Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning JUN 1, 2016 , and ending MAY 31, 2017

Name of foundation
GEORGE G. & ELIZABETH G. SMITH
FOUNDATION, INC.

A Employer identification number
16-6031530

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 202

B Telephone number
609-466-2210

City or town, state or province, country, and ZIP or foreign postal code
HOPEWELL, NJ 08525

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 9,253,389.

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

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	86.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	103.	103.		STATEMENT 1
	4 Dividends and interest from securities	246,963.	246,963.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	148,863.			
	b Gross sales price for all assets on line 6a 471,243.				
	7 Capital gain net income (from Part IV, line 2)		148,863.		
	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)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	396,015.	395,929.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	565.	282.		283.
	b Accounting fees STMT 4	4,625.	2,313.		2,312.
	c Other professional fees STMT 5	10,149.	10,149.		0.
	17 Interest				
	18 Taxes STMT 6	14,522.	1,395.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	480.	99.		381.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	30,341.	14,238.		2,976.
	25 Contributions, gifts, grants paid	444,500.			444,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	474,841.	14,238.		447,476.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<78,826.>			
	b **Net investment income** (if negative, enter -0-)		381,691.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

SCANNED JUL 31 2017

RECEIVED JUL 26 2017 OGDEN, UT

623501 11-23-16 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2016)

10540719 783816 E0801305.0 2016.04000 GEORGE G. & ELIZABETH G. SM E0801341

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	195,918.	99,806.	99,806.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 8	3,858,790.	3,876,076.	9,153,583.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,054,708.	3,975,882.	9,253,389.
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,054,708.	3,975,882.	
	30 Total net assets or fund balances	4,054,708.	3,975,882.	
	31 Total liabilities and net assets/fund balances	4,054,708.	3,975,882.	

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	4,054,708.
2 Enter amount from Part I, line 27a	2	<78,826.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,975,882.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,975,882.

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)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	471,243.		322,380.	148,863.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				148,863.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — 148,863.

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) If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	409,614.	8,446,095.	.048497
2014	426,817.	8,739,083.	.048840
2013	421,615.	8,302,138.	.050784
2012	428,605.	7,507,569.	.057090
2011	289,815.	6,800,899.	.042614

2	Total of line 1, column (d)	2	.247825
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	.049565
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	8,912,526.
5	Multiply line 4 by line 3	5	441,749.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,817.
7	Add lines 5 and 6	7	445,566.
8	Enter qualifying distributions from Part XII, line 4	8	447,476.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	3,817.
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	3,817.
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	3,817.
6 Credits/Payments				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,800.		
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	8,800.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,983.
11 Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶	4,983.	Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GEORGE G. SMITH III Telephone no ▶610-613-2910
Located at ▶5 GREAT VALLEY PKWY, SUITE 268, MALVERN, PA ZIP+4 ▶19355

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 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	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 ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	Yes [X] 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 [X] 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)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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 [X] 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 [X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(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
SEE STATEMENT 9		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 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. 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 ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2016)

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	8,893,461.
b	Average of monthly cash balances	1b	154,789.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,048,250.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,048,250.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	135,724.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,912,526.
6	**Minimum investment return.** Enter 5% of line 5	6	445,626.

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	445,626.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,817.		
b	Income tax for 2016. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,817.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	441,809.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	441,809.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	441,809.

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	447,476.
b	Program-related investments - total from Part IX-B	1b	0.
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	447,476.
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	5	3,817.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	443,659.

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				441,809.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013 435.				
d From 2014				
e From 2015				
f Total of lines 3a through e	435.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 447,476.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				441,809.
e Remaining amount distributed out of corpus	5,667.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,102.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instr			0.	
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	6,102.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013 435.				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016 5,667.				

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

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

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

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

SEE STATEMENT 10

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CAMPHILL SOLTANE 224 NANTMEAL RD GLENMOORE, PA 19343	N/A	PC	UNRESTRICTED SUPPORT	50,000.
D&R GREENWAY LAND TRUST 1 PRESERVATION PLACE PRINCETON, NJ 08540	N/A	PC	CAPITAL PROJECT	75,000.
MCCARTER THEATRE 91 UNIVERSITY PLACE PRINCETON, NJ 08540	N/A	PC	ENDOWMENT CAMPAIGN	62,500.
MENDELSSOHN CLUB OF PHILADELPHIA 1218 LOCUST STREET PHILADELPHIA, PA 19107	N/A	PC	CORE SINGERS PROGRAM	25,000.
MORVEN MUSEUM & GARDEN/HISTORIC MORVEN INC. 55 STOCKTON ST. PRINCETON, NJ 08540	N/A	PC	UNRESTRICTED SUPPORT	60,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	444,500.
b Approved for future payment				
MENDELSSOHN CLUB OF PHILADELPHIA 1218 LOCUST STREET PHILADELPHIA, PA 19107	N/A	PC	CORE SIGNERS PROGRAM	75,000.
MORVEN MUSEUM & GARDEN/HISTORIC MORVEN INC. 55 STOCKTON ST. PRINCETON, NJ 08540	N/A	PC	UNRESTRICTED SUPPORT	90,000.
ST. ANTHONY 1907 FOUNDATION PO BOX 454 VILLANOVA, PA 19085	N/A	PC	ENDOWMENT CAMPAIGN	100,000.
Total			▶ 3b	265,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	103.	
4 Dividends and interest from securities			14	246,963.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	148,863.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		395,929.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) . . . 13 395,929.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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
N/A		

Sign Here

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

Ellen Shanahan 7/24/17 PRESIDENT

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CONNIE J. RICOTTA	Connie J Ricotta	7/19/17		P01417495

Firm's name ▶ LUMSDEN & MCCORMICK, LLP — Firm's EIN ▶ 16-0765486

Firm's address ▶ 369 FRANKLIN STREET BUFFALO, NY 14202 — Phone no (716)856-3300

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
SAVE: A FRIEND TO HOMELESS ANIMALS 1010 COUNTY RTE 601 SKILLMAN, NJ 08558	N/A	PC	OPERATIONAL SUPPORT; DIRECTOR SEARCH	55,000.
ST. ANTHONY HALL 1907 FOUNDATION PO BOX 454 VILLANOVA, PA 19085	N/A	PC	ENDOWMENT CAMPAIGN	25,000.
YMCA CAMP TOCKWAGH 24370 STILLPONDNECK RD. WORTON, MD 21678	N/A	PC	SCHOLARSHIP PROGRAM	15,000.
STOCKTON UNIVERSITY FOUNDATION 101 VERA KING FARRIS DR GALLOWAY, NJ 08203	N/A	PC	DOCUMENTARY FILM	10,000.
NOCOMO INDUSTRIES 319 SOUTH NEWTON ST MARYVILLE, MO 64468	N/A	PC	TRANSPORTATION PROGRAM	15,000.
HOPEWELL EMU SQUAD 152 4 COLUMBIA AVE HOPEWELL, NJ 08525	N/A	PC	EQUIPMENT GRANT	17,000.
HOPEWELL FIRE DEPT AND EMU 4 COLUMBIA AVE HOPEWELL, NJ 08525	N/A	PC	EDUCATION FUNDING	10,000.
BUFFALO PHILHARMONIC 499 FRANKLIN ST BUFFALO, NY 14202	N/A	PC	ENDOWMENT CAMPAIGN	25,000.
Total from continuation sheets				172,000.

623631
04-01-16

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHECKING ACCOUNT INTEREST	3.	3.	
US TRUST INTEREST	100.	100.	
TOTAL TO PART I, LINE 3	103.	103.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
STOCK DIVIDENDS	246,963.	0.	246,963.	246,963.	
TO PART I, LINE 4	246,963.	0.	246,963.	246,963.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	565.	282.		283.
TO FM 990-PF, PG 1, LN 16A	565.	282.		283.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,625.	2,313.		2,312.
TO FORM 990-PF, PG 1, LN 16B	4,625.	2,313.		2,312.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	10,149.	10,149.		0.
TO FORM 990-PF, PG 1, LN 16C	10,149.	10,149.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,395.	1,395.		0.
FEDERAL EXCISE TAX	13,127.	0.		0.
TO FORM 990-PF, PG 1, LN 18	14,522.	1,395.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NY FILING FEE	250.	0.		250.
DEPOSITORY FEES	99.	99.		0.
PUBLICATION FEE	45.	0.		45.
POSTAGE, MAILING SERVICE	86.	0.		86.
TO FORM 990-PF, PG 1, LN 23	480.	99.		381.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE ATTACHMENT A	3,701,085.	8,941,532.
11,190 SHARES COLUMBIA CONVERTIBLE SECURITIES FUND CLASS Z	174,991.	212,051.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,876,076.	9,153,583.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GEORGE G. SMITH, III 5 GREAT VALLEY PKWY, SUITE 268 MALVERN, PA 19355	VICE-PRESIDENT/TREASURER 1.00	0.	0.	0.
ELLEN S. MOREHOUSE 1 E. PROSPECT STREET HOPEWELL, NJ 08525	PRESIDENT/SECRETARY 1.00	0.	0.	0.
C. SCHUYLER MOREHOUSE 1 E. PROSPECT STREET HOPEWELL, NJ 08525	DIRECTOR 0.00	0.	0.	0.
LOUIS H. MOREHOUSE 7 EATON COURT HOPEWELL, NJ 08525	DIRECTOR 0.00	0.	0.	0.
BENNETT W. SMITH 75 FARRIER LANE NEWTOWN SQUARE, PA 19073	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

BMT BRYN MAWR TRUST

ACCOUNT STATEMENT

ACCOUNT NUMBER: **1040004902**

MAY 01, 2017 TO MAY 31, 2017

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
LARGE CAP						
AT&T INC	T	1,325 000	51,052 25 38 53	20,234 95 30,817 30	2,597 00	5 09
ABBOTT LABS	ABT	800 000	36,528 00 45 66	12,211 40 24,316 60	848 00	2 32
ABBVIE INC	ABBV	800 000	52,816 00 66 02	13,242 20 39,573 80	2,048 00	3 88

BMT BRYN MAWR TRUST

ACCOUNT STATEMENT

ACCOUNT NUMBER 1040004902
MAY 01, 2017 TO MAY 31, 2017

PORTFOLIO DETAIL - PRINCIPAL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
LARGE CAP						
ALTRIA GROUP INC	MO	2,000 000	150,880 00 75 44	36,614 89 114,265 11	4,880.00	3 23
APPLE INC	AAPL	1,750 000	267,330 00 152 76	123,317 26 144,012 74	4,410 00	1 65
BB&T CORP	BBT	3,500 000	145,775 00 41 65	113,284 50 32,490 50	4,200 00	2 88
CVS HEALTH CORP	CVS	1,670 000	128,306 10 76 83	13,693 73 114,612 37	3,340 00	2 60
CHEVRON CORP NEW	CVX	800 000	82,784 00 103 48	90,221 04 7,437 04-	3,456 00 864 00	4 17
COCA-COLA CO/THE	KO	1,900 000	86,393 00 45 47	83,096 50 3,296 50	2,812 00	3 25
COLGATE PALMOLIVE CO	CL	1,600 000	122,176 00 76 36	64,050 54 58,125 46	2,560 00	2 10
COMCAST CORP NEW CORP-CL A	CMCSA	4,800 000	200,112 00 41 69	96,325 00 103,787 00	3,024 00	1 51
CORNING INC	GLW	2,700 000	78,570 00 29 10	23,055 98 55,514 02	1,674 00 418 50	2 13
EMERSON ELEC CO	EMR	2,400 000	141,888 00 59 12	18,196 01 123,691 99	4,608 00	3 25
EXXON MOBIL CORP	XOM	6,000 000	483,000 00 80 50	67,875 00 415,125 00	18,480 00	3 83
GENERAL ELEC CO	GE	16,649 000	455,849 62 27 38	60,352 63 395,496 99	15,983 04	3 51
GENERAL MILLS INC	GIS	1,600 000	90,784 00 56 74	37,969 78 52,814 22	3,072 00	3 38
GRAINGER W W INC	GWW	800 000	137,824 00 172 28	67,144 17 70,679 83	4,096 00	2 97
HOME DEPOT INC	HD	1,200 000	184,212 00 153 51	13,177 58 171,034 42	4,272 00 1,068 00	2 32
HONEYWELL INTL INC	HON	1,000 000	132,990 00 132 99	36,705 41 96,284 59	2,660 00 665 00	2 00
ISHARES MSCI SINGAPORE CAPPE ETF	EWS	2,000 000	47,380 00 23 69	23,191 39 24,188 61	1,580 00	3 33
JOHNSON & JOHNSON	JNJ	4,435 000	568,788 75 128 25	169,348 32 399,440 43	14,901 60 3,725 40	2 62
KIMBERLY CLARK CORP	KMB	2,000 000	259,460 00 129 73	112,082 63 147,377 37	7,760 00	2 99
MARSH & MCLENNAN COS INC	MMC	1,200 000	93,072 00 77 56	80,937 00 12,135 00	1,800 00	1 93

BMT BRYN MAWR TRUST

ACCOUNT STATEMENT

ACCOUNT NUMBER 1040004902
MAY 01, 2017 TO MAY 31, 2017

PORTFOLIO DETAIL - PRINCIPAL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
LARGE CAP						
MERCK & CO INC NEW	MRK	9,000 000	585,990 00 65 11	286,304 90 299,685 10	16,920 00	2 89
ORACLE CORP	ORCL	2,048 000	92,958 72 45 39	5,992.48 86,966 24	1,556.48	1 67
PPG INDUSTRIES INC	PPG	1,600 000	170,176 00 106 36	48,734 14 121,441 86	2,560 00	1 50
PEPSICO INC	PEP	1,400 000	163,618 00 116 87	106,551 59 57,066 41	4,508 00 1,127 00	2 76
PHILIP MORRIS INTL INC	PM	2,000 000	239,600 00 119 80	84,117 92 155,482 08	8,320 00	3 47
PROCTER & GAMBLE CO/THE	PG	2,800 000	246,652 00 88 09	33,256 66 213,395 34	7,722 40	3 13
STARBUCKS CORP	SBUX	3,000 000	190,830 00 63 61	143,104 50 47,725 50	3,000 00	1 57
TARGET CORP	TGT	2,000 000	110,300 00 55 15	133,504 02 23,204 02-	4,800 00	4 35
TRAVELERS COS INC	TRV	1,200 000	149,820 00 124 85	90,282 96 59,537 04	3,456 00	2 31
UNILEVER PLC SPONSORED ADR NEW	UL	1,800 000	100,116 00 55 62	38,911 33 61,204.67	2,545 20	2 54
UNITED PARCEL SVC INC CL B	UPS	500 000	52,985 00 105 97	28,988 08 23,996 92	1,660 00	3 13
VF CORP	VFC	2,400 000	129,120 00 53 80	93,051 42 36,068 58	4,032 00	3 12
VERIZON COMMUNICATIONS INC	VZ	1,000 000	46,640 00 46 64	28,572 93 18,067 07	2,310 00	4 95
WELLS FARGO & CO NEW	WFC	2,500 000	127,850 00 51 14	87,290 01 40,559 99	3,800 00	2 97
TOTAL LARGE CAP		SUB-TOTAL	6,404,626 44	2,584,990.85 3,812,135 59	182,251.72 7,867.90	2 85
MID CAP						
ANALOG DEVICES	ADI	510 000	43,737 60 85 76	42,335 93 1,401 67	918 00	2 10
APTARGROUP INC	ATR	1,600 000	136,016 00 85 01	20,287 50 115,728 50	2,048 00	1 51
AQUA AMERICA INC	WTR	4,375 000	143,018 75 32 69	93,300 20 49,718 55	3,346 88	2 34
EASTMAN CHEMICAL CO	EMN	2,000 000	160,220.00 80 11	45,657 17 114,562 83	4,080 00	2 55

BMT BRYN MAWR TRUST

ACCOUNT STATEMENT

ACCOUNT NUMBER: 1040004902
MAY 01, 2017 TO MAY 31, 2017

PORTFOLIO DETAIL - PRINCIPAL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MID CAP						
FIDELITY NATL INFORM COM	FIS	800 000	68,696 00 85 87	18,851 20 49,844 80	928 00	1 35
ARTHUR J GALLAGHER & CO	AJG	800 000	45,384 00 56 73	24,646 25 20,737 75	1,248 00 312 00	2 75
INTERNATL FLAVORS & FRAGRANCES	IFF	900 000	124,101 00 137 89	14,664 00 109,437 00	2,304 00	1 86
LIFE STORAGE INC	LSI	1,500 000	112,350 00 74 90	36,946 62 75,403 38	6,000 00	5 34
M & T BANK CORP	MTB	1,230 000	192,458 10 156 47	26,293 26 166,164 84	3,690 00 922 50	1 92
NORDSTROM INC	JWN	1,900 000	79,420 00 41 80	89,657 58 10,237 58-	2,812 00 703 00	3 54
JM SMUCKER CO/THE-NEW	SJM	500 000	63,925 00 127 85	23,903 62 40,021 38	1,500 00	2 35
STANLEY BLACK & DECKER INC	SWK	800 000	110,112 00 137 64	34,507 80 75,604 20	1,856 00	1 69
TOTAL MID CAP		SUB-TOTAL	1,279,438.45	471,052.13 850,722 25	30,730.88 1,937 50	2.40
SMALL CAP						
ADVANSIX INC	ASIX	40 000	1,150 80 28 77	195 35 955 45		
DIEBOLD NIXDORF INC	DBD	1,518 000	40,151 10 26 45	13,399 47 26,751 63	607 20 151 80	1 51
WD-40 CO	WDFC	600 000	63,420 00 105 70	8,353 40 55,066 60	1,176 00	1 85
TOTAL SMALL CAP		SUB-TOTAL	104,721 90	21,948.22 82,773 68	1,783.20 151.80	1.70
MISCELLANEOUS						
DIAGEO PLC SPONSORED ADR NEW	DEO	1,000 000	121,920 00 121 92	66,757 35 55,162 65	3,017 00	2 47
NOVARTIS AG SPONSORED ADR	NVS	1,500 000	122,655 00 81 77	70,953 98 51,701 02	3,454 50	2 82
ROYAL DUTCH SHELL PLC SPON ADR-A	RDS/A	1,000 000	54,410 00 54 41	20,742 19 33,667 81	3,196 00 799 00	5 87
SCHLUMBERGER LTD	SLB	1,600 000	111,344 00 69 59	72,614 07 38,729 93	3,200 00 800 00	2 87
ACCENTURE PLC CL A	ACN	1,750 000	217,822 50 124 47	129,000 75 88,821 75	4,235 00	1 94
TE CONNECTIVITY LTD	TEL	2,600 000	205,010 00 78 85	102,915 96 102,094 04	4,160 00 1,040 00	2 03

BMT BRYN MAWR TRUST

ACCOUNT STATEMENT

ACCOUNT NUMBER: **1040004902**
MAY 01, 2017 TO MAY 31, 2017

PORTFOLIO DETAIL - PRINCIPAL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MISCELLANEOUS						
LYONDELLBASELL INDUSTRIES N V	LYB	400 000	32,208 00 80 52	37,050 00 4,842 00-	1,440 00	4 47
BROADCOM LTD	AVGO	1,200 000	287,376 00 239 48	123,092 00 164,284 00	4,896 00	1 70
TOTAL MISCELLANEOUS		SUB-TOTAL	1,152,745.50	623,126.30 529,619.20	27,598.50 2,639.00	2.39
TOTAL EQUITIES			8,941,532.29	3,701,085.07	242,364.30	2.71
		Part II, Line 10b	(c)	(b)		

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELLEN S. MOREHOUSE
PO BOX 202
HOPEWELL, NJ 08525

TELEPHONE NUMBER

609-466-2210

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS BY ANY EXEMPT ORGANIZATION DEDICATED TO THE FURTHERANCE OF EDUCATION, SCIENCE, CHARITY, LITERARY OR RELIGIOUS PURPOSES MAY BE SUBMITTED IN LETTER FORM, EITHER CONTAINING OR ACCOMPANIED BY INFORMATION WHICH INCLUDES THE NAME OF THE ORGANIZATION, WHETHER OR NOT IT IS EXEMPT UNDER THE RULES OF THE INTERNAL REVENUE SERVICE, ITS CURRENT BUDGET, SUMMARY OF LAST YEAR'S RECEIPTS AND DISBURSEMENTS AND INFORMATION REGARDING APPLICATION OF THE FUNDS BEING REQUESTED. APPLICATIONS FOR SUCH FUNDS SHOULD ALSO INCLUDE INFORMATION REGARDING BUDGET REQUIREMENTS, THE PROPOSED APPLICATION OF THE FUNDS BEING REQUESTED, AND THE ESTIMATED COMPLETION DATE OF THE PROJECT.

ANY SUBMISSION DEADLINES

ANY REQUESTS EXCEEDING $1,000 SHOULD BE SUBMITTED NO LATER THAN JUNE 15TH TO THE FOUNDATION MANAGER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE ORGANIZATION IS LIMITED BY ITS CHARTER TO GRANTING FUNDS TO EXEMPT ORGANIZATIONS DEDICATED TO THE FURTHERANCE OF EDUCATION, SCIENCE, CHARITABLE, LITERARY OR RELIGIOUS PURPOSES, OR EXEMPT ORGANIZATIONS DEDICATED TO THE FURTHERANCE OF THE STUDY OF MUSIC.