









See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation The John D Tickle Foundation		A Employer identification number 54-1507449	
Number and street (or P O box number if mail is not delivered to street address) 105 Landmark Lane		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Bristol, TN 37620		B Telephone number (see instructions)	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		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) \$ 8,934,557	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	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))		(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 checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	131,310	137,244		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	-17,328			
	b Gross sales price for all assets on line 6a 3,302,261				
	7 Capital gain net income (from Part IV, line 2) . . .				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) 	1,470	1,474		
	12 Total. Add lines 1 through 11	115,452	138,718		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	3,826	1,913		1,913
	c Other professional fees (attach schedule) 	27,585	27,585		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . . 	4,081	2,312		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	5,467	7,488		
	24 Total operating and administrative expenses. Add lines 13 through 23	40,959	39,298		1,913
	25 Contributions, gifts, grants paid	0			0
	26 Total expenses and disbursements. Add lines 24 and 25	40,959	39,298		1,913
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	74,493			
	b Net investment income (if negative, enter -0-)		99,420		
	c Adjusted net income (if negative, enter -0-) . . .			0	

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	74,133	174,695	174,695		
	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)	2,041,925	1,774,276	1,760,275		
	b	Investments—corporate stock (attach schedule)	3,371,997	4,036,953	4,238,213		
	c	Investments—corporate bonds (attach schedule)	270,386	124,924	116,753		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	3,043,397	2,770,327	2,636,679		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	11,100	7,942	7,942			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,812,938	8,889,117	8,934,557			
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	8,812,938	8,889,117			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	8,812,938	8,889,117				
31	Total liabilities and net assets/fund balances (see instructions) .	8,812,938	8,889,117				

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,812,938
2	Enter amount from Part I, line 27a	2	74,493
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,686
4	Add lines 1, 2, and 3	4	8,889,117
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	8,889,117

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 Exeter Trust Acct 50-GR4783	P	2015-03-27	2016-12-07
b Exeter Trust Acct 50-GR4783	P	2010-10-18	2016-12-31
c Capital Gain Distributions		2016-01-01	2016-12-31
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 1,046,875		1,012,940	33,935
b 2,176,991		2,237,361	-60,370
c 9,815			9,815
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			33,935
b			-60,370
c			9,815
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	-16,620
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	2,830	8,656,780	0 000327
2014	2,307,402	7,627,871	0 302496
2013	466,767	8,879,205	0 052569
2012	419,961	8,263,057	0 050824
2011	600,921	8,425,765	0 071319

2 Total of line 1, column (d)	2	0 477535
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 095507
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	8,716,251
5 Multiply line 4 by line 3	5	832,463
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	994
7 Add lines 5 and 6	7	833,457
8 Enter qualifying distributions from Part XII, line 4	8	1,913

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,988
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	1,988
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	1,988
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	7,942
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	7,942
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	5,954
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 5,954 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address None	13	Yes	
14	The books are in care of Jones King Downs Peel PC Telephone no (423) 764-5535			

Located at **105 Landmark Lane Bristol TN**ZIP+4 **37620**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country None	16	Yes	No

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)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
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? <input type="checkbox"/>	1c		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20			
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) <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 <ul style="list-style-type: none"> (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
John D Tickle PO Box 580 Bristol, VA 24203	Trustee 1 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

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 NONE	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	8,690,416
b	Average of monthly cash balances.	1b	158,570
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,848,986
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	0
3	Subtract line 2 from line 1d.	3	8,848,986
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	132,735
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	8,716,251
6	Minimum investment return. Enter 5% of line 5.	6	435,813

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	435,813
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,988
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,988
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	433,825
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	433,825
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	433,825

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	1,913
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	1,913
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,913

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				433,825
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				1,758,842
e From 2015.				
f Total of lines 3a through e.	1,758,842			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,913</u>				
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.				1,913
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))	431,912			431,912
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,326,930			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
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	1,326,930			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				1,326,930
d Excess from 2015.				
e Excess from 2016.				

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization 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))
John D Tickle

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
None

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Total			▶ 3a	0
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

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

- b** If "Yes," complete the following schedule

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

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

Print/Type preparer's name Nell King Bieger	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>	PTIN P00958141
Firm's name ► Jones King Downs and Peel PC				Firm's EIN ► 54-1588869
Firm's address ► 105 Landmark Lane Bristol, TN 37620				Phone no (423) 764-5535

TY 2016 Accounting Fees Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting legal & tax svcs	3,826	1,913	0	1,913

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Exeter Trust Acct 50-GR4783	2010-10	Purchased	2016-12		3,302,261	3,329,571		0	-27,310	0
Exeter Trust-STCG Distribution	2016-01	Distribution	2016-12		3,500	0		0	3,500	0
Exeter Trust-LTCG Distribution	2016-01	Distribution	2016-12		6,482	0		0	6,482	0

TY 2016 Investments Corporate Bonds Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Total Consumer Service	42,389	35,049
Total Telecommunication	42,594	41,296
Total Financials	0	0
Total Financial Services	39,941	40,408

TY 2016 Investments Corporate Stock Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Total Oil & Gas Producers	60,695	54,632
Total Oil Equip Svcs & Dist	87,155	88,987
Total Chemicals	224,768	248,526
Total Ind Metals & Mining	42,821	44,816
Total Construction & Matls	53,275	55,667
Total Aerospace & Defense	65,916	72,022
Total Ind Engineering	55,746	47,570
Total Beverages	238,438	232,981
Total Food Producers	65,266	77,737
Total Leisure Goods	22,043	126,016
Total HealthCare Equip & Svcs	198,817	178,704
Total Pharmaceuticals & Biotec	534,488	561,584
Total General Retailers	300,906	312,756
Total Media	463,830	418,149
Total Travel & Leisure	137,594	174,293
Total Banks	171,238	84,864
Total Real Estate Inv & Svcs	0	0
Total Financial Services	283,508	339,782
Total Software & Computer Svcs	754,957	846,827
Total Tech Hrdware & Equip	208,846	219,090
Total Capital Goods	66,646	53,210

TY 2016 Investments Government Obligations Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449**US Government Securities - End
of Year Book Value:**

1,340,083

**US Government Securities - End
of Year Fair Market Value:**

1,337,964

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2016 Investments - Other Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Mutual Fund - Fixed		1,818,502	1,750,025
Mutual Fund - Equity		951,825	886,654

TY 2016 Other Assets Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Estimated Tax Payments	11,100	7,942	7,942

TY 2016 Other Expenses Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Custody fees	5,467	5,291	0	0
Other Investment Deductions	0	2,197	0	0

TY 2016 Other Income Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Allscripts-Class Action Pymt	206	206	0
Medtronic Inc-Class Action Pym	559	559	0
Wachovia Corp-Class Action Pym	705	705	0
Interest on Class Action Pymt	0	4	0

TY 2016 Other Increases Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Description	Amount
Adjustments to cost basis by Exeter	4,205
Accrued int purchasecollection	-2,519

TY 2016 Other Professional Fees Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Manning & Napier-mgmt fees	27,585	27,585	0	0

TY 2016 Taxes Schedule**Name:** The John D Tickle Foundation**EIN:** 54-1507449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2015 Form 990-PF Tax	3,158	0	0	0
Foreign tax paid	923	2,312	0	0

The John D. Tickle Foundation
EIN: 54-1507449

Attachment to Form 990-PF

Part II, Lines 2, 10a, 10b, 10c and 13

Detailed Holdings List by Sector
As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
Cash and Cash Equivalents									
U.S. DOLLAR	(1,619,393.140)	1.00	(1,619,393.14)	1.00	(1,619,393.14)	(18.1)			
PONDSTERLING	(6,040)	1.00	(6,040)	1.23	(7,429.20)	0.0			
U.S. DOLLAR - INCOME	1,619,393.140	1.00	1,619,393.14	1.00	1,619,393.14	18.1			
BANK OF AMERICA	(174,694.520)	1.00	(174,694.52)	1.00	(174,694.52)	-2.0	0.00	55.18	0.7
CUSIP: 857949BLO									
Total Cash and Cash Equivalents - Line 2			174,694.51		174,694.51	2.0	0.00	55.19	0.7
Fixed Income									
MUTUAL FUND - FIXED									
MANNING & NAPIER FUNDS INC - UN BD	169,411.903	10.73	1,818,502.31	10.33	1,750,024.96	19.6	(68,477.35)	0.00	2.0
S									
CUSIP: 563821206									
TOTAL MUTUAL FUND - FIXED - Line 13			1,818,502.31		1,750,024.96	19.6	(68,477.35)	0.00	1.9
US GOVERNMENT									
US TREASURY BOND 4.75% 02/15/2037	95,000.000	143.09	135,939.07	130.15	123,644.40	1.4	(12,294.67)	1,704.45	3.7
CUSIP: 912810PT9, MOODY'S Aaa									
US TREASURY BOND 2.5% 05/12/2030	53,000.000	120.63	63,930.90	121.17	63,959.35	0.6	(28.55)	754.66	4.4
CUSIP: 912810FM6, MOODY'S Aaa									
TOTAL US GOVERNMENT - Line 10a			267,999.07		255,214.29	2.9	(12,784.78)	2,459.11	4.0
FNMA									
FNMA PASS THRU POOL #940624 6.00%	6,097.620	108.75	6,631.17	113.21	6,903.40	0.1	272.23	30.49	5.3
08/01/2037									
CUSIP: 31413BPJH									
FNMA PACE ARMED AND DANGEROUS 2.50% 02/01/2049	64,981.680	96.02	62,362.56	95.65	62,156.41	0.7	(206.15)	135.38	2.6
CUSIP: 31417FMN5									
FNMA POOL #A00800 3.00% 04/01/2027	51,503.810	104.22	53,676.64	102.84	52,967.72	0.6	(708.92)	128.76	2.9
CUSIP: 3138LQ3J1									
FNMA PACE ARMED AND DANGEROUS 2.50% 02/01/2049	54,825.150	100.37	54,927.69	99.97	54,009.68	0.6	(218.00)	135.06	3.0
CUSIP: 3138WWV3W7									

Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
TSY INF IX N/B 0.125% 04/15/2018	44,964.240	99.59	44,781.13	100.91	45,373.41	0.5	592.28	12.04	0.1
CUSIP: 912828UX6, MOODY'S Aaa									
TSY INF IX N/B 0.125% 02/15/2013	47,911.250	97.65	47,424.03	99.56	48,315.72	0.5	4,894.74	111.69	0.7
CUSIP: 912810RA8, MOODY'S Aaa									
TSY INF IX N/B 1.125% 01/15/2021	43,094.610	103.52	44,609.69	104.91	45,209.26	0.5	599.57	223.96	1.1
CUSIP: 912828PP9, MOODY'S Aaa									
US TREASURY NOTE 1.75% 04/30/2022	94,000.000	99.38	93,772.50	99.07	93,729.56	0.9	(4,042.94)	887.64	2.6
CUSIP: 912810RK6, MOODY'S Aaa									
US TREASURY INF IX N/B 0.125% 01/15/2022	44,854.740	97.32	43,650.60	100.17	44,930.99	0.5	1,280.39	25.90	0.1
CUSIP: 912828SA9, MOODY'S Aaa									
US TREASURY NOTE 1.50% 06/30/2020	304,000.000	100.58	305,710.00	98.70	303,072.80	3.4	(2,637.20)	400.88	1.5
CUSIP: 912828XE5, MOODY'S Aaa									
US TREASURY NOTE 1.625% 06/30/2020	200,000.000	99.87	199,734.38	100.05	200,094.00	2.2	359.62	1,633.98	1.6
CUSIP: 912828XH8, MOODY'S Aaa									
US TREASURY NOTE 1.75% 04/30/2022	268,000.000	98.71	269,133.51	98.61	264,300.44	3.2	(4,833.07)	863.20	1.8
CUSIP: 912828WZ8, MOODY'S Aaa									
US TREASURY NOTE VAR 04/30/2018	112,000.000	100.04	112,043.21	100.18	112,196.00	1.3	152.79	86.96	0.5
CUSIP: 912828Q86, MOODY'S Aaa									
TOTAL FNMA - Line 10a			1,340,083.11		1,337,964.45	15.0	(2,118.66)	4,675.94	1.6
FHLMC GOLD									
FHLMC GOLD POOL #A89870 4.50% 11/01/2039	68,539.140	105.59	72,373.05	107.64	73,772.52	0.8	1,399.47	257.02	4.2
CUSIP: 3129366F9									
FHLMC GOLD POOL #C06044 3.50% 06/01/2043	90,648.130	103.50	93,820.88	102.95	93,324.46	1.0	(496.40)	264.39	3.4
CUSIP: 312925EM1									
TOTAL FHLMC GOLD - Line 10a			166,193.91		167,096.98	1.9	903.07	521.41	3.7
CONSUMER SERVICE									
COMCAST CORP 6.50% 01/15/2017	35,000.000	121.11	42,389.20	100.14	35,049.35	0.4	(7,339.85)	1,049.03	6.5
CUSIP: 20030NAP6, MOODY'S A3									
TOTAL CONSUMER SERVICE - Line 10c			42,389.20		35,049.35	0.4	(7,339.85)	1,049.03	6.5

Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
TELECOMMUNICATION									
VERIZON COMMUNICATIONS 3.45% 03/15/2021 CUSIP: 92343VCG6, MOODY'S Baa1	40,000,000	106.49	42,594.40	103.24	41,296.00	0.5	(1,298.40)	406.33	3.3
TOTAL TELECOMMUNICATION - Line 10c			42,594.40		41,296.00	0.5	(1,298.40)	406.33	3.3
FINANCIAL SERVICES									
WESTERN UNION CO/THE 2.875% 12/10/2017 CUSIP: 959802A00, MOODY'S Baa2	40,000,000	99.85	39,940.80	101.02	40,408.00	0.5	467.20	67.08	2.9
TOTAL FINANCIAL SERVICES - Line 10c			39,940.80		40,408.00	0.5	467.20	67.08	2.8
Total Fixed Income			3,717,702.80		3,627,054.03	40.6	(90,648.77)	9,178.90	2.1
Equity									
MUTUAL FUND - EQUITY									
M&N DYNAMIC OPPORTUNITES SR CLS SHARES TICKER: MDOSX, CUSIP: 56382R308	26,929,416	9.70	261,225.51	9.13	245,865.57	2.8	(15,359.94)	0.00	0.0
MANNING & NAPIER FUND INC EMERGING MARKETS SERIES TICKER: MNEMX, CUSIP: 56382P567	8,882,082	8.98	88,428.65	8.52	75,504.51	0.8	(12,924.14)	0.00	0.2
MANNING & NAPIER FUND INC INTERNATIONAL SERIES FUND TICKER: EXITX, CUSIP: 56382I529	31,339,228	8.88	278,326.29	7.71	241,625.45	2.7	(36,700.84)	0.00	0.8
MANNING & NAPIER FUND INC ESTATE SERIES TICKER: MNREX, CUSIP: 56382P641	14,317,525	12.50	179,019.89	14.48	207,317.76	2.3	28,297.87	0.00	1.9
MANNING & NAPIER FUND INC OPPORTUNITIES SERIES FUND TICKER: EXWAX, CUSIP: 56382I545	17,083,780	8.48	144,805.65	6.81	116,340.54	1.3	(28,465.11)	0.00	1.6
TOTAL MUTUAL FUND - EQUITY - Line 13			951,825.49		886,653.83	9.9	(65,171.66)	0.00	0.9

Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
OIL & GAS PRODUCERS									
RANGE RES CORP COM TICKER: RRC, CUSIP: 75281A109	1,590,000	38.17	60,695.26	34.36	54,632.40	0.6	(6,062.86)	0.00	0.2
TOTAL OIL & GAS PRODUCERS - Line 10b									
			60,695.26		54,632.40	0.6	(6,062.86)	0.00	0.2
OIL EQUIPMENT, SERVICES & DISTRIBUTION									
SCHLUMBERGER LTD TICKER: SLB, CUSIP: 806857108	1,060,000	82.22	87,154.91	83.95	88,987.00	1.0	1,832.09	530.00	2.4
TOTAL OIL EQUIPMENT, SERVICES & DISTRIBUTION - Line 10b									
			87,154.91		88,987.00	1.0	1,832.09	530.00	2.4
CHEMICALS									
ASHLAND GLOBAL HOLDINGS INC TICKER: ASH, CUSIP: 044186104	830,000	97.85	81,214.22	109.29	90,710.70	1.0	9,496.48	0.00	1.4
MONSANTO CO NEW COM TICKER: MON, CUSIP: 6166W101	1,500,000	95.70	143,558.38	106.21	157,815.00	1.8	14,256.62	0.00	2.1
TOTAL CHEMICALS - Line 10b									
			224,767.80		248,525.70	2.8	23,757.90	0.00	1.8
INDUSTRIAL METALS & MINING									
ALCOA CORPORATION TICKER: AA, CUSIP: 013872106	1,596,000	26.83	42,821.09	28.08	44,815.68	0.5	1,994.59	0.00	0.0
TOTAL INDUSTRIAL METALS & MINING - Line 10b									
			42,821.09		44,815.68	0.5	1,994.59	0.00	0.0
CONSTRUCTION & MATERIALS									
WEYERHAEUSER CO REITS TICKER: WY, CUSIP: 962166104	1,850,000	28.80	53,275.00	30.09	55,666.50	0.6	2,391.50	0.00	4.1
TOTAL CONSTRUCTION & MATERIALS - Line 10b									
			53,275.00		55,666.50	0.6	2,391.50	0.00	4.1
AEROSPACE & DEFENSE									
SAFRAN SA TICKER: SAF, CUSIP: B058T2909	1,000,000	65.92	65,915.99	72.02	72,022.34	0.8	6,106.35	0.00	0.0
TOTAL AEROSPACE & DEFENSE - Line 10b									
			65,915.99		72,022.34	0.8	6,106.35	0.00	0.0

Exeter Trust Company

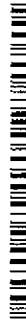
Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
INDUSTRIAL ENGINEERING									
FLOWERVE CORP TICKER: FLS, CUSIP: 34354P105	990,000	56.31	55,746.00	48.05	47,569.50	0.5	(8,176.50)	189.10	1.6
TOTAL INDUSTRIAL ENGINEERING - Line 10b			55,746.00		47,569.50	0.5	(8,176.50)	189.10	1.6
BEVERAGES									
AMBEV SA ADR TICKER: ABEV, CUSIP: 02319V103	16,480,000	5.64	93,008.28	4.91	80,916.80	0.9	(12,091.48)	1,106.37	4.0
ANHEUSER-BUSCH INBEV SANV TICKER: ABIB, CUSIP: A010P3F9	886,000	58.23	51,500.86	58.84	51,832.86	0.8	332.00	0.00	0.0
DIAGEO PLC TICKER: DGE.LN, CUSIP: 023740905	3,040,000	26.27	85,928.88	26.00	79,032.32	0.9	(6,896.56)	0.00	0.0
TOTAL BEVERAGES - Line 10b			238,438.02		232,981.48	2.6	(5,456.54)	1,106.37	1.4
FOOD PRODUCERS									
UNILEVER PLC ADR AMER SHS SPON TICKER: UL, CUSIP: 904767704	1,910,000	34.17	65,265.96	40.70	77,737.00	0.9	12,471.04	0.00	3.4
TOTAL FOOD PRODUCERS - Line 10b			65,265.96		77,737.00	0.9	12,471.04	0.00	3.4
LEISURE GOODS									
ELECTRONIC ARTS TICKER: EA, CUSIP: 285512109	1,600,000	13.78	22,043.09	78.76	126,016.00	1.4	103,972.91	0.00	0.0
TOTAL LEISURE GOODS - Line 10b			22,043.09		126,016.00	1.4	103,972.91	0.00	0.0
HEALTH CARE EQUIPMENT & SERVICES									
EXPRESS SCRIPTS HOLDING CO TICKER: ESRX, CUSIP: 30219G103	910,000	81.64	74,292.78	68.79	62,598.90	0.7	(11,693.88)	0.00	0.0
MEDTRONIC INC TICKER: MDT, CUSIP: G5860L103	630,000	75.40	47,524.86	71.23	44,874.36	0.5	(2,650.50)	700.90	2.4
TOTAL HEALTH CARE EQUIPMENT & SERVICES - Line 10b			198,817.44		178,703.80	2.0	(20,113.64)	700.90	1.6



Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
PHARMACEUTICALS & BIOTECHNOLOGY									
ALEXION PHARMACEUTICALS INC TICKER: ALXN, CUSIP: 015351109	520,000	129.20	67,184.08	122.35	63,622.00	0.7	(3,562.08)	0.00	0.0
BOWLING GREEN PHARMACEUTICAL INC TICKER: BGRN, CUSIP: 09061G101	850,000	81.88	69,599.00	82.84	70,414.00	0.8	815.00	0.00	0.0
BRISTOL-MYERS SQUIBB CO TICKER: BMY, CUSIP: 110122108	1,330,000	51.10	67,966.91	58.44	77,725.20	0.9	9,758.29	0.00	2.7
JOHNSON & JOHNSON TICKER: JNJ, CUSIP: 478160104	1,110,000	87.51	97,135.26	115.21	127,888.10	1.4	30,747.84	0.00	2.8
NOVARTIS AG NAMEN SPON ADR TICKER: NVS, CUSIP: 66987V109	1,270,000	70.92	90,069.92	72.84	92,506.80	1.0	2,436.88	0.00	3.2
REGENERON PHARMACEUTICALS TICKER: REGN, CUSIP: 75886F107	180,000	40.188	72,338.04	367.09	66,076.20	0.7	(6,261.84)	0.00	0.0
VERTEX PHARMACEUTICALS INC TICKER: VRTX, CUSIP: 92532F100	860,000	80.99	69,653.54	73.67	63,356.20	0.7	(6,297.34)	0.00	0.0
TOTAL PHARMACEUTICALS & BIOTECHNOLOGY - Line 10b			534,487.75		561,583.50	6.3	27,095.75	0.00	1.5
GENERAL RETAILERS									
AMAZON.COM INC TICKER: AMZN, CUSIP: 023135106	230,000	724.03	166,527.87	749.87	172,470.10	1.9	5,942.23	0.00	0.0
KINGSHERRIFF PLC TICKER: KGF.LN, CUSIP: 331952803	13,230,000	4.22	55,820.14	4.32	57,088.88	0.6	1,278.74	0.00	0.0
LULULEMON ATHLETICA INC TICKER: LULU, CUSIP: 550021109	1,280,000	61.37	78,557.94	64.99	83,187.20	0.9	4,629.26	0.00	0.0
TOTAL GENERAL RETAILERS - Line 10b			300,905.95		312,756.18	3.5	11,850.23	0.00	0.0
MEDIA									
LIBERTY GLOBAL PLC A TICKER: LBTA, CUSIP: G5480U104	2,910,000	34.21	99,538.86	30.59	89,016.90	1.0	(10,521.96)	0.00	0.0
NIELSEN HOLDINGS PLC TICKER: NLSN, CUSIP: G6618L108	1,880,000	47.45	89,087.05	41.95	79,285.50	0.9	(9,801.55)	0.00	3.0

Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
TIME WARNER INC TICKER: TWX, CUSIP: 887317303	470,000	69.00	32,430.39	96.53	45,369.10	0.5	12,938.71	0.00	1.7
TRICUNE COMPANY NEW TICKER: TRCO, CUSIP: 896047603	2,070,000	36.49	75,714.97	34.98	72,408.60	0.8	(27,966.37)	0.00	2.9
TWENTY FIRST CENTURY FOX INC TICKER: FOXA, CUSIP: 90130A101	4,710,000	30.11	141,814.81	28.04	132,068.40	1.5	(9,746.41)	0.00	1.3
TOTAL MEDIA - Line 10b			463,830.08		418,148.50	4.7	(45,681.58)	0.00	1.6
TRAVEL & LEISURE									
PRICELINE GROUP INC/THE TICKER: PCNL, CUSIP: 741503403	100,000	1,143.04	114,303.77	1,466.06	146,606.00	1.6	32,302.23	0.00	0.0
YUM CHINA HOLDINGS INC TICKER: YUMC, CUSIP: 98860P109	1,060,000	21.97	23,286.83	26.12	27,697.20	0.3	4,410.37	0.00	0.0
TOTAL TRAVEL & LEISURE - Line 10b			137,593.60		174,293.20	2.0	36,699.60	0.00	0.0
CAPITAL GOODS									
ARGONIC INC TICKER: ARNC, CUSIP: 03965L100	2,870,000	23.22	66,646.39	18.54	53,209.80	0.6	(13,436.59)	0.00	1.9
TOTAL CAPITAL GOODS - Line 10b			66,646.39		53,209.80	0.6	(13,436.59)	0.00	1.9
BANKS									
BANK OF AMERICA CORP TICKER: BAC, CUSIP: 060505104	3,840,000	44.59	171,238.40	22.10	84,864.00	1.0	(86,374.40)	0.00	1.4
TOTAL BANKS - Line 10b			171,238.40		84,864.00	1.0	(86,374.40)	0.00	1.4
FINANCIAL SERVICES									
BLACKROCK INC TICKER: BLK, CUSIP: 09247X101	240,000	302.82	72,677.77	380.54	91,329.60	1.0	18,651.83	0.00	2.4
MASTERCARD INC CL A TICKER: MA, CUSIP: 57636Q104	1,560,000	87.68	136,784.85	103.25	161,070.00	1.8	24,285.15	0.00	0.9
VISA INC CL A TICKER: V, CUSIP: 92826C839	1,120,000	66.11	74,044.88	78.02	87,382.40	1.0	13,337.52	0.00	0.9
TOTAL FINANCIAL SERVICES - Line 10b			283,507.50		339,782.00	3.8	56,274.50	0.00	1.3



Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2016
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
SOFTWARE & COMPUTER SERVICES									
ALPHABET INC CL A TICKER: GOOGL, CUSIP: 02079K305	110,000	533.53	58,688.22	792.45	87,169.50	1.0	28,481.28	0.00	0.0
ALPHABET INC CL C TICKER: GOOG, CUSIP: 02079K107	120,000	538.89	64,666.57	771.82	92,616.40	1.0	33,951.83	0.00	0.0
CERNER CORP TICKER: CERN, CUSIP: 156782104	1,700,000	53.88	91,595.05	47.37	80,529.00	0.9	(11,066.05)	0.00	0.0
FACEBOOK INC A TICKER: FB, CUSIP: 30303M102	390,000	144.48	56,149.20	115.06	44,819.50	0.5	(7,329.70)	0.00	0.0
MICROSOFT CORP TICKER: MSFT, CUSIP: 594918104	1,510,000	56.83	85,807.26	62.14	93,831.40	1.1	8,024.14	0.00	2.5
PAYCOM SOFTWARE INC TICKER: PYPL, CUSIP: 70450Y103	2,360,000	51.56	121,683.42	39.47	94,186.10	1.0	(18,807.32)	0.00	0.0
SALESFORCE.COM INC TICKER: CRM, CUSIP: 79466L302	770,000	72.97	56,186.13	68.46	52,714.20	0.6	(3,471.93)	0.00	0.0
SERVICENOW INC TICKER: NOW, CUSIP: 81762F102	2,590,000	67.91	175,823.71	74.34	188,080.20	2.1	16,256.49	0.00	0.0
TOTAL SOFTWARE & COMPUTER SERVICES - Line 10b			754,956.75		846,827.30	9.5	91,870.55	0.00	0.3
TECHNOLOGY HARDWARE & EQUIPMENT									
APPLE INC TICKER: AAPL, CUSIP: 037833100	770,000	108.41	84,242.86	115.82	89,181.40	1.0	4,938.74	0.00	2.0
SKYWORKS SOLUTIONS INC TICKER: SWKS, CUSIP: 83088M102	740,000	71.61	52,998.59	74.68	55,304.81	0.6	2,306.22	0.00	1.5
TOTAL TECHNOLOGY HARDWARE & EQUIPMENT - Line 10c			208,846.25		219,089.80	2.5	10,243.55	0.00	1.7
Total Equity			4,988,778.72		5,124,865.51	57.4	136,086.79	2,525.37	1.1
Total Net Assets			8,881,176.03		8,926,614.05	100.0	45,438.02	11,759.46	1.5