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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

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

2016
Open to Public Inspection

For calendar year **2016** or tax year beginning , **2016**, and ending , **20**

Name of foundation
WILLARD E. SMUCKER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
STRAWBERRY LANE

City or town, state or province, country, and ZIP or foreign postal code
ORRVILLE, OH 44667

A Employer identification number
34-6610889

B Telephone number (see instructions)
() -

C If exemption application is pending, check here.

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

E If private foundation status was terminated under section 507(b)(1)(A), check here.

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 25,976,718.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	75.	75.		ATCH 1
	4 Dividends and interest from securities	574,805.	574,805.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	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	574,880.	574,880.			
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 3	3,786.	1,893.		1,893.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	16,186.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	245.	45.		200.
	24 Total operating and administrative expenses. Add lines 13 through 23.	20,217.	1,938.		2,093.
	25 Contributions, gifts, grants paid	1,205,275.			1,205,275.
26 Total expenses and disbursements. Add lines 24 and 25	1,225,492.	1,938.	0.	1,207,368.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-650,612.				
b Net investment income (if negative, enter -0-)		572,942.			
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	751,270.	100,658.	100,658.
	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 6	585,437.	585,437.	25,876,060.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,336,707.	686,095.	25,976,718.	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	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	1,336,707.	686,095.	
30	Total net assets or fund balances (see instructions)	1,336,707.	686,095.		
31	Total liabilities and net assets/fund balances (see instructions)	1,336,707.	686,095.		

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 1,336,707.
2	Enter amount from Part I, line 27a	2 -650,612.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 686,095.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 686,095.

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns for (a) List and describe the kind(s) of property sold, (b) How acquired, (c) Date acquired, (d) Date sold, (e) Gross sales price, (f) Depreciation allowed, (g) Cost or other basis, (h) Gain or (loss), (i) F M V as of 12/31/69, (j) Adjusted basis, (k) Excess of col (i) over col (j), and (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)).

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? [X] Yes [] No

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

Table with columns for (a) Base period years, (b) Adjusted qualifying distributions, (c) Net value of noncharitable-use assets, and (d) Distribution ratio.

Table with rows for 2 Total of line 1, column (d); 3 Average distribution ratio for the 5-year base period; 4 Enter the net value of noncharitable-use assets for 2016; 5 Multiply line 4 by line 3; 6 Enter 1% of net investment income; 7 Add lines 5 and 6; 8 Enter qualifying distributions from Part XII, line 4.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt operating foundations, domestic foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, and total credits and payments. Total tax due is 899.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, political expenditures, unrelated business income, and substantial contributors. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of TIMOTHY P. SMUCKER Telephone no 330-682-3000
Located at STRAWBERRY LANE ORRVILLE, OH ZIP+4 44667
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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? N/A Yes No

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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 7		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 X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	27,128,171.
b	Average of monthly cash balances	1b	944,293.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	28,072,464.
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	28,072,464.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	421,087.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,651,377.
6	Minimum investment return. Enter 5% of line 5	6	1,382,569.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,382,569.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	11,459.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	11,459.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,371,110.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,371,110.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,371,110.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,207,368.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,207,368.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,207,368.

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				1,371,110.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only,			1,205,275.	
b Total for prior years 20 14 , 20 13 , 20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,207,368.				
a Applied to 2015, but not more than line 2a			1,205,275.	
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				2,093.
e Remaining amount distributed out of corpus				
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				
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				1,369,017.
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)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

NOT APPLICABLE

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))
- N/A
- 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 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
- N/A
- c Any submission deadlines
- N/A
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
- N/A

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>ATCH 8</p>				
Total ▶ 3a				1,205,275.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal, 13 Total.

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

Table with 2 columns: 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). Includes a downward arrow icon in the first row.

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIRST NATIONAL BANK INTEREST	75.	75.
TOTAL	<u>75.</u>	<u>75.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
THE J.M. SMUCKER COMPANY DIVIDENDS FIFTH THIRD INTEREST	573,856. 949.	573,856. 949.
TOTAL	<u>574,805.</u>	<u>574,805.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG	3,786.	1,893.		1,893.
TOTALS	<u>3,786.</u>	<u>1,893.</u>		<u>1,893.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
EXCISE TAX ESTIMATES	10,560.
EXCISE TAX DUE WITH PY RETURN	5,626.
TOTALS	<u>16,186.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
TREASURER OF STATE OF OHIO	200.		200.
BANK FEES	45.	45.	
TOTALS	<u>245.</u>	<u>45.</u>	<u>200.</u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
202,062 SHS - J.M. SMUCKER COMPANY COMMON STOCK	585,437.	585,437.	25,876,060.
TOTALS	<u>585,437.</u>	<u>585,437.</u>	<u>25,876,060.</u>

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

ATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
TIMOTHY P. SMUCKER STRAWBERRY LANE ORRVILLE, OH 44667	PRESIDENT/TRUSTEE 1.00	0.	0.	0.
MARCELLA S. CLARK STRAWBERRY LANE ORRVILLE, OH 44667	EXECUTIVE VP/TRUSTEE 1.00	0.	0.	0.
RICHARD K. SMUCKER STRAWBERRY LANE ORRVILLE, OH 44667	VP & TREASURER/TRUSTEE 1.00	0.	0.	0.
MICHAEL D. MAST STRAWBERRY LANE ORRVILLE, OH 44667	ASSISTANT TREASURER 1.00	0.	0.	0.
JEANNETTE L. KNUDSEN STRAWBERRY LANE ORRVILLE, OH 44667	SECRETARY 1.00	0.	0.	0.
<u>GRAND TOTALS</u>		<u>0.</u>	<u>0.</u>	<u>0.</u>

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

ATTACHMENT A

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALZHEIMER'S ASSOCIATION, DESERT S W CHAPTER 1028 MCDOWELL ROAD PHOENIX, AZ 85006	NONE PC	GENERAL OPERATIONS	15,000
ALZHEIMER'S ASSOCIATION MINNESOTA-N DAKOTA CHAPTER 7900 WEST 78TH ST STE 100 MINNEAPOLIS, MN 55439	NONE PC	CARE INNOVATION PROJECT	10,000
ARDEN WOOD BENEVOLENT ASSOCIATION 445 WAWONA STREET SAN FRANCISCO, CA 94116-3038	NONE PC	GENERAL OPERATIONS	20,000
BANNER ALZHEIMER'S FOUNDATION 901 E WILLETTA STREET PHOENIX, AZ 85006	NONE PC	GENERAL OPERATIONS	30,000
BIG BROTHERS BIG SISTERS OF CENTRAL ARIZONA 1010 E MCDOWELL ROAD, SUITE 400 PHOENIX, AZ 85006	NONE PC	GENERAL OPERATIONS	20,000
CARMEL BACH FESTIVAL P O BOX 28 CARMEL, CA 93921	NONE PC	GENERAL OPERATIONS	15,000

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

ATTACHMENT 8 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CARNEGIE HALL 105 CHURCH STREET LEWISBURG, WV 24901	NONE PC		GENERAL OPERATIONS	5,000
CHAUTAQUA INSTITUTION ONE AMES AVENUE PO BOX 28 CHAUTAQUA, NY 14722	NONE PC		GENERAL OPERATIONS	25,000
ONEEIGHTY 104 SPINK STREET WOOSTER, OH 44691	NONE PC		GENERAL OPERATIONS	5,000
FIRST CHURCH CHRIST SCIENTIST - MEDINA 5147 RIVER STYX ROAD MEDINA, OH 44256	NONE PC		GENERAL OPERATIONS	17,079
FIRST CHURCH CHRIST SCIENTIST - WOOSTER 1736 CLEVELAND AVENUE WOOSTER, OH 44691	NONE PC		GENERAL OPERATIONS	11,003
FRIENDS OF CARMEL UNIFIED SCHOOL DISTRICT P O. BOX 223842 CARMEL, CA 93922	NONE PC		GENERAL OPERATIONS	10,000

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

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF EIGHT KAET-TV EIGHT, ARIZONA PBS 555 NORTH CENTRAL AVENUE, SUITE 500 PHOENIX, AZ 85004-1252	NONE PC	GENERAL OPERATIONS	20,000
GLENMONT 4599 AVERY ROAD HILLIARD, OH 43026	NONE PC	GENERAL OPERATIONS	15,000
GRAYHAWK CLASSIC RESIDENTS' FOUNDATION 7501 E THOMPSON PEAK PARKWAY SCOTTSDALE, AZ 85255	NONE PC	SCHOLARSHIP FUND	20,000
GREENBRIER VALLEY THEATER 113 EAST WASHINGTON STREET LEWISBURG, WV 24901	NONE PC	GENERAL OPERATIONS	8,000
HOME BASE YOUTH SERVICES 931 E DEVONSHIRE PHOENIX, AZ 85014	NONE PC	GENERAL OPERATIONS	5,000
HOMeward BOUND 2302 W COLTER STREET PHOENIX, AZ 85015	NONE PC	GENERAL OPERATIONS	20,000

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

ATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LONGFLEET MUSEUM 1125 BOYLSTON STREET CHESTNUT HILL, MA 02467-1811	NONE PC	GENERAL OPERATIONS	65,000
OHIO WESLEYAN UNIVERSITY 61 SOUTH SANDUSKY STREET DELAWARE, OH 43015	NONE PC	SCHOLARSHIP FUND	20,000
ORRVILLE HIGH SCHOOL 841 NORTH ELLA STREET ORRVILLE, OH 44667	NONE PC	EARTH SCIENCE CLUB	6,000
ORRVILLE BOARD OF EDUCATION 820 NORTH ELLA STREET ORRVILLE, OH 44667	NONE PC	CHARACTER EDUCATION & MUSIC PROGRAM	9,000
ORRVILLE HIGH SCHOOL 841 NORTH ELLA STREET ORRVILLE, OH 44667	NONE PC	BAND	6,000
PHOENIX SYMPHONY 1 NORTH FIRST STREET, SUITE 200 PHOENIX, AZ 85004	NONE PC	GENERAL OPERATIONS	15,000

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

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SALVATION ARMY - ORRVILLE 401 WEST HIGH STREET ORRVILLE, OH 44667	NONE PC	GENERAL OPERATIONS	22,000
SALVATION ARMY - PHOENIX 2707 E VAN BUREN STREET PHOENIX, AZ 85008	NONE PC	GENERAL OPERATIONS	30,000
ST MARY'S WESTSIDE FOOD BANK 2831 NORTH 31ST AVENUE PHOENIX, AZ 85009-1518	NONE PC	GENERAL OPERATIONS	20,000
STARS 7507 EAST OSBORN ROAD SCOTTSDALE, AZ 85251	NONE PC	GENERAL OPERATIONS	20,000
TWELVE ACRES 595 MILLICH DRIVE, SUITE 104 CAMPBELL, CA 95008	NONE PC	GENERAL OPERATIONS	10,000
WAYNE COUNTY COMMUNITY FOUNDATION 517 NORTH MARKET STREET WOOSTEP, OH 44691	NONE PC	GENERAL OPERATIONS	30,000

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

ATTACHMENT B (CONT'D.)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
INSTITUTE OF GLOBAL ETHICS 91 CAMDEN STREET, SUITE 403 ROCKLAND, ME 04841	NONE PC	GENERAL OPERATIONS	25,000
MEDINA COMMUNITY SERVICES CENTER 655 N BROADWAY STREET MEDINA, OH 44256	NONE PC	GENERAL OPERATIONS	10,000
MONTessori SCHOOL OF WOOSTER 1170 AKRON ROAD WOOSTER, OH 44691-2111	NONE PC	GENERAL OPERATIONS	30,000
HOSPICE OF THE VALLEY 1510 E FLOWER STREET PHOENIX, AZ 85014	NONE PC	GENERAL OPERATIONS	15,000
SEASON FOR SHARING P O BOX 29616 PHOENIX, AZ 85038	NONE PC	GENERAL OPERATIONS	24,693
CRYSTAL LAKE CAMPS 1676 CRYSTAL LAKE ROAD HUGHESVILLE, PA 17737	NONE PC	GENERAL OPERATION	5,000

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

ATTACHMENT 8 (CONT'D.)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
	<u>AND</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>		
ORVILLE FIREFIGHTERS ASSOCIATION P O BOX 144 ORRVILLE, OH 44667	NONE	PC	VOLUNTEER FIRE DEPARTMENT	5,000
OLD TRAIL SCHOOL 2315 IPA ROAD BATH, OH 44210	NONE	PC	GENERAL OPERATIONS	20,000
MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940-1023	NONE	PC	GENERAL OPERATIONS	20,000
DUET 555 WEST GLENDALE AVE PHOENIX, AZ 85021	NONE	PC	GENERAL OPERATIONS	25,000
SECOND CHURCH OF CHRIST, SCIENTIST 10180 N HAYDEN ROAD SCOTTSDALE, AZ 85258	NONE	PC	GENERAL OPERATIONS	10,000
MAGGIE'S PLACE P O BOX 1102 PHOENIX, AZ 85001	NONE	PC	GENERAL OPERATIONS	10,000

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

ATTACHMENT 8 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT	AND		
MARICOPA COMMUNITY COLLEGE FOUNDATION 2419 WEST 14TH STREET TEMPE, AZ 85281	NONE PC		GENERAL OPERATIONS	25,000
ORVILLE BOYS AND GIRLS CLUB 820 N ELLA ORVILLE, OH 44667	NONE PC		GENERAL OPERATIONS	15,000
ORVILLE YMCA 1801 SMUCKER ROAD ORRVILLE, OH 44667	NONE PC		GENERAL OPERATIONS	10,000
STAN HYWET HALL & GARDENS 714 N PORTAGE PATH AKRON, OH 44303-1399	NONE PC		GENERAL OPERATIONS	20,000
AULTMAN ORRVILLE HOSPITAL 832 SOUTH MAIN STREET ORRVILLE, OH 44667	NONE PC		GENERAL OPERATIONS	40,000
UNIVERSITY OF MICHIGAN MEN'S GLEE CLUB P.O. BOX 4037 ANN ARBOR, MI 48106	NONE PC		GENERAL OPERATIONS	5,000

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

ATTACHMENT A (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DESERT FOOTHILLS YMCA 34250 N 60TH STREET CAVE CREEK, AZ 85266	GENERAL OPERATIONS	10,000
PINNACLE PRESBYTERIAN CHURCH 2550 N PIMA ROAD SCOTTSDALE, AZ 85255	GENERAL OPERATIONS	50,000
ALPHA XI DELTA FOUNDATION 8702 FOUNDERS ROAD INDIANAPOLIS, IN 46268	GENERAL OPERATIONS	10,000
YMCA SCOTTSDALE/PARADISE 6869 E SHEA BLVD SCOTTSDALE, AZ 85258	GENERAL OPERATIONS	10,000
BOYS AND GIRLS CLUB OF GREATER SCOTTSDALE 20199 N. 78TH PLACE SCOTTSDALE, AZ 85255	GENERAL OPERATIONS	10,000
ORRVILLE HISTORICAL MUSEUM 142 DEPOT STREET ORRVILLE, OH 44667	GENERAL OPERATIONS	6,000

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

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
FIRST CHURCH OF CHRIST, SCIENTIST 250 MASSACHUSETTS AVENUE BOSTON, MA 02115	NONE PC		GENERAL OPERATIONS	25,000
SARATOGA INDEPENDENT SCHOOL 459 LAKE AVENUE SARATOGA SPRINGS, NY 12866	NONE PC		GENERAL OPERATIONS	50,000
MAGICAL THEATRE COMPANY P O BOX 386 BARBERTON, OH 44203	NONE PC		GENERAL OPERATIONS	30,000
WAYNE CENTER FOR THE ARTS 237 S WALNUT ST. WOOSTER, OH 44691	NONE PC		GENERAL OPERATIONS	5,000
BOYS VILLAGE - VILLAGE NETWORK - SMITHVILLE PO BOX 518 SMITHVILLE, OH 44877	NONE PC		GENERAL OPERATIONS	5,000
WESTERN RESERVE HISTORICAL SOCIETY 10825 E BOULEVARD CLEVELEAND, OH 44106	NONE PC		GENERAL OPERATIONS	12,000

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>AND</u>		
ARIZONA TALKING BOOK LIBRARY 1030 N 32ND STREET PHOENIX, AZ 85008	NONE PC		GENERAL OPERATIONS	10,000
A NEW LEAF FOUNDATION 868 E UNIVERSITY MESA, AZ 85203	NONE PC		GENERAL OPERATIONS	20,000
THE INSTITUTE FOR AMERICAN VALUES 420 LEXINGTON AVENUE, ROOM 1706 NEW YORK, NY 10170	NONE PC		GENERAL OPERATIONS	25,000
ORPVIEWES P.O BOX 405 ORRVILLE, OH 44667	NONE PC		GENERAL OPERATIONS	2,000
CHESTNUT HILL BENEVOLENT ASSOCIATION 910 BOYLSTON STREET CHESTNUT HILL, MA 02467	NONE PC		GENERAL OPERATIONS	20,000
PRINCIPIA COLLEGE 13201 CLAYTON RD SAINT LOUIS, MO 63131	NONE PC		GENERAL OPERATIONS	10,000

FORM 990E, PART XIV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WEST VALLEY CHILD CRISIS CENTER 18001 N 79TH AVE SUITE C56 GLENDALE, AZ 85308	NONE PC	GENERAL OPERATIONS	10,000
FOOD FOR LANE COUNTY 770 BAILEY HILL ROAD EUGENE, OR 97402	NONE PC	GENERAL OPERATIONS	5,500
COURAGEOUS KIDS 1501 BURNLEY RD SCOTTSVILLE, KY 42164	NONE PC	GENERAL OPERATIONS	5,000
EUGENE MISSION 1542 W 1ST AVE EUGENE, OR 97402	NONE PC	GENERAL OPERATIONS	5,000
MINNEAPOLIS CITY OF LAKES ROTARY FOUNDATION PO BOX 52069 MINNEAPOLIS, MN 55402	NONE PC	GENERAL OPERATIONS	5,000
DESCHUTES RIVER ALLIANCE PO BOX 440 MAUPIN, OR 97037	NONE PC	GENERAL OPERATIONS	5,500

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTHDALE YMCA 7355 YORK AVE S EDINA, MN 55435	NONE PC	GENERAL OPERATIONS	5,000
LICKING COUNTY COALITION - HOUSING 23 S PARK PLACE NEWARK, OH 43055	NONE PC	GENERAL OPERATIONS	5,000
LICKING COUNTY FAMILY YMCA 470 W CHURCH STREET NEWARK, OH 43055	NONE PC	GENERAL OPERATIONS	5,000
BIG BROTHER/BIG SISTER - NEWARK, OHIO 62 W LOCUST STREET NEWARK, OH 43055	NONE PC	GENERAL OPERATIONS	5,500

TOTAL CONTRIBUTIONS PAID

1,205,275