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: THE HERSHEY FAMILY FOUNDATION
ROPES & GRAY LLP/WLI

A Employer identification number: 34-1574366

Number and street (or P O box number if mail is not delivered to street address): 800 BOYLSTON STREET, SUITE 3600

Room/suite: 3600

B Telephone number (see instructions): (617) 951-7918

City or town, state or province, country, and ZIP or foreign postal code: BOSTON, MA 02199-3600

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E 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) ▶ $ 72,442,002.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions gifts, grants, etc received (attach schedule)	10,149.	ATCH 1		
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	111,206.	108,206.		ATCH 2
	4	Dividends and interest from securities	1,577,952.	1,577,952.		ATCH 3
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	9,637,802.			
	b	Gross sales price for all assets on line 6a 16,922,555.				
	7	Capital gain net income (from Part IV, line 2)		9,637,802.		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	11,337,109.	11,323,960.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 4	18,500.	9,250.		9,250.
	c	Other professional fees (attach schedule) [5]	32,641.	32,553.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) [6]	136,813.	16,813.		
	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	187,954.	58,616.		9,250.
	25	Contributions, gifts, grants paid	5,068,725.			5,068,725.
	26	Total expenses and disbursements Add lines 24 and 25	5,256,679.	58,616.	0.	5,077,975.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	6,080,430.			
	b	**Net investment income** (if negative, enter -0-)		11,265,344.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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	5,591,412.	14,423,020.	14,423,020.
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) ATCH 7	27,274,376.	25,169,834.	52,553,486.
c	Investments - corporate bonds (attach schedule) ATCH 8	5,625,961.	5,455,928.	5,465,496.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	38,491,749.	45,048,782.	72,442,002.
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)	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. ▶ [X]			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	38,491,748.	45,048,782.	
30	**Total net assets or fund balances** (see instructions)	38,491,748.	45,048,782.	
31	**Total liabilities and net assets/fund balances** (see instructions)	38,491,748.	45,048,782.	

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	38,491,748.
2	Enter amount from Part I, line 27a	2	6,080,430.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	721,604.
4	Add lines 1, 2, and 3	4	45,293,782.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	245,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	45,048,782.

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	SEE PART IV SCHEDULE			
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				
b				
c				
d				
e				

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				
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	9,637,802.
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	0.

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))
2015	4,968,372.	76,782,576.	0.064707
2014	4,516,570.	75,880,153.	0.059522
2013	4,048,573.	66,808,920.	0.060599
2012	3,901,658.	67,090,067.	0.058156
2011	3,679,316.	65,218,830.	0.056415

2	**Total** of line 1, column (d)	2	0.299399
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	0.059880
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	70,929,357.
5	Multiply line 4 by line 3	5	4,247,250.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	112,653.
7	Add lines 5 and 6	7	4,359,903.
8	Enter qualifying distributions from Part XII, line 4	8	5,077,975.

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 ▶ [X] and enter 1% of Part I, line 27b	1	112,653.
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	112,653.
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	112,653.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . 6a 139,218.		
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	139,218.
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	26,565.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 26,565. **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BARRY J. HERSHEY Telephone no ▶ 617-951-7918

Located at ▶ ROPES & GRAY, 800 BOYLSTON ST, STE 3600 BOSTON, MA ZIP+4 ▶ 02199

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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?	1c		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? ☐ 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)	2b	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 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)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		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** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** N/A

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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
ATCH 11		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 ▶

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		0.
Total number of others receiving over $50,000 for professional services . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	
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 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	60,405,479.
b	Average of monthly cash balances	1b	11,604,020.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	72,009,499.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	72,009,499.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,080,142.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	70,929,357.
6	**Minimum investment return.** Enter 5% of line 5	6	3,546,468.

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	3,546,468.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 112,653.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	112,653.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	3,433,815.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	3,433,815.
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	3,433,815.

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	5,077,975.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,077,975.
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	112,653.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,965,322.

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				3,433,815.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . . . . 446,126.				
b From 2012 . . . . . . 578,335.				
c From 2013 . . . . . . 740,123.				
d From 2014 . . . . . . 758,166.				
e From 2015 . . . . . . 1,164,839.				
f Total of lines 3a through e	3,687,589.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 5,077,975.				
a Applied to 2015, 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 2016 distributable amount				3,433,815.
e Remaining amount distributed out of corpus	1,644,160.			
5 Excess distributions carryover applied to 2016 (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	5,331,749.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 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				
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 2011 not applied on line 5 or line 7 (see instructions)	446,126.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	4,885,623.			
10 Analysis of line 9				
a Excess from 2012 . . . 578,335.				
b Excess from 2013 . . . 740,123.				
c Excess from 2014 . . . 758,166.				
d Excess from 2015 . . . 1,164,839.				
e Excess from 2016 . . . 1,644,160.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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))

BARRY HERSHEY

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

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] 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 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*				
ATCH 12				
Total . . . . ▶ 3a				5,068,725.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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			14	111,206.	
4 Dividends and interest from securities			14	1,577,952.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	9,637,802.	
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)				11,326,960.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 11,326,960.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief, it is true correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date 9/30/17 — 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLI H ARCHIBALD	Kelli H Archibald	09/28/17		P00180332

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 2 NORTH CENTRAL, STE 2300 PHOENIX, AZ 85004 — Phone no 602-332-3000

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
THE HERSHEY FAMILY FOUNDATION
ROPES & GRAY LLP/WLI

Employer identification number
34-1574366

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 foundation

Check 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)

Name of organization THE HERSHEY FAMILY FOUNDATION
ROPES & GRAY LLP/WLI

Employer identification number
34-1574366

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	BARRY J. HERSHEY 381 GARFIELD ROAD CONCORD, MA 01742	$ 10,149.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE HERSHEY FAMILY FOUNDATION
ROPES & GRAY LLP/WLI

Employer identification number 34-1574366

Part II **Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	10,000 SHARES OF APPLE INC.	$ 1,170,900.	12/20/2016

(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
		$	

Name of organization THE HERSHEY FAMILY FOUNDATION
ROPES & GRAY LLP/WLI

Employer identification number
34-1574366

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		BANK NOVA SCOTIA B C					02/24/2016	12/13/2016
300,000.		300,162.					-162.	
		TELEFONICA EMISIONES S A U					05/12/2015	02/16/2016
300,000.		306,903.					-6,903.	
		TORONTO DOMINION DK UNSECD SR					05/09/2016	09/09/2016
300,000.		300,822.					-822.	
		VERIZON COMMUNICATIONS INC					05/11/2015	04/08/2016
95,734.		96,940.					-1,206.	
		VERIZON COMMUNICATIONS INC					05/09/2016	12/05/2016
300,963.		300,756.					207.	
		AT&T INC					08/23/2013	08/15/2016
300,000.		308,238.					-8,238.	
		ENTERPRISE PRODS OPER LLC					12/02/2014	02/01/2016
300,000.		308,043.					-8,043.	
		FORD MTR CR CO					09/30/2013	05/09/2016
300,000.		300,132.					-132.	
		GENERAL ELEC CAP CORP					08/14/2013	07/12/2016
300,000.		301,614.					-1,614.	
		LOUISIANA ST CITIZENS PPTY INS					08/23/2013	06/01/2016
120,000.		120,000.						
		VERIZON COMMUNICATIONS					09/11/2013	04/08/2016
37,286.		36,972.					314.	
		VERIZON COMMUNICATION INC					03/19/2014	04/08/2016
169,299.		174,368.					-5,069.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		XEROX CORP MTN					01/15/2015	04/01/2016
300,000.		321,768.					-21,768.	
		APPLE COMPUTER INC					01/01/2004	05/03/2016
6,578,793.		71,000.					6,507,793.	
		APPLE COMPUTER INC					01/01/2004	05/03/2016
3,947,276.		42,624.					3,904,652.	
		EUROPEAN STOCK INDEX ADM					VAR	12/30/2016
41,041.		46,027.					-4,986.	
		EUROPEAN STOCK INDEX ADM					VAR	12/30/2016
627,739.		704,006.					-76,267.	
		EUROPEAN STOCK INDEX ADM					VAR	12/30/2016
508,139.		584,127.					-75,988.	
		APPLE INC					11/16/2012	05/02/2016
974,486.		679,620.					33,236.	
		BP PLC SPONS ADR					VAR	11/10/2016
922,903.		1,113,481.					-190,578.	
		PETROLEO BRASIL SPNS ADR					11/19/2010	12/13/2016
198,896.		605,520.					-406,624.	
TOTAL GAIN(LOSS)							9,637,802.	

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
BARRY HERSHEY 381 GARFIELD ROAD CONCORD, MA 01742-4906	12/20/2016	10,149.
TOTAL CONTRIBUTION AMOUNTS		10,149.

ATTACHMENT 2

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON SAVINGS ACCOUNTS	113,158.	110,158.
BOND AMORTIZATION	-1,952.	-1,952.
TOTAL	111,206.	108,206.

ATTACHMENT 3

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TRUST - DIVIDENDS	1,206,110.	1,206,110.
VANGUARD MONEY MARKET FUND	4,799.	4,799.
VANGUARD EURO INDEX FUND	43,047.	43,047.
VANGUARD PACIFIC INDEX FUND	39,623.	39,623.
VANGUARD FED MONEY MKY FUND	1,265.	1,265.
VANGUARD BROKERAGE	257,385.	257,385.
VANGUARD EMERGING MKTS STK IDX	12,745.	12,745.
VANGUARD HIGH DIV YIELD INDEX FUND	12,978.	12,978.
TOTAL	1,577,952.	1,577,952.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG	18,500.	9,250.		9,250.
TOTALS	18,500.	9,250.		9,250.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN FEES AND BANK CHARGE	32,641.	32,553.
TOTALS	32,641.	32,553.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	16,313.	16,313.
STATE TAXES	500.	500.
FEDERAL TAXES	120,000.	
TOTALS	136,813.	16,813.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
US TRUST	14,832,268.	14,728,792.	38,447,718.
VANGUARD BROKERAGE	8,995,975.	7,227,003.	5,241,281.
VANGUARD MUTUAL FUNDS	3,446,133.	3,214,039.	8,864,487.
TOTALS	27,274,376.	25,169,834.	52,553,486.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
US TRUST - CORP BONDS	5,625,961.	5,455,928.	5,465,496.
TOTALS	5,625,961.	5,455,928.	5,465,496.

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Account Summary

Jan. 01, 2016 through Dec. 31, 2016

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Market Value $38,731,241.30

Account Activity

Description	Current Period	YTD Since 01/01/16
Beginning Market Value	**$50,600,719.34**	**$50,600,719.34**
Income	1,197,605 68	1,197,605 68
Disbursements	-14,120,000 00	-14,120,000 00
Bank Fees	-21,196 38	-21,196 38
Non-Cash Transactions	1,166,400 00	1,166,400 00
Change in Market Value	-92,287 34	-92,287 34
Ending Market Value	**$38,731,241.30**	**$38,731,241.30**
Change in Account Value	-11,869,478 04	-11,869,478.04

Realized Gain/Loss Summary

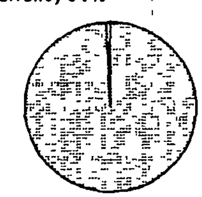
Description	Current Period	Fiscal YTD
Short-term	$0 00	$0.00
Long-term	10,412,444 05	10,412,444.05
Net Total	**$10,412,444.05**	**$10,412,444.05**

Income Summary

Description	Current Period	YTD Since 01/01/16
Dividends - Taxable	$1,197,600.45	$1,197,600 45
Interest - Taxable	5.23	5 23
Total Income	**$1,197,605.68**	**$1,197,605.68**

Portfolio Allocation

Description	Market Value	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency	$283,523.47	$283,448.19	$1,227.34	0.43%
Equities	38,447,717 83	10,248,477.63	1,141,264 44	2 97
Total Assets	**$38,731,241.30**	**$10,531,925.82**	**$1,142,491.78**	**2.95%**
Total	**$38,731,241.30**	**$10,531,925.82**	**$1,142,491.78**	



Attachment 7A
Page 1 of 36

Market Value includes accrued income unless otherwise noted

The amounts shown throughout this statement should not be used in the preparation of tax documents Detail specifying taxable nature of income will be provided with year-end tax documentation Please consult your tax advisor

03120280020

Trade Date

Account Summary

Jan 01, 2016 through Dec 31, 2016

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Cash Summary

	Current Period		YTD Since 01/01/16	
	Income Cash	*Principal Cash*	*Income Cash*	*Principal Cash*
Beginning Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**
Income	1,161,605 68	36,000 00	1,161,605 68	36,000.00
Disbursements	-105,000 00	-14,015,000 00	-105,000 00	-14,015,000 00
Bank Fees	0.00	-21,196 38	0.00	-21,196 38
Income/Principal Transfers	-1,059,025.98	1,059,025.98	-1,059,025 98	1,059,025 98
Sales and Maturities	0.00	10,526,068 05	0.00	10,526,068 05
Net Automated Money Market Transactions	2,420.30	2,415,102.35	2,420 30	2,415,102 35
Ending Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Analysis

Jan 01, 2016 through Dec. 31, 2016

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Portfolio Summary by Asset Class

Description	*Market Value*	*% of Account*	*% of Sector*	*Tax Cost*	*Estimated Annual Income*	*Current Yield*
Cash/Currency						
Cash Equivalents	$283,523 47	0.7%	100 0%	$283,448.19	$1,227.34	0.43%
Total Cash/Currency	**$283,523.47**	**0.7%**	**100.0%**	**$283,448.19**	**$1,227.34**	**0.43%**
Equities						
U S Large Cap	$33,572,911.98	86 7%	87 3%	$7,891,675.09	$995,656.64	2.97%
U.S Mid Cap	1,912,930.00	4 9	5.0	918,061 59	61,900 00	3 23
U S Small Cap	322,865.85	0.8	0.8	68,906 35	1,506.92	0.46
International Developed	1,904,760 00	4.9	5.0	1,014,834 60	64,682 28	3 39
Emerging Markets	734,250.00	1 9	1 9	355,000 00	17,518 60	2 38
Total Equities	**$38,447,717.83**	**99.3%**	**100.0%**	**$10,248,477.63**	**$1,141,264.44**	**2.97%**
Total Assets	**$38,731,241.30**	**100.0%**		**$10,531,925.82**	**$1,142,491.78**	**2.95%**
Total	**$38,731,241.30**			**$10,531,925.82**	**$1,142,491.78**	

Attachment 7A
Page 3 of 36

Trade Date

Portfolio Analysis

Jan. 01, 2016 through Dec 31, 2016

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Equities - Summary by Business Sector

Sector	*Market Value*	*% of Equities*	*% of S&P 500*
Consumer Discretionary	$99,673.45	0 3%	12.0%
Consumer Staples	10,440,137.56	27 2	9.4
Energy	2,720,900.00	7 1	7.6
Financials	1,084,650.00	2.8	14 8
Health Care	12,009,452.96	31.2	13.6
Industrials	2,253,025.00	5.9	10.3
Information Technology	4,245,870 00	11.0	20 8
Materials	2,929,662.40	7 6	2 8
Real Estate	0 00	0 0	2 9
Telecommunication Services	1,930,096.46	5.0	2.7
Utilities	0.00	0.0	3.1
Other Equities	734,250.00	1.9	0.0
Total Equities	**$38,447,717.83**	**100.0%**	**100.0%**

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Jan. 01, 2016 through Dec. 31, 2016

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
0 000	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT (Income Investment)	99Z490460	$0.00	$0.08	$0.00	$0.00	$0.00	0 00%
0 000	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	0.00	1 28	0 00	0 00	0.00	0.00
17,518 600	FIDELITY GOVERNMENT PORTFOLIO INSTITUTIONAL CLASS (Income Investment)	31607A703	17,518 60	27 21	17,518 60 1 000	0.00	75 86	0.43
265,929.590	FIDELITY GOVERNMENT PORTFOLIO INSTITUTIONAL CLASS	31607A703	265,929.59	46.71	265,929.59 1.000	0.00	1,151.48	0 43
	Total Cash Equivalents		**$283,448.19**	**$75.28**	**$283,448.19**	**$0.00**	**$1,227.34**	**0.43%**
Total Cash/Currency			**$283,448.19**	**$75.28**	**$283,448.19**	**$0.00**	**$1,227.34**	**0.43%**
Equities								
Consumer Discretionary								
1,388 000	CST BRANDS INC Ticker: CST	12646R105	$66,832 20 48 150	$0 00	$0 00	$66,832 20	$347 00	0.51%
611 000	VERITIV CORP-W/I Ticker. VRTV	923454102	32,841.25 53.750	0.00	11,013.63 18 026	21,827 62	0 00	0.00
	Total Consumer Discretionary		**$99,673.45**	**$0.00**	**$11,013.63**	**$88,659.82**	**$347.00**	**0.34%**
Consumer Staples								
64,000.000	COCA COLA CO Ticker: KO	191216100	$2,653,440 00 41.460	$0 00	$0.00	$2,653,440 00	$89,600 00	3 37%
20,000.000	KIMBERLY CLARK CORP Ticker: KMB	494368103	2,282,400.00 114.120	18,400.00	915,399 13 45.770	1,367,000.87	73,600 00	3 22
8,333 000	KRAFT HEINZ CORP Ticker: KHC	500754106	727,637.56 87.320	0 00	267,015 39 32 043	460,622 17	19,999.20	2 74

Attachment 7A
Page 5 of 36

tfolio Detail section does not include Accrued Income

7/56 9000002 001/002 7/38 0000627 01-004 405 B

03140280040

Trade Date

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Jan 01, 2016 through Dec. 31, 2016

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Consumer Staples (cont)								
25,000.000	MONDELEZ INTL INC Ticker: MDLZ	609207105	1,108,250 00 44.330	4,750.00	493,948.88 19 758	614,301.12	19,000.00	1 71
46,800.000	UNILEVER PLC SPON ADR NEW UNITED KINGDOM Ticker. UL	904767704	1,904,760.00 40 700	0.00	1,014,834.60 21.685	889,925 40	64,682 28	3 39
25,000 000	WAL-MART STORES INC Ticker: WMT	931142103	1,728,000 00 69 120	12,500.00	1,120,687.66 44.828	607,312 34	50,000.00	2 89
	Total Consumer Staples		**$10,404,487.56**	**$35,650.00**	**$3,811,885.66**	**$6,592,601.90**	**$316,881.48**	**3.04%**
Energy								
20,000 000	CONOCOPHILLIPS Ticker: COP	20825C104	$1,002,800 00 50.140	$0 00	$0.00	$1,002,800.00	$20,000 00	1 99%
10,000.000	PHILLIPS 66 Ticker. PSX	718546104	864,100.00 86.410	0.00	0 00	864,100.00	25,200.00	2.91
12,500 000	VALERO ENERGY CORP NEW Ticker: VLO	91913Y100	854,000.00 68.320	0.00	0.00	854,000 00	30,000 00	3.51
	Total Energy		**$2,720,900.00**	**$0.00**	**$0.00**	**$2,720,900.00**	**$75,200.00**	**2.76%**
Financials								
21,000 000	US BANCORP DEL COM NEW Ticker: USB	902973304	$1,078,770.00 51.370	$5,880 00	$0.00	$1,078,770.00	$23,520.00	2.18%
	Total Financials		**$1,078,770.00**	**$5,880.00**	**$0.00**	**$1,078,770.00**	**$23,520.00**	**2.18%**
Health Care								
40,000 000	AMGEN INC Ticker AMGN	031162100	$5,848,400.00 146.210	$0.00	$0.00	$5,848,400.00	$184,000 00	3.14%
20,000 000	BRISTOL MYERS SQUIBB CO Ticker BMY	110122108	1,168,800 00 58 440	0.00	508,562 87 25 428	660,237 13	31,200 00	2 66
2,500.000	HALYARD HEALTH INC Ticker: HYH	40650V100	92,450 00 36.980	0 00	39,655 79 15 862	52,794 21	0 00	0 00

Attachment 7A
Page 6 of 36

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Jan. 01, 2016 through Dec 31, 2016

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Health Care (cont)								
53,644.000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105	3,158,022.28 58.870	25,212.68	1,023,255.12 19.075	2,134,767.16	100,850.72	3.19
52,850 000	PFIZER INC Ticker: PFE	717081103	1,716,568.00 32.480	0 00	923,947.75 17.482	792,620.25	67,648.00	3.94
	Total Health Care		**$11,984,240.28**	**$25,212.68**	**$2,495,421.53**	**$9,488,818.75**	**$383,698.72**	**3.20%**
Industrials								
14,500 000	HONEYWELL INTL INC Ticker: HON	438516106	$1,679,825 00 115.850	$0 00	$505,029 65 34 830	$1,174,795.35	$38,570 00	2.29%
5,000 000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106	573,200.00 114 640	0 00	347,887.53 69.578	225,312 47	15,600.00	2.72
	Total Industrials		**$2,253,025.00**	**$0.00**	**$852,917.18**	**$1,400,107.82**	**$54,170.00**	**2.40%**
Information Technology								
10,000 000	APPLE INC Ticker: AAPL	037833100	$1,158,200.00 115.820	$0 00	10,149	$1,158,200 00	$22,800.00	1 96%
58,000 000	INTEL CORP Ticker INTC	458140100	2,103,660 00 36.270	0 00	441,681.11 7.615	1,661,978.89	60,320 00	2.86
20,000 000	ORACLE CORP Ticker: ORCL	68389X105	769,000.00 38.450	0 00	314,200.00 15.710	454,800 00	12,000 00	1 56
9,000.000	SYMANTEC CORP Ticker SYMC	871503108	215,010 00 23.890	0.00	157,635.00 17.515	57,375 00	2,700 00	1 25
	Total Information Technology		**$4,245,870.00**	**$0.00**	$923,665	**$3,332,353.89**	**$97,820.00**	**2.30%**
Materials								
580 000	ADVANSIX INC Ticker: ASIX	00773T101	$12,841 20 22.140	$0.00	$2,687.85 4 634	$10,153.35	$0 00	0.00%
3,000 000	CHEMOURS CO Ticker CC	163851108	66,270 00 22 090	0.00	0 00	66,270.00	360 00	0 54

Attachment 7A
Page 7 of 36

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-EQUITY

Jan 01, 2016 through Dec 31, 2016

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Materials (cont)								
15,000 000	DU PONT E I DE NEMOURS & CO Ticker: DD	263534109	1,101,000.00 73.400	0.00	0 00	1,101,000 00	22,800 00	2 07
32,000 000	INTERNATIONAL PAPER CO Ticker. IP	460146103	1,697,920.00 53 060	0.00	760,426 59 23.763	937,493 41	59,200.00	3 48
606.000	NEENAH PAPER INC Ticker. NP	640079109	51,631.20 85.200	0.00	15,549 08 25 659	36,082.12	799.92	1.54
	Total Materials		**$2,929,662.40**	**$0.00**	**$778,663.52**	**$2,150,998.88**	**$83,159.92**	**2.83%**
Telecommunication Services								
45,382 000	AT&T INC Ticker: T	00206R102	$1,930,096.46 42.530	$0 00	$1,030,060 00 22.698	$900,036 46	$88,948.72	4 60%
	Total Telecommunication Services		**$1,930,096.46**	**$0.00**	**$1,030,060.00**	**$900,036.46**	**$88,948.72**	**4.60%**
Other Equities								
25,000.000	ISHARES MSCI TAIWAN CAPPED ETF Ticker: EWT	46434G772	$734,250 00 29 370	$0 00	$355,000.00 14 200	$379,250 00	$17,518.60	2 38%
	Total Other Equities		**$734,250.00**	**$0.00**	**$355,000.00**	**$379,250.00**	**$17,518.60**	**2.38%**
Total Equities			**$38,380,975.15**	**$66,742.68**	10,258,627	**$28,132,497.52**	**$1,141,264.44**	**2.97%**
Total Portfolio			**$38,664,423.34**	**$66,817.96**	10,542,075	**$28,132,497.52**	**$1,142,491.78**	**2.95%**
Accrued Income			$66,817.96					
Total			**$38,731,241.30**					

Attachment 7A
Page 8 of 36

Vanguard

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext 9804

Statement overview

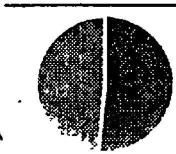
$27,348,897.19

Total value of all accounts as of December 31, 2016

Accounts	Value on 12/31/2015	Value on 12/31/2016	
Hershey Family Foundation			
Foundation account	**$5,570,176.52**	**$5,241,281.37**	
Foundation brokerage account	**$10,454,938.00**	**$22,107,615.82**	A
Total	**$16,025,114.52**	**$27,348,897.19**	

A:	22,107,616
Less B:	13,243,129
	8,864,487

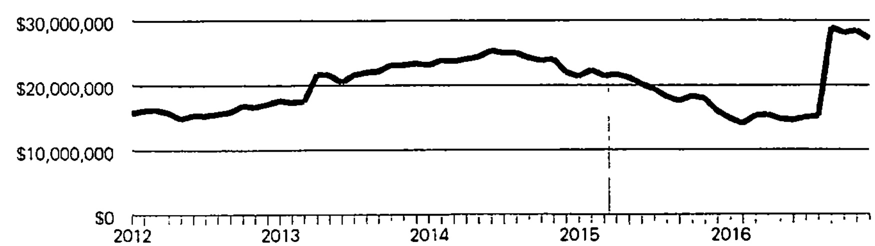
Asset mix



		Value on 12/31/2016	
51 6%	Stocks	$14,105,768 57	
0 0%	Bonds	0 00	
48 4%	Short-term reserves	13,243,128 62	B
0 0%	Other	0 00	
		$27,348,897.19	

Your percentages are based on your holdings as of the prior month-end Recalculated values are included See Disclosures for more information

Balance trend



Investment return (market change, dividends, interest, capital gains)

Since December 31, 2011 $5,182,185 26

For more information on your account, including tools to help you set up a target asset allocation, log on to vanguard com

Attachment 7A
Page 9 of 36

20170101 213657 RSB JM670404A 00000066020180 C4 - 1 - 9908 - 0
7625-08-00-0000281-0002-0003576

Vanguard®

Foundation account

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext 9804

Account overview

$5,241,281.37

Total account value as of December 31, 2016

Year-to-date income

Taxable income	$108,128 39
Nontaxable income	0 00
Total	**$108,128.39**

Balances and holdings for Vanguard funds

Beginning on January 1, 2012, new tax rules on taxable (nonretirement) mutual fund accounts (excluding money market funds) require Vanguard to track cost basis information for shares acquired and subsequently sold, on or after that date Unless you select another method, sales of Vanguard mutual funds, but not ETFs, will default to the average cost method For more information, visit vanguard com/costbasis

Symbol	Name	Fund and account	Average price per share	Total cost	Balance on 12/31/2015	Balance on 12/31/2016
VEMAX	Emerging Mkts Stk Idx Adm	5533-88023484298	$33 62	$521,912 02	$413,745 43	$462,282 50
VEUSX	European Stock Index Adm	0579-88023484298	-	-	1,184,382 78	0 00
VMFXX	Federal Money Mkt Fund	0033-88023484298	-	-	0 00	1,886,862 80
VHDYX	High Dividend Yld Idx Inv	0623-88023484298	27 50	1,343,230 61	397,349 12	1,463,890 19
VPADX	Pacific Stock Index Adm	0572-88023484298	67 87	1,348,895 68	1,356,494 94	1,428,245.88
VMRXX	Prime Money Market Adm	0066-88023484298	-	-	287,019 30	0 00
VMMXX	Prime Money Mkt Fund	0030-88023484298	-	-	1,931,184 95	0 00
					$5,570,176.52	**$5,241,281.37**

Vanguard

Foundation account

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext. 9804

Account activity for Vanguard funds

Emerging Mkts Stk Idx Adm 5533-88023484298

Purchases	Withdrawals	Dividends
$0 00	$0 00	$11,404 31

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$27 33		15,138 874	$413,745 43
03/14	Income dividend 046	$696 39	27 71	25 131	15,164 005	
06/13	Income dividend .186	2,820 50	27 93	100 985	15,264 990	
09/12	Income dividend 374	5,709 11	31 02	184 046	15,449 036	
12/19	Income dividend .141	2,178 31	29 35	74 218	15,523 254	
	Ending balance on 12/31/2016		**$29.78**		**15,523.254**	**$462,282.50**

European Stock Index Adm 0579-88023484298

Purchases	Withdrawals	Dividends
$0 00	-$1,176,919 10	$40,467.97

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$62 51		18,947 093	$1,184,382 78
03/14	Income dividend 341	$6,460 96	60 37	107 023	19,054 116	
06/13	Income dividend 1 158	22,064 67	58 16	379 379	19,433 495	
09/12	Income dividend .331	6,432 49	61 28	104 969	19,538 464	
12/19	Income dividend 282	5,509 85	59 11	93 214	19,631 678	
12/30	Exchange to Federal MM	-1,176,919 10	59 95	-19,631 678	0 000	
	Ending balance on 12/31/2016		**$59.95**		**0.000**	**$0.00**

20170101 213657 RSBJM576 404A 000000660200180 C4 - 1 9910 - 0
7625-08-00-0000281-0003-0003575

Vanguard®

Foundation account

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext. 9804

Account activity for Vanguard funds continued

Federal Money Mkt Fund 0033-88023484298

Purchases	Withdrawals	Dividends
$5,681,541 60	-$3,795,802 00	$1,123 20
7-day SEC yield as of 12/30/2016*		0 45%

*Average annualized income dividend over the past 7 days For updated information, visit vanguard com

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$1 00		0 000	$0 00
09/06	Exchange from Prime MM	$112,257 18	1 00	112,257 180	112,257 180	
09/06	Dividend from Prime MM	9 54	1 00	9 540	112,266 720	
09/06	Exchange from PrMyMktAdm	1,392,223 74	1 00	1,392,223 740	1,504,490 460	
09/06	Dividend from PrMyMktAdm	132 04	1 00	132 040	1,504,622 500	
09/21	Checkwriting 1004	-93,766 00	1 00	-93,766 000	1,410,856 500	
09/21	Checkwriting 1005	-20,000 00	1 00	-20,000 000	1,390,856 500	
09/22	Checkwriting 1001	-25,000 00	1 00	-25,000 000	1,365,856 500	
09/27	Checkwriting 1006	-100,000 00	1 00	-100,000.000	1,265,856 500	
09/28	Checkwriting 1003	-35,000 00	1 00	-35,000 000	1,230,856 500	
09/30	Checkwriting 1002	-100,000 00	1 00	-100,000 000	1,130,856 500	
09/30	Income dividend	278 30	1 00	278 300	1,131,134 800	
10/03	Checkwriting 1007	-100,000 00	1 00	-100,000 000	1,031,134 800	
10/05	Checkwriting 1008	-75,000 00	1 00	-75,000 000	956,134 800	
10/11	Checkwriting 1009	-30,000 00	1 00	-30,000 000	926,134 800	
10/11	Checkwriting 1010	-30,000 00	1 00	-30,000 000	896,134 800	

Vanguard

Foundation account

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext 9804

Account activity for Vanguard funds continued

Federal Money Mkt Fund 0033-88023484298 continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
10/13	Checkwriting 1011	-450,000 00	1 00	-450,000 000	446,134 800	
10/25	Checkwriting 1012	-18,500 00	1 00	-18,500 000	427,634 800	
10/31	Income dividend	166 05	1 00	166 050	427,800 850	
11/10	Checkwriting 1013	-30,000 00	1 00	-30,000 000	397,800 850	
11/22	Checkwriting 1014	-30,000 00	1 00	-30,000.000	367,800.850	
11/23	Checkwriting 1017	-20,000 00	1 00	-20,000 000	347,800 850	
11/28	Checkwriting 1016	-50,000 00	1 00	-50,000 000	297,800 850	
11/29	Checkwriting 1015	-100,000 00	1 00	-100,000 000	197,800 850	
11/30	Income dividend	95 59	1 00	95 590	197,896 440	
12/09	Checkwriting 1018	-100,000 00	1 00	-100,000 000	97,896 440	
12/12	Checkwriting 1022	-50,000 00	1 00	-50,000 000	47,896 440	
12/12	Transfer from another account	3,000,000 00	1 00	3,000,000 000	3,047,896 440	
12/13	Checkwriting 1023	-300,000 00	1 00	-300,000 000	2,747,896 440	
12/14	Checkwriting 1024	-25,000 00	1 00	-25,000 000	2,722,896 440	
12/20	Checkwriting 1021	-75,000 00	1 00	-75,000 000	2,647,896 440	
12/21	Checkwriting 1026	-40,000 00	1 00	-40,000 000	2,607,896 440	
12/22	Checkwriting 1031	-150,000 00	1 00	-150,000 000	2,457,896 440	
12/23	Checkwriting 1028	-150,000 00	1 00	-150,000 000	2,307,896 440	
12/27	Checkwriting 1037	-75,000 00	1 00	-75,000 000	2,232,896 440	
12/28	Checkwriting 1027	-75,000 00	1 00	-75,000 000	2,157,896 440	
12/28	Checkwriting 1029	-103,286 00	1 00	-103,286 000	2,054,610 440	

Vanguard®

Foundation account

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative· 800-345-1344, Ext 9804

Account activity for Vanguard funds continued

Federal Money Mkt Fund 0033-88023484298 continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
12/28	Checkwriting 1030	-13,250 00	1 00	-13,250 000	2,041,360 440	
12/29	Checkwriting 1025	-82,000 00	1 00	-82,000 000	1,959,360 440	
12/29	Checkwriting 1032	-200,000 00	1 00	-200,000 000	1,759,360 440	
12/30	Checkwriting 1036	-50,000 00	1 00	-50,000 000	1,709,360 440	
12/30	Exchange to HiDivYdIxl	-1,000,000 00	1 00	-1,000,000 000	709,360 440	
12/30	Exchange from Eur Idx Ad	1,176,919 10	1 00	1,176,919 100	1,886,279 540	
12/30	Income dividend	583 26	1 00	583 260	1,886,862 800	
	Ending balance on 12/31/2016		**$1.00**		**1,886,862.800**	**$1,886,862.80**

High Dividend Yld Idx Inv 0623-88023484298

Purchases	Withdrawals	Dividends
$1,000,000 00	$0 00	$12,978 36

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$26 45		15,022 651	$397,349 12
03/14	Income dividend 186	$2,794 21	26 88	103 951	15,126 602	
06/20	Income dividend 224	3,388 36	27 87	121 577	15,248 179	
09/12	Income dividend 186	2,836 16	28 58	99 236	15,347 415	
12/21	Income dividend 258	3,959 63	30 21	131 070	15,478 485	
12/30	Exchange from Federal MM	1,000,000 00	29 97	33,366 700	48,845 185	
	Ending balance on 12/31/2016		**$29.97**		**48,845.185**	**$1,463,890.19**

Account activity for Vanguard funds continued

Pacific Stock Index Adm 0572-88023484298

Purchases	Withdrawals	Dividends
$0 00	$0 00	$37,213 77

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$70 10		19,350 855	$1,356,494 94
03/14	Income dividend 145	$2,805 87	68 20	41 142	19,391 997	
06/13	Income dividend 565	10,956 48	67 89	161 386	19,553 383	
09/12	Income dividend 265	5,181 65	73 57	70 432	19,623 815	
12/19	Income dividend 931	18,269 77	72 62	251 580	19,875 395	
	Ending balance on 12/31/2016		**$71.86**		**19,875.395**	**$1,428,245.88**

Prime Money Market Adm 0066-88023484298

Purchases	Withdrawals	Dividends
$1,102,373 47	-$1,392,223.74	$2,963 01

7-day SEC yield as of 12/30/2016* 0 79%

*Average annualized income dividend over the past 7 days For updated information, visit vanguard com

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$1 00		287,019 300	$287,019 30
01/04	Net sweep from brokerage	$1,440 00	1 00	1,440 000	288,459 300	
01/05	Net sweep from brokerage	3,750 00	1 00	3,750 000	292,209 300	
01/08	Net sweep from brokerage	5,620 00	1 00	5,620 000	297,829 300	

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Foundation account

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Account activity for Vanguard funds continued

Prime Money Market Adm 0066-88023484298 continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
01/11	Net sweep from brokerage	2,750 00	1 00	2,750 000	300,579 300	
01/26	Net sweep from brokerage	11,500 00	1 00	11,500 000	312,079 300	
01/28	Net sweep from brokerage	1,725 00	1 00	1,725 000	313,804 300	
01/29	Income dividend	98 92	1 00	98 920	313,903 220	
02/12	Net sweep from brokerage	5,460 00	1 00	5,460 000	319,363 220	
02/29	Income dividend	112 07	1 00	112 070	319,475 290	
03/11	Net sweep from brokerage	4,420 00	1 00	4,420 000	323,895 290	
03/15	Net sweep from brokerage	2,250 00	1 00	2,250 000	326,145 290	
03/28	Net sweep from brokerage	16,065 00	1 00	16,065.000	342,210 290	
03/29	Net sweep from brokerage	2,250 00	1 00	2,250 000	344,460 290	
03/31	Income dividend	130 19	1 00	130 190	344,590 480	
04/01	Net sweep from brokerage	7,060 00	1 00	7,060 000	351,650 480	
04/04	Net sweep from brokerage	3,750 00	1 00	3,750 000	355,400 480	
04/11	Net sweep from brokerage	2,750 00	1 00	2,750 000	358,150 480	
04/26	Net sweep from brokerage	11,500 00	1 00	11,500 000	369,650 480	
04/28	Net sweep from brokerage	1,725 00	1 00	1,725 000	371,375 480	
04/29	Income dividend	143 05	1 00	143 050	371,518 530	
05/05	Net sweep from brokerage	974,485 96	1 00	974,485 960	1,346,004 490	
05/31	Income dividend	525 66	1 00	525 660	1,346,530 150	
06/13	Net sweep from brokerage	4,760 00	1 00	4,760 000	1,351,290 150	
06/14	Net sweep from brokerage	7,792 68	1 00	7,792 680	1,359,082 830	

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Account activity for Vanguard funds continued

Prime Money Market Adm 0066-88023484298 continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
06/20	Net sweep from brokerage	16,065 00	1 00	16,065 000	1,375,147 830	
06/27	Net sweep from brokerage	2,250 00	1 00	2,250 000	1,377,397 830	
06/29	Net sweep from brokerage	624 83	1 00	624 830	1,378,022 660	
06/30	Income dividend	576 67	1 00	576 670	1,378,599 330	
07/01	Net sweep from brokerage	6,380 00	1 00	6,380 000	1,384,979 330	
07/05	Net sweep from brokerage	6,000 00	1 00	6,000 000	1,390,979 330	
07/29	Income dividend	604 41	1 00	604 410	1,391,583 740	
08/31	Income dividend	640 00	1 00	640 000	1,392,223 740	
09/06	Exchange to Federal MM	-1,392,223 74	1 00	-1,392,223 740	0 000	
09/06	Dividend to Federal MM	132 04			0 000	
	Ending balance on 12/31/2016		**$1.00**		**0.000**	**$0.00**

Prime Money Mkt Fund 0030-88023484298

Purchases	Withdrawals	Dividends
$0 00	-$1,933,153 18	$1,977 77

7-day SEC yield as of 12/30/2016*	0 73%

*Average annualized income dividend over the past 7 days For updated information, visit vanguard com

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2015		$1 00		1,931,184 950	$1,931,184 95
01/04	Checkwriting 1069	-$20,000 00	1 00	-20,000 000	1,911,184 950	

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Account activity for Vanguard funds continued

Prime Money Mkt Fund 0030-88023484298 continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
01/04	Checkwriting 1075	-100,000 00	1 00	-100,000 000	1,811,184 950	
01/08	Checkwriting 1067	-25,000.00	1 00	-25,000 000	1,786,184 950	
01/08	Checkwriting 1074	-100,000 00	1 00	-100,000 000	1,686,184 950	
01/29	Income dividend	478 28	1 00	478 280	1,686,663 230	
02/01	Checkwriting 1076	-250,000 00	1 00	-250,000 000	1,436,663 230	
02/02	Checkwriting 1077	-50,000 00	1 00	-50,000 000	1,386,663 230	
02/08	Checkwriting 1078	-300,000 00	1 00	-300,000 000	1,086,663 230	
02/17	Checkwriting 1079	-20,000 00	1 00	-20,000 000	1,066,663 230	
02/29	Income dividend	351 04	1 00	351 040	1,067,014 270	
03/09	Checkwriting 1080	-40,000 00	1 00	-40,000 000	1,027,014 270	
03/21	Checkwriting 1081	-50,000 00	1 00	-50,000 000	977,014 270	
03/31	Income dividend	355 07	1 00	355 070	977,369 340	
04/05	Checkwriting 1083	-20,900 00	1 00	-20,900 000	956,469 340	
04/29	Income dividend	335 05	1 00	335 050	956,804 390	
05/02	Checkwriting 1084	-20,000 00	1 00	-20,000 000	936,804 390	
05/09	Checkwriting 1085	-250,000 00	1 00	-250,000 000	686,804 390	
05/13	Checkwriting 1082	-72,000 00	1 00	-72,000 000	614,804 390	
05/16	Checkwriting 1086	-25,000 00	1 00	-25,000 000	589,804 390	
05/16	Checkwriting 1087	-100,000 00	1 00	-100,000 000	489,804 390	
05/18	Checkwriting 1088	-40,000 00	1 00	-40,000 000	449,804 390	
05/31	Checkwriting 1089	-75,000 00	1 00	-75,000 000	374,804 390	

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Account activity for Vanguard funds continued

Prime Money Mkt Fund 0030-88023484298 continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
05/31	Income dividend	235 04	1 00	235 040	375,039 430	
06/03	Checkwriting 1090	-109,810 00	1 00	-109,810 000	265,229 430	
06/28	Checkwriting 1091	-40,000 00	1 00	-40,000 000	225,229 430	
06/30	Income dividend	100 71	1 00	100 710	225,330 140	
07/14	Checkwriting 1092	-89,088 00	1 00	-89,088 000	136,242 140	
07/29	Income dividend	66 65	1 00	66 650	136,308 790	
08/02	Checkwriting 1094	-23,598 00	1 00	-23,598 000	112,710 790	
08/29	Checkwriting 1095	-500 00	1 00	-500 000	112,210 790	
08/31	Income dividend	46 39	1 00	46 390	112,257 180	
09/06	Exchange to Federal MM	-112,257 18	1 00	-112,257 180	0 000	
09/06	Dividend to Federal MM	9 54			0 000	
	Ending balance on 12/31/2016		**$1.00**		**0.000**	**$0.00**

Attachment 7A
Page 19 of 36

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Vanguard

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Realized gains and losses

You can get cost basis information for both realized and unrealized gains and losses for your Vanguard account at vanguard com

Some or all of this information may be reported to the IRS on Form 1099-B Proceeds from Broker and Barter Exchange Transactions Vanguard provides cost basis information using the average cost method for mutual funds and first in, first out for other holdings, unless you've selected another method You may want to consult a tax advisor to determine the appropriate method for you Certain adjustments may change the basis we're currently reporting to you In that event, we'll send you revised realized gain and loss information A dash indicates the information on our system was incomplete at the time this document was generated See IRS Publication 550 (Investment Income and Expenses) for additional information

Vanguard funds

European Stock Index Adm 0579-88023484298

Term	Date sold	Quantity	Proceeds	Total cost	Gain/Loss	Disallowed loss	Total gain/ Allowable loss
Short-term	12/30	684 585	$41,040 87	$46,027 10	-$4,986 23	$0 00	-$4,986 23
Long-term	12/30	18,947 093	1,135,878 23	1,288,132 50	-152,254 27	0 00	-152,254 27

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Vanguard

Foundation brokerage account—61050675

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext 9804

Account overview

$22,107,615.82

Total account value as of December 31, 2016

Activity summary

Value on December 31, 2015	**$10,454,938.00**
Purchases and withdrawals	9,893,301 81
Market appreciation/depreciation	1,504,111 86
Dividends, interest, and capital gains	255,264 15
Value on December 31, 2016	**$22,107,615.82**

Year-to-date income

Taxable income	$255,264 15
Nontaxable income	0 00
Total	**$255,264.15**

Margin summary

December margin credit	$3,735 00

Cost basis summary (all investments)

Realized gain/loss	
2016 short-term	$0 00
2016 long-term	-302,337 30
Unrealized gain/loss	3,519,863 33

Balances and holdings for Vanguard Brokerage Account—61050675

Your securities are held in your margin account, unless otherwise noted This section only shows securities that were held in the account at the end of the time period indicated

Foundation brokerage account—61050675

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Balances and holdings for Vanguard Brokerage Account—61050675 continued

Settlement fund

Name	Quantity	Price on 12/31/2016	Balance on 12/31/2015	Balance on 12/31/2016
VANGUARD FEDERAL MONEY MARKET FUND Est yield 0 45%	11,352,530 8200	$1 00	-	$11,352,530.82
			$0.00	**$11,352,530.82** C

ETFs

Symbol	Name	Total cost	Quantity	Price on 12/31/2016	Balance on 12/31/2015	Balance on 12/31/2016
EWZ	ISHARES MSCI BRAZIL CAPPED ETF Est annual income $1,811 10, Est yield 1 81%	$166,258 97	3,000 0000	$33 3400	$62,040 00	$100,020 00
RSX	VANECK VECTORS RUSSIA ETF Est annual income: $155 00, Est yield: 0 02%	815,300 42	31,000 0000	21 2200	-	657,820 00
	Total Est. annual income: $1,966.10; Est. yield: 0.26%				**$62,040.00**	**$757,840.00**

Stocks

Symbol	Name	Total cost	Quantity	Price on 12/31/2016	Balance on 12/31/2015	Balance on 12/31/2016
A	AGILENT TECHNOLOGIES INC Est annual income $7,920 00, Est yield 1 16%	$398,795 12	15,000 0000	$45 5600	$627,150 00	$683,400 00
BAC	BANK AMERICA CORP Est annual income $13,500 00, Est yield 1 36%	250,341 68	45,000 0000	22 1000	757,350 00	994,500 00

Vanguard®

Foundation brokerage account—61050675

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Balances and holdings for Vanguard Brokerage Account—61050675 continued

Stocks continued

Symbol	Name	Total cost	Quantity	Price on 12/31/2016	Balance on 12/31/2015	Balance on 12/31/2016
DVN	DEVON ENERGY CORP NEW Est annual income $1,440 00, Est yield 0 53%	346,200 08	6,000 0000	45 6700	192,000 00	274,020 00
XOM	EXXON MOBIL CORP Est annual income $31,200 00, Est yield 3 32%	891,280 00	10,400 0000	90 2600	-	938,704 00
FDX	FEDEX CORP Est annual income $24,000 00, Est yield 0 86%	1,394,089 50	15,000 0000	186 2000	2,234,850 00	2,793,000 00
GE	GENERAL ELECTRIC COMPANY Est annual income $48,000 00, Est yield 3 04%	825,000 00	50,000 0000	31 6000	1,557,500 00	1,580,000 00
IBM	INTL BUSINESS MACHINES CORP Est annual income $19,040 00, Est yield 3 37%	552,840 00	3,400 0000	165 9900	467,908 00	564,366 00
KEYS	KEYSIGHT TECHNOLOGIES INC	153,805 27	7,500 0000	36 5700	212,475 00	274,275 00
PEP	PEPSICO INC Est annual income $24,080 00, Est yield 2 88%	513,250 12	8,000 0000	104 6300	799,360 00	837,040 00
PBI	PITNEY BOWES INC Est annual income $9,000 00, Est yield 4 94%	296,880 06	12,000 0000	15 1900	247,800 00	182,280 00
SLB	SCHLUMBERGER LTD Est annual income $11,000 00, Est yield 2 38%	403,095 22	5,500 0000	83 9500	383,625 00	461,725 00

Foundation brokerage account—61050675

Hershey Family Foundation

Vanguard Flagship Services®

David Fedorka, Registered Representative: 800-345-1344, Ext 9804

Balances and holdings for Vanguard Brokerage Account—61050675 continued

Stocks continued

Symbol	Name	Total cost	Quantity	Price on 12/31/2016	Balance on 12/31/2015	Balance on 12/31/2016
TM	TOYOTA MOTOR CORP SPONSORED ADR Est annual income $13,253 10, Est yield 3 23%	224,350 23	3,500 0000	117.2000	430,640 00	410,200 00
	Total Est. annual income: $202,433.10; Est. yield: 2.03%				**$7,910,658.00**	**$9,993,510.00**

Account activity for Vanguard Brokerage Account—61050675

This section shows trades that have settled by December 30, 2016

Income summary

	Dividends	Interest	Tax-exempt interest	Short-term capital gains	Long-term capital gains	Other income
December	$48,802 61	$0 00	$0 00	$0 00	$0 00	$0 00
Year-to-date	255,264 15	0 00	0 00	0 00	0 00	0 00

Completed transactions

Settlement date	Trade date	Symbol	Name	Transaction type	Account type	Quantity	Price	Commissions & fees	Amount
12/09	12/09	TM	TOYOTA MOTOR CORP SPONSORED ADR	Dividend	-	-	-	-	$6,200 32
12/09	12/09	TM	FRGN-W/H @ SOURCE TOYOTA MTR CORP SPON ADR	Foreign Tax Withheld	-	-	-	-	-949 58
12/09	12/09	TM	TOYOTA MOTOR CORP 3500	ADR Custody Fee	-	-	-	-	-70 00
12/12	12/10	IBM	INTL BUSINESS MACHINES CORP	Dividend	-	-	-	-	4,760 00

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Vanguard

Foundation brokerage account—61050675

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Account activity for Vanguard Brokerage Account—61050675 continued

Completed transactions continued

Settlement date	Trade date	Symbol	Name	Transaction type	Account type	Quantity	Price	Commissions & fees	Amount
12/12	12/12	-	CASH TRANSFER	Transfer (out)	-	-	-	-	-3,000,000 00
12/12	12/12	PBI	PITNEY BOWES INC	Dividend	-	-	-	-	2,250 00
12/12	12/12	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep in	-	-	-	-	-5,180 74
12/12	12/12	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep out	-	-	-	-	3,000,000 00
12/13	12/13	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep in	-	-	-	-	-7,010 00
12/16	12/13	PBR	PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR	Sell	Margin	-18,000 0000	$11 0500	$4 34	198,895 66
12/16	12/16	BP	BP PLC SPONSORED ADR	Dividend	-	-	-	-	16,200 00
12/16	12/16	BP	BP PLC 27000	ADR Custody Fee	-	-	-	-	-135 00
12/16	12/16	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep in	-	-	-	-	-198,895 66
12/19	12/19	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep in	-	-	-	-	-16,065 00
12/23	12/23	RSX	VANECK VECTORS RUSSIA ETF	Dividend	-	-	-	-	10,354 00
12/27	12/27	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep in	-	-	-	-	-10,354 00

Account activity for Vanguard Brokerage Account—61050675 continued

Completed transactions continued

Settlement date	Trade date	Symbol	Name	Transaction type	Account type	Quantity	Price	Commissions & fees	Amount
12/28	12/28	EWZ	ISHARES MSCI BRAZIL CAPPED ETF	Dividend	-	-	-	-	1,186 27
12/29	12/29	-	VANGUARD FEDERAL MONEY MARKET FUND	Sweep in	-	-	-	-	-1,186 27
12/30	12/30	BAC	BANK AMERICA CORP	Dividend	-	-	-	-	3,375 00
12/30	12/30	DVN	DEVON ENERGY CORP NEW	Dividend	-	-	-	-	360 00
12/30	12/30	-	VANGUARD FEDERAL MONEY MARKET FUND	Dividend	-	-	-	-	4,117 02
12/30	12/30	-	VANGUARD FEDERAL MONEY MARKET FUND	Reinvestment	-	-	-	-	-4,117 02

If you had an adjustment to a dividend or interest payment from a previous month, the monthly amount shown under the Income Summary section of your brokerage statement may be overstated

Pending distributions

Cash dividends, interest, and distributions

Record date	Payable date	Symbol	Name	Transaction type	Quantity	Price	Amount
12/02	01/06	PEP	PEPSICO INC	Dividend	8,000 0000	$0 7525	$6,020 00
12/07	01/13	SLB	SCHLUMBERGER LTD	Dividend	5,500 0000	0 5000	2,750 00
12/12	01/03	FDX	FEDEX CORP	Dividend	15,000 0000	0 4000	6,000 00
12/27	01/25	GE	GENERAL ELECTRIC COMPANY	Dividend	50,000 0000	0 2400	12,000 00

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7625-08-00 0000281 0012 0003516

Foundation brokerage account—61050675

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Account activity for Vanguard Brokerage Account—61050675 continued

Pending distributions continued

Cash dividends, interest, and distributions continued

Record date	Payable date	Symbol	Name	Transaction type	Quantity	Price	Amount
12/30	01/04	RSX	VANECK VECTORS RUSSIA ETF	Dividend	31,000 0000	0 0050	155 00
							$26,925.00

The information in "Pending distributions" has been obtained from sources we believe to be reliable All items are subject to receipt We make no representation as to accuracy or completeness

Vanguard

Foundation brokerage account—61050675

Hershey Family Foundation

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Realized gains and losses

You can get cost basis information for both realized and unrealized gains and losses for your Vanguard account at vanguard com

Some or all of this information may be reported to the IRS on Form 1099-B Proceeds from Broker and Barter Exchange Transactions Vanguard provides cost basis information using the average cost method for mutual funds and first in, first out for other holdings, unless you've selected another method You may want to consult a tax advisor to determine the appropriate method for you Certain adjustments may change the basis we're currently reporting to you In that event, we'll send you revised realized gain and loss information A dash indicates the information on our system was incomplete at the time this document was generated See IRS Publication 550 (Investment Income and Expenses) for additional information

Stocks

APPLE INC (AAPL)

Term	Date sold	Quantity	Proceeds	Total cost	Gain/Loss	Disallowed loss	Total gain/ Allowable loss
Short-term	05/02	0 000	$0 00	$0 00	$0 00	$0 00	$0 00
Long-term	05/02	10,500 000	974,485 96	679,620 06	294,865 90	0 00	294,865 90

BP PLC SPONSORED ADR (BP)

Term	Date sold	Quantity	Proceeds	Total cost	Gain/Loss	Disallowed loss	Total gain/ Allowable loss
Short-term	11/10	0 000	$0 00	$0 00	$0 00	$0 00	$0 00
Long-term	11/10	27,000 000	922,903 24	1,113,481 68	-190,578 44	0 00	-190,578 44

PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR (PBR)

Term	Date sold	Quantity	Proceeds	Total cost	Gain/Loss	Disallowed loss	Total gain/ Allowable loss
Short-term	12/13	0 000	$0 00	$0 00	$0 00	$0 00	$0 00
Long-term	12/13	18,000 000	198,895 66	605,520 42	-406,624 76	0 00	-406,624 76

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Account Summary

Jan. 01, 2016 through Dec 31, 2016

Account: HERSHEY FAMILY FOUNDATION-FIXED

Market Value $6,361,864.54

Account Activity

Description	Current Period	YTD Since 01/01/16
Beginning Market Value	**$6,277,809.47**	**$6,277,809.47**
Income	115,240 46	115,240 46
Bank Fees	-9,468 83	-9,468 83
Change in Market Value	-21,716.56	-21,716.56
Ending Market Value	**$6,361,864.54**	**$6,361,864.54**
Change in Account Value	84,055.07	84,055 07

Realized Gain/Loss Summary

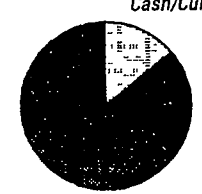
Description	Current Period	Fiscal YTD
Short-term	-$8,885 55	-$8,885 55
Long-term	-44,549.06	-44,549 06
Net Total	**-$53,434.61**	**-$53,434.61**

Income Summary

Description	Current Period	YTD Since 01/01/16
Dividends - Taxable	$2,087 58	$2,087 58
Interest - Taxable	96,927.38	96,927.38
Interest - U.S. Tax Exempt	3,000 00	3,000.00
Other Income	13,225.50	13,225 50
Total Income	**$115,240.46**	**$115,240.46**

Portfolio Allocation

Description	Market Value	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency	$896,368 57	$896,125 60	$3,868 28	0 43%
Fixed Income	5,465,495 97	5,455,927.33	92,203.75	1 69
Total Assets	**$6,361,864.54**	**$6,352,052.93**	**$96,072.03**	**1.51%**
Total	**$6,361,864.54**	**$6,352,052.93**	**$96,072.03**	



Attachment 8A
Page 29 of 36

Market Value includes accrued income unless otherwise noted

The amounts shown throughout this statement should not be used in the preparation of tax documents Detail specifying taxable nature of income will be provided with year-end tax documentation Please consult your tax advisor

3/612 9000001 001/026 3/ 34 0000011 01-004 505 B

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Trade Date

Account Summary

Jan. 01, 2016 through Dec 31, 2016

Account: HERSHEY FAMILY FOUNDATION-FIXED

Cash Summary

	Current Period		YTD Since 01/01/16	
	Income Cash	*Principal Cash*	*Income Cash*	*Principal Cash*
Beginning Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**
Income	115,240 46	0 00	115,240 46	0.00
Bank Fees	0 00	-9,468 83	0.00	-9,468 83
Income/Principal Transfers	-115,240 46	115,240 46	-115,240.46	115,240.46
Purchases	0 00	-3,003,057 30	0.00	-3,003,057 30
Sales and Maturities	0 00	3,123,282.00	0 00	3,123,282.00
Net Automated Money Market Transactions	0.00	-225,996 33	0 00	-225,996.33
Ending Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**

Attachment 8A
Page 30 of 36

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Analysis

Jan. 01, 2016 through Dec. 31, 2016

Account: HERSHEY FAMILY FOUNDATION-FIXED

Portfolio Summary by Asset Class

Description	*Market Value*	*% of Account*	*% of Sector*	*Tax Cost*	*Estimated Annual Income*	*Current Yield*
Cash/Currency						
Cash Equivalents	$896,368 57	14.1%	100 0%	$896,125.60	$3,868 28	0 43%
Total Cash/Currency	**$896,368.57**	**14.1%**	**100.0%**	**$896,125.60**	**$3,868.28**	**0.43%**
Fixed Income						
Investment Grade Taxable	$4,568,669.35	71.8%	83.6%	$4,555,756 73	$79,528.75	1 75%
International Developed Bonds	896,826.62	14.1	16.4	900,170.60	12,675.00	1.42
Total Fixed Income	**$5,465,495.97** A	**85.9%**	**100.0%**	**$5,455,927.33**	**$92,203.75**	**1.69%**
Total Assets	**$6,361,864.54**	**100.0%**		**$6,352,052.93**	**$96,072.03**	**1.51%**
Total	**$6,361,864.54**			**$6,352,052.93**	**$96,072.03**	

A = 5,465,496 Total Corp Bond

Attachment 8A
Page 31 of 36

00073060030

Trade Date

Portfolio Analysis

Jan. 01, 2016 through Dec 31, 2016

Account: HERSHEY FAMILY FOUNDATION-FIXED

Fixed Income - Maturity Schedule

Maturity	*Maturity Amount*	*% of Total*
Less than 1 year	$2,143,000.00	39.4%
1 - 5 years	3,300,000.00	60 6
Total	**$5,443,000.00**	**100.0%**

Weighted Average Maturity	1 3 years
Weighted Average Coupon	1 7%
Weighted Average Current Yield	1.7%
Weighted Average Yield to Maturity/Call	1 6%

Fixed Income - Quality Schedule

Moody's Rating	*Market Value*	*% of Fixed Income*
Aa	$1,341,035 32	24 5%
A	2,011,053.68	36 8
Other Rated	2,113,406.97	38.7
Total Fixed Income	**$5,465,495.97**	**100.0%**

The Fixed Income - Maturity Schedule and Fixed Income - Quality Schedule include cash equivalents maturing within six months and exclude preferred stocks and fixed income funds

Attachment 8A
Page 32 of 36

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-FIXED

Jan 01, 2016 through Dec. 31, 2016

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
8,982 290	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT	99Z490460	$8,982.29	$1.71	$8,982.29 1 000	$0 00	$26.95	0 30%
0.000	FIDELITY GOVERNMENT PORTFOLIO INSTITUTIONAL CLASS (Income Investment)	31607A703	0 00	1.66	0.00	0.00	0 00	0 00
887,143 310	FIDELITY GOVERNMENT PORTFOLIO INSTITUTIONAL CLASS	31607A703	887,143.31	239.60	887,143.31 1 000	0 00	3,841.33	0 43
	Total Cash Equivalents		**$896,125.60**	**$242.97**	**$896,125.60**	**$0.00**	**$3,868.28**	**0.43%**
Total Cash/Currency			**$896,125.60**	**$242.97**	**$896,125.60**	**$0.00**	**$3,868.28**	**0.43%**
Fixed Income								
Investment Grade Taxable								
300,000 000	***2017*** J P MORGAN CHASE & CO UNSECD MEDIUM TERM SR NT DTD 02/18/14 1 350% DUE 02/15/17 Moody's: A3 S&P: A-	46623EJY6	$300,051 00 100.017	$1,530 00	$300,582 00 100 194	-$531 00	$4,050 00	1 35% 1 08
300,000 000	AT&T INC SR UNSECD GLOBAL NT DTD 03/15/16 2.400% DUE 03/15/17 Moody's. BAA1 S&P. BBB+	00206RCV2	300,738.00 100 246	2,119 99	301,884 94 100 628	-1,146 94	7,200.00	2 39 1 16
143,000 000	SOUTHERN CALIF EDISON CO 1ST REF MTG SECD NT SER 14-B DTD 05/09/14 1.125% DUE 05/01/17 Moody's AA3 S&P: A	842400GB3	143,018 59 100.013	268 12	142,954 24 99 968	64 35	1,608 75	1 12 1 08
300,000 000	BANK NEW YORK MELLON CORP SR UNSECD NT STEP UP 5/12 DTD 12/20/11 VAR RT DUE 06/20/17 Moody's: A1 S&P A	064058AA8	301,041 00 100 347	180 49	306,738 00 102 246	-5,697 00	5,907 00	1 96 1 25

Attachment 8A
Page 33 of 36

olio Detail section does not include Accrued Income

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Trade Date

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-FIXED

Jan. 01, 2016 through Dec 31, 2016

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
300,000 000	DUKE ENERGY CORP NEW UNSECD SR NT DTD 08/16/12 1 625% DUE 08/15/17 Moody's. BAA1 S&P. BBB+	26441CAH8	300,483.00 100.161	1,841 67	302,884 41 100.961	-2,401 41	4,875.00	1 62 1 39
200,000 000	AMERICAN EXPRESS CR CORP SR UNSECD MTN DTD 09/23/14 1 550% DUE 09/22/17 Moody's: A2 S&P: A-	0258M0DR7	200,222 00 100.111	852.50	200,028 00 100.014	194.00	3,100.00	1 54 1 41
300,000 000	AMERICAN HONDA FIN CORP SR UNSECD MTN DTD 12/11/14 1.550% DUE 12/11/17 Moody's: A1 S&P: A+	02665WAQ4	300,261.00 100.087	258 33	299,721.00 99.907	540.00	4,650 00	1 54 1.34
300,000 000	***2018*** NORTHEAST UTILS UNSECD SR NT DTD 01/15/15 1 600% DUE 01/15/18 Moody's. BAA1 S&P. A-	664397AL0	299,319.00 99 773	2,213 33	299,640 00 99 880	-321 00	4,800 00	1 60 1 83
300,000.000	THERMO FISHER SCIENTIFIC INC UNSECD SR NT DTD 08/22/12 1 850% DUE 01/15/18 Moody's. BAA2 S&P· BBB	883556BB7	300,429.00 100.143	2,559 17	299,886.85 99.962	542.15	5,550 00	1 84 1.66
300,000 000	HSBC USA INC NEW SR UNSECD NT DTD 12/20/12 1 625% DUE 01/16/18 Moody's. A2 S&P· A	40428HPH9	299,475 00 99.825	2,234 37	301,434 00 100 478	-1,959 00	4,875.00	1.62 1.76
300,000.000	DEERE JOHN CAP CORP UNSECD MTN DTD 07/14/15 1 600% DUE 07/13/18 Moody's: A2 S&P. A	24422ESX8	299,901 00 99.967	2,240 00	299,776.85 99.926	124 15	4,800.00	1 60 1 66
300,000 000	CVS CAREMARK CORP SR UNSECD NT DTD 07/20/15 1.900% DUE 07/20/18 Moody's: BAA1 S&P· BBB+	126650CH1	301,152.00 100.384	2,549.17	301,050.00 100.350	102.00	5,700 00	1 89 1 70

Attachment 8A
Page 34 of 36

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-FIXED

Jan 01, 2016 through Dec. 31, 2016

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
300,000 000	LOCKHEED MARTIN CORP SR UNSECD NT DTD 11/23/15 1.850% DUE 11/23/18 Moody's: BAA1 S&P. BBB+	539830BJ7	301,194.00 100.398	585 83	299,914 68 99 972	1,279.32	5,550.00	1 84 1 66
300,000 000	***2019*** ANHEUSER-BUSCH INBEV FIN INC SR UNSECD NT DTD 01/25/16 1.900% DUE 02/01/19 Moody's: A3 S&P: A-	035242AG1	300,432 00 100.144	2,374 99	299,264 76 99.755	1,167.24	5,700 00	1.89 1.82
300,000 000	TOYOTA MTR CR CORP UNSECD SR MTN DTD 02/19/16 1.700% DUE 02/19/19 Moody's: AA3 S&P: AA-	89236TCU7	299,052.00 99.684	1,869 99	299,964 00 99 988	-912.00	5,100.00	1 70 1 85
300,000 000	FORD MTR CR CO LLC SR UNSECD NT DTD 05/04/16 2 021% DUE 05/03/19 Moody's BAA2 S&P· BBB	345397XY4	297,246 00 99 082	976 81	300,033 00 100 011	-2,787.00	6,063 00	2.04 2.52
	Total Investment Grade Taxable		**$4,544,014.59**	**$24,654.76**	**$4,555,756.73**	**-$11,742.14**	**$79,528.75**	**1.75%**
International Developed Bonds								
300,000.000	***2017*** TORONTO DOMINION BK UNSECD SR MEDIUM TERM BK NT CANADA DTD 05/02/14 1 125% DUE 05/02/17 Moody's AA1 S&P· AA-	89114QAQ1	$299,979 00 99.993	$553 12	$300,012.00 100.004	-$33 00	$3,375 00	1 12% 1 10
300,000 000	***2019*** BANK MONTREAL UNSECD MEDIUM TERM SR NT CANADA DTD 07/18/16 1.500% DUE 07/18/19 Moody's: AA3 S&P: A+	06367THQ6	296,070.00 98.690	2,037 50	300,077.67 100.026	-4,007 67	4,500.00	1 52 2 06
300,000 000	WESTPAC BKG CORP SR UNSECD NT AUSTRALIA DTD 08/19/16 1 600% DUE 08/19/19 Moody's AA2 S&P AA-	961214CY7	296,427 00 98.809	1,760 00	300,080 93 100 027	-3,653 93	4,800 00	1 61 2 10

Attachment 8A
Page 35 of 36

00093060050

Trade Date

Portfolio Detail

Account: HERSHEY FAMILY FOUNDATION-FIXED

Jan. 01, 2016 through Dec. 31, 2016

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
International Developed Bonds (cont)								
	Total International Developed Bonds		**$892,476.00**	**$4,350.62**	**$900,170.60**	**-$7,694.60**	**$12,675.00**	**1.42%**
Total Fixed Income			**$5,436,490.59**	**$29,005.38**	**$5,455,927.33**	**-$19,436.74**	**$92,203.75**	**1.69%**
Total Portfolio			**$6,332,616.19**	**$29,248.35**	**$6,352,052.93**	**-$19,436.74**	**$96,072.03**	**1.51%**
Accrued Income			$29,248 35					
Total			**$6,361,864.54**					

Attachment 8A
Page 36 of 36

ATTACHMENT 9

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
TIMING DIFFERENCE - GRANTS (2016)		716,027.
US TRUST #1676 BOOK DIFFERENCE		5,577.
	TOTAL	721,604.

ATTACHMENT 10

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
TIMING DIFFERENCES - GRANTS (2015)	245,000.
TOTAL	245,000.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BARRY J. HERSHEY ROPES & GRAY LLP / WIL 800 BOYLSTON STREET, SUITE 3600 BOSTON, MA 02199-3600	TRUSTEE .10			
CONNIE HERSHEY ROPES & GRAY LLP / WIL 800 BOYLSTON STREET, SUITE 3600 BOSTON, MA 02199-3600	TRUSTEE .10			
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HAITI PROJECTS, INC 31 LEONARD STREET ANNISQUAM, MA 01930	NONE PC	FUNDING FOR THE EMPLOYMENT OF LOCAL HAITIAN WOMEN TO CREATE EMBROIDERED PRODUCTS AND LINENS TO STIMULATE INCOME PRODUCTION AND EMPLOYMENT OPPORTUNITIES	72,000
MIND AND LIFE INSTITUTE 7007 WINCHESTER CIRCLE SUITE 100 BOULDER, CO 80301	NONE PC	FUNDING FOR MEETINGS BETWEEN WESTERN SCIENTISTS AND LEADING CONTEMPLATIVE FIGURES TO STUDY SIMILARITIES AND DIFFERENCES BETWEEN WESTERN SCIENTIFIC PRACTICES AND CONTEMPLATIVE MEDITATIONAL TECHNIQUES	551,737
GLOBAL ARTS PROJECT FOR PEACE PO BOX 40445 TUCSON, AZ 85717	NONE PC	FUNDING FOR THE PROMOTION OF WORLD PEACE THROUGH USE OF THE ARTS	30,000
FEEDING AMERICA 35 E WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601	NONE PC	FUNDING FOR AMERICA'S HUNGRY THROUGH A NATIONWIDE NETWORK OF FOOD BANKS IN THE FIGHT TO END HUNGER	100,000
THE HUNGER PROJECT 15 EAST 26TH STREET NEW YORK, NY 10010	NONE PC	FUNDING GOES TOWARDS EMPOWERING PEOPLE TO CREATE LASTING PROGRESS THROUGH EDUCATION, HEALTH, NUTRITION, FAMILY INCOMES AND GENDER EQUALITY	100,000
PROJECT BREAD 145 BORDER STREET BOSTON, MA 02128	NONE PC	FUNDING PROVIDES HUNGER RELIEF GRANTS TO FOOD PANTRIES, SOUP KITCHENS, FOOD BANKS, FOOD SALVAGE PROGRAMS, AND FOOD TRANSPORTATION PROGRAMS	30,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ROSIE'S PLACE 889 HARRISON AVENUE BOSTON, MA 02118	NONE PC	FUNDING HELPS PROVIDE FOOD AND NUTRITION, HOUSING, EMPLOYMENT, AND HEALTH SERVICES FOR POOR AND HOMELESS WOMEN IN BOSTON.	30,000
OXFAM AMERICA 26 WEST STREET BOSTON, MA 02111 BOSTON, MA 02111	NONE PC	FUNDING IS FOR THE CREATION OF LASTING SOLUTIONS TO END POVERTY, HUNGER AND INJUSTICE 170(B)(1)(A)(VI)	450,000
AMERICAN REPERTORY THEATRE 64 BRATTLE ST CAMBRIDGE, MA 02138	NONE PC	FUNDING HELPS EXPAND THE BOUNDARIES OF THEATRE, PRODUCTION, PERFORMING, AND PRESENTING LITERARY WORKS	75,000
HUNTINGTON THEATRE COMPANY 264 HUNTINGTON AVE BOSTON, MA 02115	NONE PC	FUNDING HELPS TRAIN AND SUPPORT THE NEXT GENERATION OF THEATRE ARTISTS, PROVIDES ART EDUCATION PROGRAMS THAT PROMOTE LIFE-LONG LEARNING TO A DIVERSE COMMUNITY, AND CELEBRATES THE ESSENTIAL POWER OF THE THEATRE	40,000
LAMA YESHE WISDOM PUBLICATIONS PO BOX 356 WESTON, MA 02493	NONE PC	FUNDING HELPS TRANSLATE, EDIT, REPRODUCE, PUBLISH AND DISTRIBUTE EDUCATIONAL MATERIALS ON THE TEACHINGS OF LAMA YESHE AND LAMA ZAPA RINPOCHE TO THE GENERAL PUBLIC	50,000
FINCA 1201 15TH STREET NW 8TH FLOOR WASHINGTON, DC 20005	NONE PC	FUNDING HELPS PROVIDE FINANCIAL SERVICES TO THE WORLD'S LOWEST-INCOME ENTREPRENEURS	100,000

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SANTA BARBARA INSTITUTE PO BOX 3573 SANTA BARBARA, CA 93130	NONE PC	FUNDING FOR EDUCATIONAL STUDIES AND RESEARCH ON THE NATURE OF CONSCIOUSNESS	40,000
UPAYA ZEN CENTER 1404 CERRO GORDO ROAD SANTA FE, NM 87501-6111	NONE PC	FUNDING FOR THE PRACTICE, SERVICE, AND TRAINING OF BUDDHISM CULTURE	100,000
THE TIBET FUND 241 EAST 32ND STREET NEW YORK, NY 10016	NONE PC	FUNDING PROVIDES HUMANITARIAN AID PROGRAMS FOR TIBETAN REFUGEES AND TIBETANS IN TIBET	40,000
BROWN UNIVERSITY 38 GEORGE STREET PROVIDENCE, RI 02912	NONE PC	FUNDING FOR BROWN UNIVERSITY TO EDUCATE STUDENTS	20,000
HARVARD UNIV GRAD SCH ARTS/SCIENCES 1350 MASSACHUSETTS AVE HOLYOKE CENTER 350 CAMBRIDGE, MA 02138	NONE PC	FUNDING FOR HARVARD UNIVERSITY GRADUATE SCHOOL OF ARTS AND SCIENCES TO EDUCATE STUDENTS	150,000
THOMPSON ISLAND OUTWARD BOUND PO BOX 127 BOSTON, MA 02127	NONE PC	TO PROVIDE INDIVIDUALS WITH ADVENTUROUS AND CHALLENGING EXPERIMENTAL LEARNING PROGRAMS THAT INSPIRE CHARACTER DEVELOPMENT, COMPASSION, COMMUNITY SERVICE, ENVIRONMENTAL RESPONSIBILITY AND ACADEMIC ACHIEVEMENT	75,000

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KARUNA SHECHEN 36 WEST 20 STREET 2ND FLOOR NEW YORK, NY 10011	NONE PC	FUNDING FOR EDUCATION, HEALTH CARE, AND SOCIAL SERVICES TO THOSE IN THE HIMALAYAN REGION	200,000
PARTNERS IN HEALTH 800 BOYLSTON ST #1400 BOSTON, MA 02199	NONE PC	FUNDING HELPS AID THE DELIVERY OF QUALITY HEALTH CARE TO PEOPLE AND COMMUNITIES DEVASTATED BY THE BURDENS OF POVERTY AND DISEASE	250,000
TEENSMART INTERNATIONAL 107 APPLE CART WAY MORRISVILLE, NC 27560	NONE PC	FUNDING FOR LIFE SKILLS EDUCATION FOR TEENAGERS	50,000.
INWARD BOUND MINDFULNESS EDUCATION 768 GREAT POND RD N ANDOVER, MA 01845	NONE PC	FUNDING FOR YOUTH TRAINING	75,000
UNIV OF CALIF REGENTS 1111 FRANKLIN ST 12TH FLOOR OAKLAND, CA 94607	NONE PC	FUNDING TO SUPPORT UNIVERSITY OF CALIFORNIA EDUCATION	
MONTESSORI DEVELOPMENT PARTNERSHIP 13693 BUTTERNUT ROAD BURTON, OH 44021	NONE PC	TO DEVELOP AND IMPLEMENT MONTESSORI PROJECTS SUCH AS MEDIA DEVELOPMENT, STUDY GROUPS, PROFESSIONAL DEVELOPMENT, TEACHER TRAINING, CURRICULUM DEVELOPMENT, AND COLLABORATIVE PROGRAMS	250,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRISON MINDFULNESS INSTITUTE 98 COLUMBIA AVENUE CRANSTON, RI 02908	NONE PC	PROVIDES PRISONERS, AND THOSE WHO WORK WITH THEM, WITH THE MOST EFFECTIVE CONTEMPLATIVE TOOLS FOR SELF-TRANSFORMATION AND REHABILITATION	100,000
UNIVERSITY OF MIAMI 3312, 1320 S DIXIE HWY CORAL GABLES, FL 33146	NONE PC	FUNDING FOR UNIVERSITY OF MIAMI TO EDUCATE STUDENTS.	
KENT STATE UNIVERSITY FOUNDATION 800 E SUMMIT ST KENT, OH 44240	NONE PC	FUNDING FOR KENT STATE UNIVERSITY TO EDUCATE STUDENTS	
CENTER OF CONTEMPLATIVE MIND IN SOCIETY 98 KING ST NORTHAMPTON, MA 01060	NONE PC	ASSIST PROGRAMS IN HUMAN DEVELOPMENT AND DEVELOPMENTAL DISABILITIES	35,000
GARRISON INSTITUTE 13 MARY'S WAY, ROUTE 9D GARRISON, NY 10524	NONE PC	PURPOSE IS TO DEMONSTRATE AND DISSEMINATE THE IMPORTANCE OF CONTEMPLATIVE PRACTICES AND SPIRITUALLY GROUNDED VALUES IN BUILDING SUSTAINABLE MOVEMENTS FOR A HEALTHIER, SAFER, AND MORE COMPASSIONATE WORLD	
PRAJNOPAYA INSTITUTE OF BUDDHIST STUDIES 40 MASSACHUSETTS AVE SUITE 063 CAMBRIDGE, MA 02139	NONE PC	PURPOSE IS TO DEVOTE TO A NON-SECTARIAN AND NON-DENOMINATIONAL APPROACH TO DHARMA STUDENTS ARE ENCOURAGED TO ENGAGE IN THE STUDY OF THE THERAVADA, MAHAYANA, AND VAJRAYANA (TRIYANA) SCHOOLS PRAJNOPAYA ALSO BRINGS TOGETHER ALL FIVE SCHOOLS OF TIBETAN BUDDHISM	100,000

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DALAI LAMA CTR FOR ETHICS & TRANSFORMATIVE VALUES 77 MASSACHUSETTS AVE CAMBRIDGE, MA 02139	NONE PC	DEDICATED TO INQUIRY, DIALOGUE, AND EDUCATION ON THE ETHICAL AND HUMANE DIMENSIONS OF LIFE AS A COLLABORATIVE AND NONPARTISAN THINK TANK, THE CENTER FOCUSES ON THE DEVELOPMENT OF INTERDISCIPLINARY RESEARCH AND PROGRAMS IN VARIED FIELDS OF KNOWLEDGE, FROM SCIENCE AND TECHNOLOGY TO EDUCATION AND INTERNATIONAL RELATIONS OUR PROGRAMS EMPHASIZE RESPONSIBILITY AND EXAMINE MEANINGFULNESS AND MORAL PURPOSE BETWEEN INDIVIDUALS, ORGANIZATIONS, AND SOCIETIES	25,000.
WISDOM PUBLICATIONS 199 ELM ST SOMERVILLE, MA 02144	NONE PC	THE LEADING PUBLISHER OF CONTEMPORARY AND CLASSIC BOOKS AND PRACTICAL WORKS ON BUDDHISM, MINDFULNESS, MEDITATION, AND OTHER CONTEMPLATIVE TRADITIONS WISDOM IS A NONPROFIT CHARITABLE ORGANIZATION DEDICATED TO CULTIVATING WRITERS AND TEACHERS THE WORLD OVER, ADVANCING CRITICAL SCHOLARSHIP, PRESERVING AND SHARING THE LITERARY CULTURE OF VARIOUS CONTEMPLATIVE TRADITIONS, AND HELPING PEOPLE FIND AND ENGAGE WITH THE TEACHERS, TEACHINGS, AND PRACTICES FOR A WISE AND COMPASSIONATE LIFE	40,000
HERSHEY MONTESSORI SCHOOL 10229 PROUTY RD CONCORD TWP, OH 44077	NONE PC	FUNDING FOR EDUCATING CHILDREN FROM INFANCY TO 12 YEARS OF AGE AND ADOLESCENTS	450,000
THE UMBRELLA COMMUNITY ARTS CENTER 40 STOW ST CONCORD, MA 01742	NONE PC	THE UMBRELLA ENRICHES THE LIFE OF THE COMMUNITY BY, NURTURING CREATIVE EXPRESSION IN PEOPLE OF ALL AGES, FOSTERING A COMMUNITY OF ARTISTS, BUILDING INNOVATIVE MULTIDISCIPLINARY INITIATIVES, AND ENCOURAGING COMMUNITY ORGANIZATIONS AND COMMUNITY COLLABORATION	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HARVARD DIVINITY SCHOOL 45 FRANCIS AVE CAMBRIDGE, MA 02138	NONE PC	FUND TO EDUCATE STUDENTS IN NONSECTARIAN SCHOOL OF RELIGIOUS AND THEOLOGICAL STUDIES THAT ENCOURAGES STUDENTS BOTH IN THE PURSUIT OF THE ACADEMIC STUDY OF RELIGION AND IN PREPARATION FOR LEADERSHIP IN RELIGIOUS, GOVERNMENTAL, AND A WIDE RANGE OF SERVICE ORGANIZATIONS	200,000
ONE HEART WORLD-WIDE 1818 PACHECO ST SAN FRANCISCO, CA 94116	NONE PC	PURPOSE IS TO DECREASE MATERNAL AND NEONATAL MORTALITY AND MORBIDITY IN REMOTE, RURAL AREAS	25,000
84000 TRANSLATING THE WORDS OF THE BUDDHA P O BOX 4109 NEW YORK, NY 10163	NONE PC	PURPOSE IS TO PROVIDE UNIVERSAL ACCESS TO THE BUDDHIST LITERARY HERITAGE TRANSLATED INTO MODERN LANGUAGES, MAKE ALL OF THE KANGYUR AND RELATED VOLUMES OF THE TENGYUR AVAILABLE IN ENGLISH, AND PROVIDE WIDESPREAD ACCESSIBILITY IN MULTIPLE PLATFORMS	
UC DAVIS FOUNDATION 1 SHIELDS AVE DAVIS, CA 95616	NONE PC	FUNDING FOR UNIVERSITY OF CALIFORNIA, DAVIS TO EDUCATE STUDENTS	89,088
CONCORD LAND CONSERVATION TRUST 175 SUDBURY RD CONCORD, MA 01742	NONE GOV	DEVOTED TO THE PRESERVATION AND CONSERVATION OF OPEN LAND IN THE TOWN OF CONCORD	300,000
SRVASTI ABBEY 692 COUNTRY LN NEWPORT, WA 99156	NONE PC	PURPOSE IS TO ENCOURAGE BUDDHIST LEARNING AND PRACTICE, WHILE PROVIDING A QUIET ENVIRONMENT CONDUCIVW FOR BUDDHIST STUDY AND MEDITATION	

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FUNDERBURG SCHOLARS 10 PUTNAM ST ROXBURY, MA 02119	NONE PC	PROVIDES KEY SUPPORT TO OUR RYP HIGH SCHOOL GRADUATES IN COLLEGE FUNDERBURG SCHOLARS PROVIDES A LAPTOP, TEXTBOOKS AND LIMITED TUITION HELP	
GREATER BOSTON FOOD BANK 70 S BAY AVE BOSTON, MA 02118	NONE PC	PURPOSE IS TO END HUNGER IN EASTERN MASSACHUSETTS OUR OBJECTIVE IS TO DISTRIBUTE ENOUGH FOOD TO PROVIDE AT LEAST ONE MEAL A DAY TO THOSE IN NEED	30,000
ST BONIFACE HAITI FOUNDATION 383 ELLIOT ST NEWTON, MA 02464	NONE PC	PURPOSE IS TO IMPROVE LIFE FOR THE POOR OF HAITI BY FACILITATING ACCESS TO QUALITY, AFFORDABLE HEALTH CARE, EDUCATIONAL OPPORTUNITIES AND COMMUNITY DEVELOPMENT PROGRAMS	75,000
CENTER FOR INVESTIGATING HEALTHY MINDS 1500 HIGHLAND AVE SUITE S119 MADISON, WI 53705	NONE PC	PURPOSE IS TO CULTIVATE WELL-BEING AND RELIEVE SUFFERING THROUGH A SCIENTIFIC UNDERSTANDING OF THE MIND	
GLOBAL BURN CARE & RECONSTRUCTIVE INSTITUTE 3A BEACH DR EAGLES NEST LA CONNER, WA 98257	NONE PC	FUNDING PROVIDES TRAINING AND EDUCATION FOR LOCAL BURN CARE AND RECONSTRUCTION IN THE HIMALAYAN COUNTRY OF BHUTAN	
STILL HARBOR 666 DORCHESTER AVE BOSTON, MA 02127	NONE PC	FUNDING TO SUPPORT THE OFFERING OF SPIRITUAL FORMATION AND ACCOMPANIMENT TO INDIVIDUALS AND ORGANIZATIONS CONCERNED WITH HUMAN THRIVING AND SOCIAL JUSTICE	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIV OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVENUE MADISON, WI 53726	NONE PC	AIDS UNIVERSITY OF WISCONSIN-MADISON BY SOLICITING GIFTS AND BEQUESTS, ADMINISTERS AND INVESTS SECURITIES AND PROPERTY AND DISTRIBUTES PAYMENTS FOR BENEFIT OF UW-MADISON	400,000
MACDOWELL COLONY 100 HIGH ST PETERBOROUGH, NH 03458-2442	NONE PC	PURPOSE IS TO NATURE THE ARTS BY OFFERING CREATIVE INDIVIDUALS OF THE HIGHEST TALENT AN INSPIRING ENVIRONMENT IN WHICH TO PRODUCE ENDURING WORKS OF IMAGINATION	50,000
BARRE CENTER FOR BUDDHIST STUDIES 149 LOCKWOOD RD BARRE, MA 01005	NONE PC	FUNDING FOR THE PRACTICE, SERVICE, AND TRAINING OF BUDDHISM CULTURE	70,900.
YHOUSE INC 1 EINSTEIN DR PRINCETON, NJ 08540	NONE PC	FUNDING FOR INNOVATION, PUBLIC DISCOURSE,AND UNFETTERED CREATIVE EXCHANGE BETWEEN SCIENCE, HUMANITIES, ART, DESIGN, AND TECHNOLOGY ART, DESIGN, AND TECHNOLOGY	50,000
NEW EARTH PO BOX 507 YORK BEACH, ME 03910	NONE PC	FUNDING FOR SUPPLY CHAIN ANALYTICAL TOOLS TO IMPROVE EFFICIENCY IN ORGANIZATIONS	25,000.
WOMEN'S STUDIO WORKSHOP INC PO BOX 489 ROSENDALE, NY 12472	NONE PC	TO OPERATE AND MAINTAIN AN ARTISTS WORKSPACE THAT ENCOURAGES THE VOICE AND VISION OF INDIVIDUAL WOMEN ARTISTS, TO PROVIDE PROFESSIONAL OPPORTUNITIES FOR ARTISTS AND TO PROMOTE PROGRAMS DESIGNED TO STIMULATE PUBLIC INVOLVEMENT, AWARENESS AND SUPPORT FOR THE VISUAL ARTIST	35,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EQUAL JUSTICE INITIATIVE 122 COMMERCE ST MONTGOMERY, AL 36104	NONE PC	DEVOTED TO IMPROVE JUSTICE AND FAIRNESS IN AMERICA FOR THE POOR, DISADVANTAGED AND INCARCERATED EQUAL JUSTICE INITIATIVE IS A NATIONAL LEADER IN EFFORTS TO RESTRICT AND ABOLISH MASS INCARCERATION AND EXCESSIVE PUNISHMENT AND HAVE WORKED TO COMBAT INHUMANE CONDITIONS OF CONFINEMENT, THE PROSECUTION OF CHILDREN AS ADULTS AND WORK TO EXPOSE AND CORRECT BIAS IN THE CRIMINAL JUSTICE SYSTEM	50,000
		TOTAL CONTRIBUTIONS PAID	5,068,725

ATTACHMENT 12

U.S. TRUST

Bank of America Private Wealth Management

HERSHEY FAMILY FOUNDATION-FIXED

Income for 2016

A schedule of your current year sales is shown below. The following items are provided to you to assist in the preparation of your tax returns. Typically, collectibles are taxed at 28% rates, which is shown in the column titled "Portion Subject to 28% Rates (included in Net G/L)". For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses in the column titled "Portion subject to Ordinary Rates including Section 988 (included in Net G/L)".

Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Transactions with Unknown Cost Basis. Please review these carefully when preparing your return. We suggest that you consult your tax advisor.

Certain sales will be indicated with the following symbols, where applicable, see below for an explanation.

† - Can not take a loss on your tax return based on gross proceeds
from a reportable change in control or capital structure
* - Tax Cost has been adjusted for current year's return of capital
◊ - Section 988 translation gains or losses

Short Term Transactions

DESCRIPTION		CUSIP							
Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
BANK NOVA SCOTIA B C		064159DA1							
12/13/2016	02/24/2016	300,000 0 0	$300,000 00	$300,162 00	$-162 00	$0 00	$0 00	$0 00	$0.00
TELEFONICA EMISIONES S A U		87938WAN3							
02/16/2016	05/12/2015	300,000 0 0	$300,000 00	$306,903 00	$-6,903 00	$0 00	$0 00	$0.00	$0 00
TORONTO DOMINION BK UNSECD SR		89114QAK4							
09/09/2016	05/09/2016	300,000 0 0	$300,000 00	$300,822 00	$-822 00	$0 00	$0 00	$0 00	$0 00
VERIZON COMMUNICATIONS INC		92343VBN3							
04/08/2016	05/11/2015	95,000 00	$95,734 35	$96,939.90	$-1,205 55	$0 00	$0 00	$0 00	$0 00

U.S. TRUST

Bank of America Private Wealth Management HERSHEY FAMILY FOUNDATION-FIXED

2016 Tax Information Letter

Account Number

Short Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		**CUSIP**							
VERIZON COMMUNICATIONS INC		**92343VCE2**							
12/05/2016	05/09/2016	300,000 0 0	$300,963 00	$300,756 00	$207 00	$0 00	$0 00	$0.00	$0 00
Total Short Term Gain/Loss			*$1,296,697.35*	*$1,305,582 90*	*$-8,885 55*	*$0 00*	*$0 00*	*$0.00*	*$0 00*

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		**CUSIP**							
AT&T INC		**00206RAY8**							
08/15/2016	08/23/2013	300000	$300,000 00	$308,238.00	$-8.238 00	$0 00	$0.00	$0 00	$0.00
ENTERPRISE PRODS OPER LLC		**29379VAS2**							
02/01/2016	12/02/2014	300000	$300,000 00	$308,043 00	$-8,043.00	$0 00	$0 00	$0 00	$0.00
FORD MTR CR CO		**345397WJ8**							
05/09/2016	09/30/2013	300000	$300.000 00	$300.132 00	$-132 00	$0 00	$0 00	$0 00	$0.00
GENERAL ELEC CAP CORP		**36962G6Z2**							
07/12/2016	08/14/2013	300000	$300,000.00	$301.614 00	$-1.614 00	$0 00	$0 00	$0 00	$0 00
LOUISIANA ST CITIZENS PPTY INS		**546456AY0**							
06/01/2016	08/23/2013	120000	$120.000 00	$120,000 00	$0 00	$0 00	$0 00	$0 00	$0 00

Long Term Transactions

Date sold or disposed	Date acquired	Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
DESCRIPTION		**CUSIP**							
VERIZON COMMUNICATIONS INC		**92343VBN3**							
04/08/2016	09/11/2013	37000	$37,286.01	$36,971.51	$314 50	$0 00	$0 00	$0.00	$0 00
04/08/2016	03/19/2014	168000	$169,298 64	$174,367 20	$-5,068 56	$0 00	$0 00	$0 00	$0 00
XEROX CORP MTN	**7.2% 4/01/16**	**98412JBA1**							
04/01/2016	01/15/2015	300000	$300,000.00	$321,768 00	$-21,768.00	$0 00	$0 00	$0 00	$0 00
Total Long Term Gain/Loss			*$1,826,584 65*	*$1,871,133 71*	*$-44,549.06*	*$0 00*	*$0 00*	*$0 00*	*$0.00*

Income for 2016

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from a reportable change in control or capital structure
* - Tax Cost has been adjusted for current year's return of capital
◊ - Section 988 translation gains or losses

Long Term Transactions

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Accrued market discount	Wash sale loss disallowed	Portion Subject to Ordinary Rates including Section 988 (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
APPLE COMPUTER INC		**037833100**							
05/03/2016	01/01/2004	70000	$6.578,792 53	$71.000 00	$6,507.792.53	$0 00	$0.00	$0 00	$0 00
05/03/2016	01/01/2004	42000	$3,947,275 52	$42,624 00	$3,904,651 52	$0 00	$0 00	$0.00	$0 00
Total Long Term Gain/Loss			*$10,526,068 05*	*$113,624 00*	*$10,412,444 05*	*$0 00*	*$0 00*	*$0.00*	*$0 00*