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

2015

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.

Open to Public Inspection

For calendar year 2015, or tax year beginning Nov 1, 2015, and ending Oct 31, 2016

Name of foundation SPROUL FOUNDATION		A Employer identification number 22-2725129
Number and street (or P.O. box number if mail is not delivered to street address) 1760 BRISTOL ROAD; P.O. BOX 160		B Telephone number (see instructions) (215) 343-9000
City or town, state or province, country, and ZIP or foreign postal code WARRINGTON PA 18976		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 348,323.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
1 Contributions, gifts, grants, etc, received (attach schedule)	2,000.			
2 Ck <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	10,706.	10,706.	10,706.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			443.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11.	12,706.	10,706.	11,149.	
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 sch)	1,170.			1,170.
c Other prof. fees (attach sch)				
17 Interest				
18 Taxes (attach schedule) (See instrs) See Line-18 Stmt	2,649.			2,649.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
See Line 23 Stmt	5,530.			5,530.
24 Total operating and administrative expenses. Add lines 13 through 23	9,349.			9,349.
25 Contributions, gifts, grants paid	19,000.			19,000.
26 Total expenses and disbursements. Add lines 24 and 25	28,349.			28,349.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-15,643.			
b Net investment income (if negative, enter -0-)		10,706.		
c Adjusted net income (if negative, enter -0-)			11,149.	

SCANNED JAN 26 2017

REVENUE

ADMINISTRATIVE AND OPERATING EXPENSES

RECEIVED
JAN 23 2017
PS:OS

11 f

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	943.	1,088.	1,088.
	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 sch) . ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
		b Investments — corporate stock (attach schedule)			
		c Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)	354,010.	347,235.	347,235.	
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)	354,953.	348,323.	348,323.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶			
	23	Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	354,953.	348,323.	
	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)	354,953.	348,323.		
31	Total liabilities and net assets/fund balances (see instructions)	354,953.	348,323.		

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	354,953.
2	Enter amount from Part I, line 27a	2	-15,643.
3	Other increases not included in line 2 (itemize) ▶ <u>UNREALIZED GAIN ON INVESTMENTS</u>	3	11,049.
4	Add lines 1, 2, and 3	4	350,359.
5	Decreases not included in line 2 (itemize) ▶ <u>REALIZED LOSSES ON SALE OF INVESTMENTS</u>	5	2,036.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	348,323.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1 a ALPHABET INC CL C	P	05/11/15	11/25/15
b ABB LTD SPON ADR	P	05/11/15	12/31/15
c ARTESIEN RES CORP CL A	P	05/11/15	12/31/15
d DUPONT DE NEMOURIS	P	07/27/15	12/31/15
e See Columns (a) thru (d)			

(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 3,747.		2,584.	1,163.
b 1,778.		2,188.	-410.
c 2,643.		2,040.	603.
d 3,355.		2,830.	525.
e See Columns (e) thru (h)		98,368.	-3,820.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,163.
b			-410.
c			603.
d			525.
e See Columns (i) thru (l)			-3,820.

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	-1,939.
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	443.

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	24,516.		
2013	24,609.		
2012	27,127.		
2011	25,605.		
2010	23,240.		

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	355,405.
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	107.
7 Add lines 5 and 6.	7	107.
8 Enter qualifying distributions from Part XII, line 4	8	28,349.

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)

Table with 11 rows and 2 columns. Row 1: Exempt operating foundations... 107. Row 2: Tax under section 511... 0. Row 3: Add lines 1 and 2... 107. Row 4: Subtitle A (income) tax... 0. Row 5: Tax based on investment income... 107. Row 6: Credits/Payments: 6a 1,280. Row 7: Total credits and payments... 1,280. Row 8: Enter any penalty... Row 9: Tax due... Row 10: Overpayment... 1,173. Row 11: Enter the amount of line 10 to be: Credited to 2016 estimated tax 120. Refunded 1,053.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an empty column). Row 1a: Did the foundation attempt to influence any national, state, or local legislation... X. Row 1b: Did it spend more than \$100 during the year... X. Row 1c: Did the foundation file Form 1120-POL for this year? X. Row 2: Has the foundation engaged in any activities that have not previously been reported to the IRS? X. Row 3: Has the foundation made any changes, not previously reported to the IRS... X. Row 4a: Did the foundation have unrelated business gross income of \$1,000 or more during the year? X. Row 4b: If 'Yes,' has it filed a tax return on Form 990-T for this year? Row 5: Was there a liquidation, termination, dissolution, or substantial contraction during the year? X. Row 6: Are the requirements of section 508(e) satisfied either... X. Row 7: Did the foundation have at least \$5,000 in assets at any time during the year? X. Row 8a: Enter the states to which the foundation reports or with which it is registered... Row 8b: If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... X. Row 9: Is the foundation claiming status as a private operating foundation... X. Row 10: Did any persons become substantial contributors during the tax year? X.

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

5 a 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

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).

6 a 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?

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

7 a 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?

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
STEPHEN B. HARRIS TRUSTEE WARRINGTON PA 18976	TRUSTEE 1.00	0.	0.	0.
JOHN JEFFORDS TRUSTEE CHEYENNE WY 82001	TRUSTEE 1.00	0.	0.	0.
BETSY A. MATTERN TRUSTEE WARRINGTON PA 18976	TRUSTEE 1.00	0.	0.	0.
-----	-----	-----	-----	-----

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 None

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 ▶		None

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	1 a	358,118.
b	Average of monthly cash balances	1 b	2,699.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	360,817.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	360,817.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	5,412.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	355,405.
6	Minimum investment return. Enter 5% of line 5	6	17,770.

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	17,770.
2 a	Tax on investment income for 2015 from Part VI, line 5	2 a	107.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	107.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,663.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	17,663.
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	17,663.

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	1 a	28,349.
b	Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	28,349.
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	107.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,242.

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				17,663.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			17,477.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2015.				
a From 2010	23,240.			
b From 2011	25,605.			
c From 2012	27,171.			
d From 2013	24,609.			
e From 2014	24,516.			
f Total of lines 3a through e	125,141.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 28,349.				
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				
e Remaining amount distributed out of corpus	28,349.			
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	153,490.			
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				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount — see instructions			17,477.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				17,663.
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)	23,240.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	130,250.			
10 Analysis of line 9.				
a Excess from 2011	25,605.			
b Excess from 2012	27,171.			
c Excess from 2013	24,609.			
d Excess from 2014	24,516.			
e Excess from 2015	28,349.			

BAA

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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.

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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				
BRANDYWINE CONSERANCY PUBLIC FOUNDATION CHADDS FORD PA 19317	N/A	PUBLIC	ANNUAL CONTRIBUTION	3,000.
CHESAPEAKE BAY FOUNDATION PUBLIC FOUNDATION ANNAPOLIS MD 21401	N/A	PUBLIC	ANNUAL CONTRIBUTION	3,000.
COLERAIN TWP PUBLIC FOUNDATION KIRKWOOD PA 17536	N/A	PUBLIC	ANNUAL CONTRIBUTION	1,000.
HOMEVILLE MEETING HOUSE PUBLIC FOUNDATION OXFORD PA 19352	N/A	PUBLIC	ANNUAL CONTRIBUTION	1,000.
LOWER OXFORD TWP PUBLIC FOUNDATION OXFORD PA 19352	N/A	PUBLIC	ANNUAL CONTRIBUTION	1,000.
UPPER OXFORD TWP PUBLIC FOUNDATION OXFORD PA 19352	N/A	PUBLIC	ANNUAL CONTRIBUTION	1,000.
LANCASTER FARMLAND TRUST PUBLIC FOUNDATION LANCASTER PA 17573	N/A	PUBLIC	ANNUAL CONTRIBUTION	3,000.
CLINIC FOR SPECIAL CHILDREN PUBLIC FOUNDATION STRASBURG PA 17579	N/A	PUBLIC	ANNUAL CONTRIBUTION	6,000.
Total			3 a	19,000.
b Approved for future payment				
Total			3 b	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL PF INVESTMENT TAX	2,528.			2,528.
ADVERTISING	121.			121.
Total	<u>2,649.</u>			<u>2,649.</u>

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
INVESTMENT FEES	5,494.			5,494.
BANK CHARGES	36.			36.
Total	<u>5,530.</u>			<u>5,530.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
GENERAL ELECTRIC	P	05/11/15	12/31/15
GENERAL ELECTRIC	P	05/11/15	12/31/15
UPS	P	05/11/15	12/31/15
UPS	P	05/11/15	12/31/15
KINDER MORGAN	P	11/28/14	12/31/15
ABB LTD SPON	P	05/11/15	01/15/16
ARTESIAN RES CORP CL A	P	05/11/15	01/04/16
DU PONT NEMOURS	P	07/27/15	01/15/16
FORD MOTOR CO	P	09/10/13	01/15/16
ARTESIAN RES CORP CL A	P	05/11/15	02/08/16
GOLDMAN SACKS	P	05/11/15	04/29/16
CHEVRON CORP	P	07/20/09	04/29/16
CVS HEALTH CORP	P	07/31/13	04/29/16
MERCK & CO	P	04/27/09	04/29/16
AMERIGAS PARTNERS LP	P	06/04/04	07/14/16
WP CAREY INC REIT	P	10/18/12	07/14/16
ARTESIAN RES CORP CLA CL A	P	05/11/15	08/01/16
ISHARES CORE U.S. AGREGATE BOND	P	08/24/08	08/24/16
ISHARES GOVERNMENT CREDIT BOND FD	P	06/24/09	08/24/16
ISHARES IBOXX INVT GRADE CORP BD	P	09/09/11	08/24/16

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
3,139.		2,701.	438.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (h)

Continued

(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)
3,146.		2,701.	445.
4,825.		5,019.	-194.
2,412.		2,509.	-97.
4,495.		12,461.	-7,966.
6,405.		8,751.	-2,346.
1,340.		1,074.	266.
8,168.		8,490.	-322.
8,192.		12,356.	-4,164.
1,417.		1,074.	343.
20,000.		19,971.	29.
2,543.		1,639.	904.
5,035.		2,583.	2,452.
5,461.		2,360.	3,101.
2,383.		1,285.	1,098.
3,501.		2,581.	920.
409.		258.	151.
5,634.		5,148.	486.
2,943.		2,574.	369.
3,100.		2,833.	267.
Total		<u>98,368.</u>	<u>-3,820.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			438.
			445.
			-194.
			-97.
			-7,966.
			-2,346.
			266.
			-322.
			-4,164.
			343.
			29.
			904.
			2,452.
			3,101.
			1,098.
			920.
			151.
			486.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

			(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
_____	_____	_____	369.
_____	_____	_____	267.
Total			<u><u>-3,820.</u></u>

**NOTICE OF
RIGHT OF INSPECTION**

The Sproul Foundation of 1760 Bristol Road, Warrington, Bucks County, Pennsylvania 18976, hereby gives notice that for 180 days pursuant to I.R.C. Subsection 6104(b) a copy of its annual return for fiscal 2015 will be available for inspection during regular business hours at the law offices of Stephen B. Harris, Esquire, HARRIS AND HARRIS, 1760 Bristol Road, Warrington, Bucks County, Pennsylvania 18976, and that the Foundation will furnish a free copy of the return to any person requesting inspection, provided the request is made at the time and in the manner prescribed in I.R.C. Subsection 6104(d) and the related regulations
Stephen B Harris, Esquire
HARRIS AND HARRIS
1760 Bristol Road
P O Box 160
Warrington, PA 18976
(215) 343-9000

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3-071712001
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Ann Clark being duly affirmed according to law, deposes and says that he/she is the Legal Billing Co-ordinator of the CALKINS NEWSPAPER INCORPORATED, Publisher of The Intelligencer, a newspaper of general circulation, published and having its place of business at Doylestown, Bucks County, Pa. and Horsham, Montgomery County, Pa.; that said newspaper was established in 1886; that securely attached hereto is a facsimile of the printed notice which is exactly as printed and published in said newspaper on

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January 16, 2017
.....

and is a true copy thereof; and that this affiant is not interested in said subject matter of advertising; and all of the allegations in this statement as to the time, place and character of publication are true.

Ann Clark

LEGAL BILLING CO-ORDINATOR

Karen McGovern

Affirmed and subscribed to me before me this 16th day of January 2017 A.D.

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Karen McGovern, Notary Public
Tulington Boro, Bucks County
My Commission Expires Feb 15, 2017
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES