPS		55.00	7,425.18	59.29	8,004.15	578.97	-	0.0%
TARGET CORP	137.00	TGT		71.86	9,845.42	70.19	9,616.03	(229.39)	328.80	3.4%
TESORO PETE CORP	199.00	TSO		74.87	14,899.37	75.42	15,008.58	109.21	437.80	2.9%
THE TRAVELERS COMPANIES INC	76.00	TRV		106.59	8,100.46	118.71	9,021.96	921.50	203.68	2.3%
THERMO FISHER SCIENTIFIC INC	56.00	TMO		136.70	7,655.40	152.19	8,522.64	867.24	33.60	0.4%
TJX COS INC	181.00	TJX		81.73	14,793.71	77.44	14,016.64	(777.07)	188.24	1.3%
TYSON FOODS INC. CLASS A	326.00	TSN		44.10	14,375.10	75.57	24,635.82	10,260.72	195.60	0.8%
UGI CORP	181.00	UGI		38.49	6,966.55	45.48	8,231.88	1,265.33	171.95	2.1%
UNITED THERAPEUTICS CORP	139.00	UTHR		71.58	9,949.79	122.28	16,996.92	7,047.13	-	0.0% +
UNUMPROVIDENT CORP	231.00	UNM		30.25	6,987.47	35.61	8,225.91	1,238.44	184.80	2.2%
VALERO ENERGY CORP	265.00	VLO		40.11	10,630.33	55.35	14,667.75	4,037.42	636.00	4.3% +
VERIZON COMMUNICATIONS	263.00	VZ		46.48	12,223.67	52.33	13,762.79	1,539.12	594.38	4.3% +
VISA INC-CLASS A SHARES	197.00	V		69.82	13,753.99	80.90	15,937.30	2,183.31	110.32	0.7% +



08/01/2016 - 08/31/2016

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
VMWARE INC-CLASS A	277.00	VMW		58.05	16,078.92	73.33	20,312.41	4,233.49	-	0.0% +
WABTEC	207.00	WAB		73.74	15,263.84	76.61	15,858.27	594.43	82.80	0.5% +
WAL MART STORES INC.	236.00	WMT		59.90	14,136.90	71.44	16,859.84	2,722.94	472.00	2.8%
WALT DISNEY CO	140.00	DIS		107.06	14,988.72	94.46	13,224.40	(1,764.32)	198.80	1.5% +
WATERS CORP	112.00	WAT		115.64	12,951.63	157.31	17,618.72	4,667.09	-	0.0%
WELLS FARGO CO	273.00	WFC		46.36	12,656.06	50.80	13,868.40	1,212.34	414.96	3.0%
WESTLAKE CHEMICAL CORP	315.00	WLK		46.26	14,571.78	51.82	16,323.30	1,751.52	240.03	1.5%
WYNDHAM WORLDWIDE CORP	194.00	WYN		64.54	12,519.84	70.79	13,733.26	1,213.42	388.00	2.8% +
XEROX CORP.	1,340.00	XRX		9.86	13,207.58	9.85	13,199.00	(8.58)	415.40	3.1%
Securities Total					1,301,342.36		1,484,917.92	183,575.56	29,407.03	
Glenmede Large Cap Equity Total					\$1,307,005.15		\$1,490,580.71	\$183,575.56	\$29,422.15	

+ Multiple lots

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