

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation DIETZ & WATSON FOUNDATION 1730-03-4/4		A Employer identification number 23-3028685
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 215-419-6000
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19103-7391		
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 15,463,003.		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)		5,500,000.			
2 Check <input 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		205,061.	205,061.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,324,675.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			111,809.		
8 Net short-term capital gain.					
9 Income modifications					
10a Gross sales less return and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		147,988.	148,147.		STMT 9
12 Total Add lines 1 through 11		5,964,858.	465,017.		
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		1,750.	NONE	NONE	1,750.
c Other professional fees (attach schedule)		43,495.	43,495.		
17 Interest					
18 Taxes (attach schedule) (see instructions)		2,976.	2,976.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23.		48,221.	46,471.	NONE	1,750.
25 Contributions, gifts, grants paid		576,005.			576,005.
26 Total expenses and disbursements Add lines 24 and 25		624,226.	46,471.	NONE	577,755.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		5,340,632.			
b Net investment income (if negative, enter -0-)			418,546.		
c Adjusted net income (if negative, enter -0-)					

JSA 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 (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	858,201.	1,188,934.	1,188,934.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	7,792,977.	10,159,438.	11,774,069.		
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶ CLASS A PREFERRED STOCK OF VPG)		2,500,000.	2,500,000.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,651,178.	13,848,372.	15,463,003.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		NONE			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	8,651,178.	13,848,372.		
	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)	8,651,178.	13,848,372.		
31	Total liabilities and net assets/fund balances (see instructions)	8,651,178.	13,848,372.			

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	8,651,178.
2	Enter amount from Part I, line 27a	2	5,340,632.
3	Other increases not included in line 2 (itemize) ▶ MISC ADJUSTMENTS	3	16,562.
4	Add lines 1, 2, and 3	4	14,008,372.
5	Decreases not included in line 2 (itemize) ▶ PARTNERSHIP COST BASIS ADJUSTMENT	5	160,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,848,372.

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.)
1 a PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 3,324,675.		3,212,866.	111,809.	
b				
c				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			111,809.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	111,809.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	514,045.	9,167,464.	0.056073
2014	471,039.	9,343,042.	0.050416
2013	371,150.	8,744,525.	0.042444
2012	346,742.	8,125,635.	0.042673
2011	348,539.	7,957,157.	0.043802
2 Total of line 1, column (d)		2	0.235408
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.		3	0.047082
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4	12,166,555.
5 Multiply line 4 by line 3.		5	572,826.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	4,185.
7 Add lines 5 and 6.		7	577,011.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8	577,755.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	4,185.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	4,185.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,185.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	17,219.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	17,219.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	13,034.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> 13,034. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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?	X	
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) <input checked="" type="checkbox"/> 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 2016 or the taxable year beginning in 2016 (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 ▶ N/A	X	
14 The books are in care of ▶ SEE STATEMENT 13 Telephone no. ▶ Located at ▶ ZIP+4 ▶		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶		
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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ▶	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2016 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 2016)		
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 2016?		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LOUIS J. ENI, JR. 5701 TACONY STREET, PHILADELPHIA, PA 19135	TRUSTEE 5	-0-	-0-	-0-
CHRISTOPHER W. ENI 5701 TACONY STREET, PHILADELPHIA, PA 19135	TRUSTEE 5	-0-	-0-	-0-
CYNTHIA ENI YINGLING 5701 TACONY STREET, PHILADELPHIA, PA 19135	PRESIDENT/TRUSTEE 5	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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		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 N/A

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 NONE

2

All other program-related investments. See instructions.

3 NONE

Total. Add lines 1 through 3

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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	1,052,374.
b	Average of monthly cash balances	1b	10,674,458.
c	Fair market value of all other assets (see instructions).	1c	625,000.
d	Total (add lines 1a, b, and c)	1d	12,351,832.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	12,351,832.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	185,277.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,166,555.
6	Minimum investment return. Enter 5% of line 5	6	608,328.

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	608,328.
2a	Tax on investment income for 2016 from Part VI, line 5 2a		4,185.
b	Income tax for 2016. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	4,185.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	604,143.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	604,143.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	604,143.

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	577,755.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	577,755.
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	4,185.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	573,570.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				604,143.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			23,068.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>577,755.</u>				
a Applied to 2015, but not more than line 2a			23,068.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount.				554,687.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				49,456.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

Form 990-PF (2016)

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets*					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

DIETZ & WATSON

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:

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

c Any submission deadlines:

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

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

Recipient	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 SEE SCHEDULE ATTACHED				576,005.
Total			▶ 3a	576,005.
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies		?			
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	205,061.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	147,988.	
8 Gain or (loss) from sales of assets other than inventory			18	111,809.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				464,858.	
13 Total. Add line 12, columns (b), (d), and (e)					464,858.

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	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

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.


**Sign
Here**

Signature of officer or trustee: Cynthia Eulifio Date: 10/15/17 Title: trustee

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
YONG SHUAI, CPA

Preparer's signature 

Date 10/10/2017

Check <input type="checkbox"/> if self-employed	PTIN P01321359
---	-------------------

Firm's name ► THE GLENMEDE TRUST COMPANY, N.A.

Firm's EIN ▶ 32-0274136

Firm's address ▶ 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

Phone no 215-419-6000

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2016

Name of the organization

Employer identification number

DIETZ & WATSON FOUNDATION 1730-03-4/4

23-3028685

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

DIETZ & WATSON FOUNDATION 1730-03-4/4

Employer identification number

23-3028685

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DIETZ & WATSON C/O GLENMEDE TRUST CO., N.A. PHILADELPHIA, PA 19103	\$ 5,500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

23-3028685

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	25000 SHS CLASS A PREFERRED STOCK \$100 PAR		
		\$ 2,500,000.	10/28/2016
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AQR STYLE PREMIA ALTERNATIVE FUND	3,343.	3,343.
AQR RISK PARITY FUND -I	7,849.	7,849.
AT&T INC	1,400.	1,400.
COMCAST CABLE COMM HLDGS DTD 11/18/2002	1,891.	1,891.
ABBOTT LABORATORIES	832.	832.
ACTIVISION BLIZZARD INC	101.	101.
AETNA INC NEW	212.	212.
INVESCO INTERNATIONAL GROWTH FUND	2,677.	2,677.
ALASKA AIR GROUP	277.	277.
AMEREN CORP	139.	139.
AMERICAN BEACON LONDON INCOME EQUITY	2,755.	2,755.
AMERICAN EXPRESS CO.	87.	87.
AMERICAN EXPRESS DTD 8/15/2014 2.25% 8/1	400.	400.
AMGEN	508.	508.
ANTHEM INC	432.	432.
APPLE COMPUTER INC.	1,300.	1,300.
APPLE INC DTD 2/9/2015 2.15% 2/9/2022	158.	158.
APPLIED MATERIALS INC	34.	34.
ARTISAN MID CAP VALUE FD-INV	821.	821.
AUTOMATIC DATA PROCESSING INC.	109.	109.
AVERY DENNISON CORP.	466.	466.
BANK OF NEW YORK MELLON CORP	350.	350.
BAXALTA INC	56.	56.
BAXTER INTL. INC.	207.	207.
BERKSHIRE HATHAWAY FINANCE DTD 11/15/200	2,160.	2,160.
BLACKROCK INC	687.	687.
BLACKROCK INC DTD 12/10/2009 5% 12/10/20	117.	117.
BLACKROCK STRATEGIC INCOME OPP DTD 11/1/	7,314.	7,314.
H & R BLOCK	59.	59.
BOEING CO.	1,550.	1,550.
BRIXMOR PPTY GROUP INC	371.	371.
BROCADE COMMUNICATIONS SYS	347.	347.

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CDW CORP	24.	24.
CME GROUP INC.	246.	246.
CMS ENERGY CORP	287.	287.
CSX CORP.	112.	112.
CVS CORP	58.	58.
CAMPBELL SOUP CO.	186.	186.
CARDINAL HEALTH INC.	379.	379.
CARNIVAL CORP	65.	65.
CATERPILLAR INC DTD 12/5/2008 7.9% 12/15	2,370.	2,370.
CENTURYTEL INC	388.	388.
CHEVRON CORP	1,587.	1,587.
CHICAGO BRIDGE & IRON - NV SHR	36.	36.
CHURCH & DWIGHT INC DEL COM	39.	39.
CISCO SYSTEMS	1,835.	1,835.
CITIZENS FINANCIAL GROUP INC	94.	94.
CLOROX CO.	322.	322.
COCA COLA CO DTD 8/10/2011 3.3% 9/1/2021	1,485.	1,485.
COLGATE PALMOLIVE CO.	620.	620.
COMCAST CORP-CL A	257.	257.
CUMMINS ENGINE CO. INC.	178.	178.
DANAHER CORP	137.	137.
JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2	1,560.	1,560.
DELTA AIR LINES INC	47.	47.
DFA WORLD EX US CORE EQUITY INTL	6,971.	6,971.
WALT DISNEY CO.	189.	189.
DODGE & COX STOCK FUND	2,583.	2,583.
DR PEPPER SNAPPLE GROUP	678.	678.
DREYFUS GLOBAL REAL ESTATE SECURITIES FD	12,925.	12,925.
EAST WEST BANCORP INC	85.	85.
EQUIFAX INC	25.	25.
EXELON CORPORATION	562.	562.
EXXON MOBIL CORPORATION	894.	894.
FHLB DTD 10/19/2007 5% 11/17/2017	2,483.	2,483.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FNMA DTD 6/15/2006 5.375% 7/15/2016	1,212.	1,212.
FNMA DTD 9/8/2014 2.625% 9/6/2024	1,478.	1,478.
FHLMC DTD 1/30/2012 1% 3/8/2017	408.	408.
FNMA DTD 6/8/2007 5.375% 6/12/2017	1,344.	1,344.
FIFTH THIRD BANK	141.	141.
FLUOR CORP (NEW) -WI	266.	266.
FOOT LOCKER INC	379.	379.
FRANKLIN RESOURCES INC.	126.	126.
POLEN GROWTH FUND - INS	9.	9.
GMO QUALITY FUND III	292.	292.
GAMING & LEISURE PROPERTIES INC	157.	157.
GENERAL DYNAMICS CORP.	337.	337.
GENERAL ELEC CAP CORP DTD 2/11/2011 5.3%	1,590.	1,590.
GENTEX CORP	166.	166.
GILEAD SCIENCES INC.	473.	473.
GLENMEDE FUND INC-GOVT CASH PORTFOLIO DT	494.	494.
GLENMEDE FUND INC-CORE FIXED INCOME PORT	4,529.	4,529.
GLENMEDE FUND INC-INTERNATIONAL PORT	8,956.	8,956.
GLENMEDE FUND INC-ADVISOR SMALL CAP VALU	394.	394.
GLENMEDE MID CAP ADV	325.	325.
GLOBAL PAYMENTS INC	12.	12.
GS FS GOVERNMENT FUND DTD 6/1/2016	2,349.	2,349.
HP INC	354.	354.
HARBOR CAPITAL APPRECIATION FUND	209.	209.
HARLEY DAVIDSON INC.	318.	318.
OAKMARK INTERNATIONAL FD I	2,582.	2,582.
HELMERICH & PAYNE INC.	695.	695.
HILTON WORLDWIDE HOLDINGS	131.	131.
HOLLYFRONTIER CORP	66.	66.
HOME DEPOT INC.	1,267.	1,267.
HONEYWELL INTERNATIONAL INC	550.	550.
HONEYWELL INTERNATIONAL DTD 2/29/2008 5.	1,508.	1,508.
HORMEL CO	33.	33.

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STATEMENT 3

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ILLINOIS TOOL WORKS	222.	222.
INGREDION INC	228.	228.
INTEL CORP.	664.	664.
IBM CORP DTD 11/1/1989 8.375% 11/1/2019	2,931.	2,931.
INTERNATIONAL PAPER CO.	598.	598.
INTERPUBLIC GROUP COS	563.	563.
ISHARES MSCI USA MINIMUM VOLATILITY FUND	2,353.	2,353.
JP MORGAN CHASE & CO	1,356.	1,356.
JPMORGAN CHASE DTD 5/10/2011 4.625% 5/10	226.	226.
JOHNSON & JOHNSON	1,496.	1,496.
JOHNSON & JOHNSON DTD 6/23/2008 5.15% 7/	1,803.	1,803.
JUNIPER NETWORKS INC	244.	244.
KIMCO REALTY CORP	333.	333.
KINDER MORGAN INC	345.	345.
KROGER CO.	185.	185.
LEAR CORP	106.	106.
LIBERTY PROPERTY TRUST	344.	344.
ELI LILLY & CO.	714.	714.
LONGLEAF PARTNERS FUND	11.	11.
LOWES COS INC	330.	330.
MSCI INC	285.	285.
MANPOWER INC WIS COM	267.	267.
MARATHON OIL CORP	257.	257.
MARATHON PETROLEUM CORP	759.	759.
MARSH & MCLENNAN COMPANIES INC.	132.	132.
MASTERCARD INC-CL A	143.	143.
MATTHEWS PACIFIC TIGER FD - IS	3,281.	3,281.
MCKESSON HBOC INC	14.	14.
MERCK & CO INC	159.	159.
METLIFE INC	119.	119.
MICROSOFT CORP.	1,343.	1,343.
MICROSOFT CORPORATION DTD 11/3/2015 1.3%	217.	217.
MID-AMERICA APARTMENT COMM	174.	174.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MONDELEZ INTL INC CL A	81.	81.
MONSANTO CO	102.	102.
NASDAQ STOCK MARKET INC	332.	332.
NATIONAL-OILWELL INC	230.	230.
NEW YORK COMMUNITY BANCORP	298.	298.
NEWELL RUBBERMAID INC	38.	38.
NIKE INC CL B	112.	112.
NORTHERN TRUST CORP	584.	584.
NVIDIA CORP	190.	190.
OMNICO GROUP	1,619.	1,619.
ORACLE CORP	792.	792.
OWENS CORNING	34.	34.
PNC FINANCIAL SERVICES GROUP INC	1,180.	1,180.
PPG INDUSTRIES INC.	49.	49.
PVH CORP	4.	4.
PACCAR INC.	393.	393.
PARKER-HANNIFIN CORP.	630.	630.
PATTERSON COS INC	110.	110.
PEOPLES UTD FINC INC	308.	308.
PEPSICO INC.	1,177.	1,177.
PEPSICO INC DTD 10/24/2008 0.26333325% 1	2,410.	2,410.
PFIZER INC.	717.	717.
PHILLIPS 66	280.	280.
PIMCO ALL ASSETS AUTH -IS	4,268.	4,268.
PRINCIPAL FINANCIAL GROUP	218.	218.
PROCTER & GAMBLE CO.	1,391.	1,391.
PROGRESSIVE CORP OHIO	667.	667.
PUBLIC SERVICE ENTERPRISE GROUP INC.	165.	165.
QUALCOMM CORP.	1,062.	1,062.
RAYTHEON COMPANY	201.	201.
REYNOLDS AMERICAN INC	206.	206.
ROYCE SPECIAL EQUITY FUND -IN	1,410.	1,410.
SCANA CORP	190.	190.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
SCHLUMBERGER LTD.	925.	925.
SCRIPPS NETWORKS INTERAC	76.	76.
SIMON PROPERTY GROUP INCBLAIR	396.	396.
SKYWORKS SOLUTIONS INC	268.	268.
SNAP ON TOOLS CORP.	94.	94.
SOUTHWEST AIRLINES	49.	49.
STANLEY BLACK & DECKER INC	313.	313.
STARBUCKS CORP.	193.	193.
SUNTRUST BANKS INC.	434.	434.
SYSCO CORP	59.	59.
TD AMERITRADE HOLDING CORP	100.	100.
TJX COS INC	128.	128.
TARGET CORP	318.	318.
TESORO PETROLEUM CORP.	297.	297.
THERMO ELECTRON CORP	64.	64.
THORNBURG INTL VALUE FD-I	2,361.	2,361.
3M CO	666.	666.
TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2	5,890.	5,890.
TIME WARNER INC	117.	117.
TOTAL SYSTEM SERVICES INC	79.	79.
TOYOTA MOTOR CREDIT CORP DTD 9/15/2011 2	400.	400.
THE TRAVELERS COMPANIES INC	298.	298.
TRINITY INDUSTRIES INC.	44.	44.
TWEEDY BROWNE GLOBAL VALUE FUND	3,106.	3,106.
TYSON FOODS INC. CLASS A	297.	297.
UGI CORP.	114.	114.
U S BANCORP	780.	780.
U.S. TREASURY BONDS DTD 2/15/1989 8.875%	2,219.	2,219.
U.S. TREASURY BONDS DTD 8/15/1989 8.125%	1,071.	1,071.
US TREASURY BONDS DTD 8/16/1993 6.25% 8/	1,571.	1,571.
U.S. TREASURY BONDS DTD 2/18/1997 6.625%	728.	728.
US TREASURY N/B DTD 5/15/2006 5.125% 5/1	636.	636.
US TREASURY N/B DTD 5/10/2010 3.5% 5/15/	1,050.	1,050.
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1730-03-4/4

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
US TREASURY N/B DTD 11/30/2011 1.375% 11	550.	550.
US TREASURY N/B DTD 10/31/2012 1.25% 10/	382.	382.
UNITED TECHNOLOGIES CORP.	655.	655.
UNITED TECHNOLOGIES CORP DTD 12/7/2007 5	908.	908.
UNITEDHEALTH GROUP INC	92.	92.
UNUMPROVIDENT CORP	230.	230.
VALERO ENERGY CORP	868.	868.
VANGUARD PRIMECAP FUND ADMIRAL SHARES	2,772.	2,772.
VANGUARD MARKET NEUTRAL FUND	768.	768.
VANGUARD SMALL CAP INDEX-ADM	3,300.	3,300.
VERIZON COMMUNICATIONS	936.	936.
VISA INC-CLASS A SHARES	155.	155.
WABTEC	56.	56.
WAL MART STORES INC.	730.	730.
WAL-MART STORES INC DTD 8/24/2007 5.8% 2	2,320.	2,320.
WEINGARTEN REALTY	72.	72.
WELLS FARGO CO	1,293.	1,293.
WELLS FARGO COMPANY DTD 11/26/2013 4.48%	1,792.	1,792.
WESTERN DIGITAL CORP.	289.	289.
WESTLAKE CHEMICAL CORP	178.	178.
WISDOMTREE JAPAN HEDGED EQUITY FD ETF	1,514.	1,514.
WYNDHAM WORLDWIDE CORP	526.	526.
XEROX CORP.	554.	554.
AMDOCS LTD	299.	299.
ACCENTURE PLC	851.	851.
EATON CORP PLC ORDINARY	353.	353.
ENSCO PLC SHS CLASS A	9.	9.
INGERSOLL-RAND PLC	111.	111.
INVESCO LTD	728.	728.
MEDTRONIC PLC SHS	266.	266.
CHUBB LIMITED	276.	276.
LYONDELLBASELL INDUSTRIES NV	571.	571.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
	-----	-----
TOTAL	205,061.	205,061.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME	147,988.	148,147.
	-----	-----
TOTALS	147,988.	148,147.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,750.			1,750.
TOTALS	1,750.	NONE	NONE	1,750.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES-SUBJECT T	43,495.	43,495.
TOTALS	43,495.	43,495.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	-21.	-21.
FOREIGN TAXES ON QUALIFIED FOR	2,839.	2,839.
FOREIGN TAXES ON NONQUALIFIED	158.	158.
	-----	-----
TOTALS	2,976.	2,976.
	=====	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: GLENMEDE TRUST CO., N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

12/31/2016

ASSET ALLOCATION

	PCT	MARKET VALUE	Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash	9%	1,188,933.90	1,188,933.90	0.00	5,414.45	0.5%
Fixed Income	14%	1,751,006.47	1,818,978.71	67,972.24-	63,337.50	3.6%
Tax Exempt	0%	0.00	0.00	0.00	0.00	0.0%
Taxable	11%	1,332,909.16	1,396,894.73	63,985.57-	47,543.38	3.6%
High Yield	1%	143,863.38	140,000.00	3,863.38	8,290.18	5.8%
International	2%	274,233.93	282,083.98	7,850.05-	7,503.94	2.7%
TIPS	0%	0.00	0.00	0.00	0.00	0.0%
Equity	59%	7,688,959.29	6,567,753.27	1,121,206.02	118,411.81	1.5%
Large Cap	38%	4,912,035.91	4,115,752.81	796,283.10	85,915.48	1.7%
Small Cap	7%	886,441.02	604,702.66	281,738.36	4,448.09	0.5%
International	14%	1,890,482.36	1,847,297.80	43,184.56	28,048.23	1.5%
Alternative Assets	18%	2,334,103.14	1,772,706.15	561,396.99	18,403.09	0.8%
Real Estate	2%	242,223.40	249,584.29	7,360.89-	5,905.80	2.4%
Private Equity	7%	949,003.27	351,999.55	597,003.72	0.00	0.0%
Absolute Return	7%	886,876.47	910,407.33	23,530.86-	12,497.29	1.4%
Commodities	2%	256,000.00	260,714.98	4,714.98-	0.00	0.0%
Other Assets	0%	2,500,000	2,500,000	0.00	0.00	0.0%
Account Total		15,463,003	13,848,372	1,614,630.77	205,566.85	1.6%

**1730-03-4/4 : DIETZ & WATSON FOUNDATION
2016 CHARITABLE GRANTS**

Date	Amount	Paid To	Purpose	Location
12/12/2016	\$3,750	Foundation for Meat & Poultry	General Purposes	Washington, DC
12/7/2016	\$5,000	Urban Industry Initiative	General Purposes	Philadelphia, PA
11/16/2016	\$125,000	National Association of Town Watch	General Purposes	Wynnewood, PA
11/11/2016	\$250	Susan G. Komen National	General Purposes	National
11/9/2016	\$25,000	Museum of the American Revolution	General Purposes	Philadelphia, PA
10/21/2016	\$11,000	Susan G. Komen National	General Purposes	National
10/21/2016	\$25,000	Philadelphia Film Festival	General Purposes	Philadelphia, PA
10/21/2016	\$2,000	Horizon House	General Purposes	Philadelphia, PA
10/21/2016	\$2,000	SHRINER'S HOSPITAL FOR CHILDREN	General Purposes	Philadelphia, PA
10/18/2016	\$250	Abramson Cancer Center	General Purposes	Philadelphia, PA
10/18/2016	\$1,500	FREE LIBRARY OF PHILADELPHIA	General Purposes	Philadelphia, PA
10/18/2016	\$2,500	Soldier Strong Inc.	General Purposes	Stamford, CT
10/4/2016	\$500	MEDFORD-VINCENTOWN ROTARY CLUB	General Purposes	Medford, NJ
9/28/2016	\$5,000	The Joseph Foundation	General Purposes	Camden, NJ
9/27/2016	\$4,000	Youth Work Foundation	General Purposes	Philadelphia, PA
9/27/2016	\$250	AJ FOUNDATION	General Purposes	Wycombe, PA
9/22/2016	\$1,000	Citizens for Fire Prevention Committee	General Purposes	Philadelphia, PA
9/8/2016	\$3,500	The National Italian American Foundation	General Purposes	Washington, DC
9/8/2016	\$10,000	The Greater Boston Food Bank	General Purposes	Boston, MA
9/8/2016	\$2,500	Philadelphia Ronald McDonald House	General Purposes	Philadelphia, PA
9/8/2016	\$5,000	DEBORAH HOSPITAL FOUNDATION	General Purposes	Browns Mills, NJ
9/7/2016	\$75,000	Museum of the American Revolution	General Purposes	Philadelphia, PA
7/20/2016	\$1,500	UFCW LOCAL 152 CHARITY GOLF TOURNAMENT	General Purposes	Mays Landing, NJ
7/18/2016	\$11,250	Susan G. Komen	General Purposes	National
6/27/2016	\$1,500	Rockland County YMCA	General Purposes	Nyack, NY
6/23/2016	\$10,000	Susan G. Komen Philadelphia	General Purposes	Philadelphia, PA
6/23/2016	\$10,000	Welcome America Inc. Philadelphia PAI	General Purposes	Philadelphia, PA
6/13/2016	\$6,500	BREASTCANCER.ORG	General Purposes	Ardmore, PA
5/25/2016	\$10,000	HOME PORT ALLIANCE FOR THE USS NJ. Inc.	General Purposes	Camden, NJ
5/17/2016	\$25,000	Children's Hospital of	General Purposes	Philadelphia, PA
5/12/2016	\$11,250	Susan G. Komen	General Purposes	National
4/20/2016	\$500	Bancroft	General Purposes	Cherry Hill, NJ

4/20/2016	\$5,000	Gilda's Club South Jersey	General Purposes	Linwood, NJ
4/12/2016	\$5,000	Susan G. Komen	General Purposes	National
3/30/2016	\$1,000	Irv R. String Local 152 Scholarship Fund	General Purposes	Mays Landing, NJ
3/18/2016	\$3,450	The 31 Heroes Project	General Purposes	Virginia Beach, VA
3/8/2016	\$25,000	CROHN'S & COLITIS FOUNDATION	General Purposes	Bala Cynwyd, PA
3/8/2016	\$5,000	HABITAT FOR HUMANITY	General Purposes	National
3/2/2016	\$1,000	MIRACLE HILL MINISTRIES	General Purposes	Greenville, SC
2/29/2016	\$9,000	USO of Pennsylvania	General Purposes	Philadelphia, PA
2/24/2016	\$2,500	Frankford Friends School	General Purposes	Philadelphia, PA
2/16/2016	\$1,800	Feingold Association of the US	General Purposes	Holtsville, NY
2/16/2016	\$11,250	Susan G. Komen	General Purposes	National
2/8/2016	\$725	Cystic Fibrosis Foundation	General Purposes	Broomall, PA
2/8/2016	\$5,000	FOOD MARKETING EDUCATIONAL	General Purposes	Philadelphia, PA
1/29/2016	\$10,000	AIM Academy	General Purposes	Conshohocken, P,
1/29/2016	\$10,000	Shore Medical Center	General Purposes	Somers Point, NJ
1/29/2016	\$50,000	Susan G. Komen, Philadelphia	General Purposes	Philadelphia, PA
1/29/2016	\$2,000	SECOND PA REGIMENT	General Purposes	Valley Forge, PA
1/29/2016	\$2,500	FREE LIBRARY OF PHILADELPHIA	General Purposes	Philadelphia, PA
1/29/2016	\$3,500	Trustees of the University of Pennsylvania	General Purposes	Philadelphia, PA
1/29/2016	\$25,000	Museum of the American Revolution	General Purposes	Philadelphia, PA

\$576,225 TOTAL 2016