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 July 1 **, 2016, and ending** June 30 **, 20** 17

Name of foundation Campbell Soup Foundation	**A Employer identification number** 21-6019196
Number and street (or P O box number if mail is not delivered to street address) 1 Campbell Place — Room/suite	**B** Telephone number (see instructions) 856-342-4800
City or town, state or province, country, and ZIP or foreign postal code Camden, NJ 08101	**C** If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 29,496,070

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

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

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

			(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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	2,166	2,166		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,300,795			
	b	Gross sales price for all assets on line 6a 2,514,082				
	7	Capital gain net income (from Part IV, line 2)		1,300,795		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,302,961	1,302,961		
Operating and Administrative Expenses	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)				
	c	Other professional fees (attach schedule)	156,830	156,830		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	35,000			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	55,606	50,000		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	247,436			
	25	Contributions, gifts, grants paid	1,638,059			1,304,453
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,885,495	206,830		1,304,453
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(582,534)			
	b	**Net investment income** (if negative, enter -0-)		1,096,131		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	17,818	47,883	47,883
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	27,174,253	29,448,187	29,448,187
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment. basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	27,192,071	29,496,070	29,496,070
Liabilities	17	Accounts payable and accrued expenses	275,510	354,070	
	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)	275,510	354,070	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	26,916,561	29,142,000	
	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)	26,916,561	29,142,000	
	31	**Total liabilities and net assets/fund balances** (see instructions)	27,192,071	29,496,070	

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	26,916,561
2	Enter amount from Part I, line 27a	2	(582,534)
3	Other increases not included in line 2 (itemize) ▶ Unrealized Gain	3	2,807,973
4	Add lines 1, 2, and 3	4	29,142,000
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	29,142,000

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			
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	2,514,082		1,213,287	1,300,795
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,300,795
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 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	1,415,864	27,018,251	00524
2014	1,406,681	28,781,734	00489
2013	1,579,355	26,827,439	00589
2012	1,673,322	23,105,755	00724
2011	1,515,075	19,863,585	00762

2	**Total** of line 1, column (d)	2	0 3088
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 0618
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	28,252,347
5	Multiply line 4 by line 3	5	1,745,995
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,961
7	Add lines 5 and 6	7	1,756,956
8	Enter qualifying distributions from Part XII, line 4	8	1,304,453

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 ▶ ☐ and enter 1% of Part I, line 27b	1	21,923
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	21,923
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	21,923
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a — 22,963		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 30,000		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	52,963
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	31,040
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 31,040 **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		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
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? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ New Jersey			
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	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶

14 The books are in care of ▶ Campbell Soup Foundation Management Telephone no ▶ 856-342-4800

Located at ▶ 1 Campbell Place ZIP+4 ▶ 08101-0391

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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		✓
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 ▶ 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.)	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? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No
b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945–5(d).
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ✓
If "Yes" to 6b, file Form 8870.
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedule				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
BlackRock Institutional Trust Company, N A PO Box 978647, Dallas, TX 75397-8647	Investment Management	118,799
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	
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	
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	28,666,731
b	Average of monthly cash balances	1b	15,855
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	28,682,586
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	28,682,586
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	430,239
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,252,347
6	**Minimum investment return.** Enter 5% of line 5	6	1,412,617

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

1	Minimum investment return from Part X, line 6			1	1,412,617
2a	Tax on investment income for 2016 from Part VI, line 5	2a	21,923		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	21,923
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,390,694
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,390,694
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,390,694

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	1,304,453
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	1,304,453
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	1,304,453

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1	Distributable amount for 2016 from Part XI, line 7				1,390,694
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 — 531,819				
b	From 2012 — 531,488				
c	From 2013 — 249,757				
d	From 2014 — 0				
e	From 2015 — 85,556				
f	**Total** of lines 3a through e	1,398,620			
4	Qualifying distributions for 2016 from Part XII, line 4. ▶ $ 1,304,453				
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				1,304,453
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).)*	86,241			86,241
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,312,379			
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)	445,578			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	866,801			
10	Analysis of line 9.				
a	Excess from 2012 — 531,488				
b	Excess from 2013 — 249,757				
c	Excess from 2014 — 0				
d	Excess from 2015 — 85,556				
e	Excess from 2016 — 0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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:

Amanda Bauman, Campbell Soup Foundation, 1 Campbell Place, Camden, NJ 08101-0391

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

A descriptive letter which includes a financial budget, statement of primary interest, and agency's goals and/or services

c Any submission deadlines:

No

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

Nutrition and nutrition-related health matters, in addition to improving the quality of life within host communities

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*				
See Attached Schedule				1,304,453
Total ▶ 3a				1,304,453
b *Approved for future payment*				
See Attached Schedule				333,606
Total ▶ 3b				333,606

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,166	
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	1,300,795	
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)				1,302,961	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,302,961

(See worksheet in line 13 instructions to verify calculations)

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

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

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 12/1/17 Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ Firm's EIN ▶

Firm's address ▶ Phone no

CAMPBELL SOUP FOUNDATION
21-6019196
RETURN OF PRIVATE FOUNDATION
FISCAL YEAR ENDED JUNE 30, 2017

Part I - Line 1 -Contributions, Gifts, Grants, etc. Received

Contributions	$	-

Part I - Line 16 (c) - Other Professional

Bank Fees	$	38,031
Investment Management Fees	$	118,799
	$	156,830

Part I - Line 18 - Taxes

Excise & Other Taxes	$	35,000

Part I - Line 23 - Other Expenses

Outside Services	$	50,000
Filing Fees	$	56
Unclaimed Property	$	5,550
	$	55,606

Part I - Line 25 - Contributions

See List attached to Part XV	$	1,638,059

CAMPBELL SOUP FOUNDATION
21-6019196
RETURN OF PRIVATE FOUNDATION
FISCAL YEAR ENDED JUNE 30, 2017
PART VIII - LINE 1 - LIST OF OFFICERS, TRUSTEES, ETC.

TRUSTEES

Name & Address	Title/Average Hours Worked per Week	Compensation	Contributions to Employee Benefit Plans	Expense Account Other Allowances
Dave Stangis Campbell Place Camden, NJ 08103	As Required	0	None	None
Richard Landers Campbell Place Camden, NJ 08103	As Required	0	None	None
Mark Cacciatore Maxton Plant Maxton, NC	As Required	0	None	None
Kim Fortunato Campbell Place Camden, NJ 08103	As Required	0	None	None
Gary Biscoll Campbell Place Camden, NJ 08103	As Required	0	None	None
Helen Le Du Campbell Place Camden, NJ 08103	As Required	0	None	None
Karen Lewis Campbell Place Camden, NJ 08103	As Required	0	None	None
Anthony Sanzio Campbell Place Camden, NJ 08103	As Required	0	None	None
Emily Waldorf Campbell Place Camden, NJ 08103	As Required	0	None	None

CAMPBELL SOUP FOUNDATION
21-6019196
RETURN OF PRIVATE FOUNDATION
FISCAL YEAR ENDED JUNE 30, 2017
PART VIII - LINE 1 - LIST OF OFFICERS, TRUSTEES, ETC.

OFFICERS

Name & Address	Title/Average Hours Worked per Week	Compensation	Contributions to Employee Benefit Plans	Expense Account Other Allowances
Kim Fortunato Campbell Place Camden, NJ 08103	President	0	None	None
Ashok Madhavan Campbell Place Camden, NJ 08103	Treasurer	0	None	None
Stanley Polomski Campbell Place Camden, NJ 08103	Controller	0	None	None
Andrew Kupchik Campbell Place Camden, NJ 08103	Secretary	0	None	None
Kate Barrett Campbell Place Camden, NJ 08103	Program Director	0	None	None

21-6019196

RETURN OF PRIVATE FOUNDATION

PART I, LINE 25 COLUMN A AND PART XV, LINE 3 SUMMARY OF CHARITABLE CONTRIBUTIONS

FISCAL YEAR ENDED JUNE 30, 2017

Contributions, Gifts, and Grants Paid During the Year

Organization	Amount
African American Heritage Committee Inc.	2,000
After-School All-Stars	15,000
American Heritage Girls Troop NJ0831	500
American Red Cross	5,040
Babson College	300
Beautify Knightstown, Inc.	1,000
Bowdoin College	63
Boys & Girls Of Snohomish County	10,000
Bucknell University	550
Camden Children's Garden (Youth Employment	25,000
Camden County Technical Schools	10,000
Camden Lutheran Housing	1,000
Camden Shipyard And Maritime Museum	500
Cathedral Kitchen	32,000
Catholic Charities of Central Florida	500
Center for Aquatic Sciences	20,000
Center for Environmental Transformation	21,000
Center for Family Services	50,500
Center for Innovative Food Technology	9,000
Central College	250
Central Connecticut Coast YMCA	250
Church Community Services Of Scotland Cit	1,000
College of Charleston	50
Colorado State University Foundation	50
Community Foundation Of NJ	12,000
Connecticut Food Bank	1,500
Cooper Lanning Civic Association	1,000
Cooper's Ferry Development Association	50,000
Defiance County 4-H	500
Duke University	125
Dylans Drivers	500
Ed Snider Youth Hockey Foundation	1,000
Edmonds Center for the Arts	1,000
ESF College Foundation Inc	125
Feed the Children	500
Feeding America	1,000
Food Bank of South Jersey	12,500
FoodShare	18,500
Georgia Tech Foundation, Inc.	550
Girl Scouts Of Central & Southern NJ	3,000
Habitat for Humanity	2,000
Habitat For Humanity International Inc.	2,000

Haverford College	916
Howard University	200
Ithaca College	50
James Madison University Foundation	50
Lutheran Social Ministries of NJ	10,000
MANNA	13,500
Mercy Hospital Foundation of Willard	25,000
Michigan St University	500
Neighborhood Center, Inc.	24,800
New Jersey Agricultural Society	15,000
New Jersey Farmers Against Hunger	500
New Jersey Tree Foundation	29,500
New York University	50,000
Northeast Texas Trail Coalition	30,000
Ohio State University Foundation	75
Open Door Shelter Inc	15,000
Packs for Kids - Washington	6,000
Pemberton Township High School Band Boost	500
Pennsylvania State University	50
Pheasants Forever	500
Philadelphia Children's Alliance	1,000
Project InAsMuch	2,500
Regents of University of Michigan	1,000
Respond, Inc.	25,000
Rise Against Hunger	7,830
Ronald McDonald House	5,500
Royal Family Kids Camp & Mentoring #64	500
Saint Joseph's Carpenter Society	1,500
Salvation Army	1,500
Scotland County Literacy Council	1,000
St. Joseph's Carpenter Society	20,000
Student Conservation Association	25,000
Students Run Philly Style	25,000
Susquehanna University	150
Syracuse University	50
Talbot House Ministries of Lakeland Inc	500
Teen SHARP	30,000
Temple University	1,000
Thaddeus Stevens Foundation/College of Te	10,000
The Food Trust	21,000
The Philadelphia Zoo	500
The Salvation Army	100
The Work Group	26,000
United Fund of Willard	30,220
United Way of Cache Valley	9,438
United Way Of Central & Northeastern Conn	9,061
United Way of Central Florida	17,252

United Way of Chester County	14,688
United Way Of Coastal Fairfield County	51,558
United Way of Greater Philadelphia	225,000
United Way of Lamar County	48,252
United Way of Lancaster County	26,872
United Way of Metropolitan Chicago	10,842
United Way of Milwaukee	6,819
United Way of Snohomish	8,178
University of Montana Foundation	100
University of Notre Dame	1,000
University of South Carolina	125
University of South Florida	200
Urban Promise Ministries	43,500
Vetri Foundation for Children	25,000
Villanova University	75
Volunteers In Service To The Elderly Inc	1,000
Westminster Child Development Center	500
Widener University	50
YMCA Of Burlington & Camden Counties	30,000
YMCA of Great Grand Rapids	100
Young Mens Christian Assoc. of Snohomish	2,000
Youth Farm and Market Project	500
Total	1,304,453

Contributions, Gifts, and Grants Approved for Future Payment (Accruals)

Organization	**Amount**
American Cancer Society	25,000
American Heritage Girls Troop NJ 0831	500
American Institute for Stuttering	1,000
American National Red Cross	500
Babson College	250
Big Brothers Big Sisters Independence Region	500
Bowdoin College	100
Boy Scouts of America	1,000
Boys&Girls Clubs of Snohomish Cty	1,000
City Slicker Farms	4,000
Convoy Of Hope	1,500
Council of New Jersey Grantmakers	500
Covenant House California	1,500
Dorothy Day Hospitality House, Inc.	500
Feed the Children	100
Florida Baptist Childrens Home	1,000
Food Bank of Delaware	300
Foundation For Sustainable Community	500
Franklin County Therapeutic Riding Center	500
Girl Scouts of Central and Southern New Jersey	1,500
Gloucester County Nature Club	1,000

Grace In The Mud, Inc.	500
Habitat For Humanity International Inc	500
Hometown Opportunities for Mentally Handicapped Inc.	1,000
Hope LKN, INC	500
HopeWorks 'N Camden	20,000
Inter-Faith Food Shuttle	500
Lumbee Land Development	1,500
Lustgarten Foundation	500
M C Preparatory School Of Wisconsin Inc	500
Mennonite Central Committee U S	500
My Refuge	500
Napoleon Civic Center Foundation	1,000
Nola Tree Project	1,500
North and Southampton Reformed Church	500
Northwestern Ohio Community Action Commission	500
NSHMBA Foundation	500
Packs for Kids - Washington	1,000
Pennsylvania State University	200
Person To Person Inc	8,500
Pheasants Forever	1,000
Philadelphia Freedom Valley YMCA - Phoenvixville Branch	1,000
Project InAsMuch	2,500
Rise Against Hunger	4,385
Robeson County Communities in Schools Inc.	500
Ronald McDonald House	500
Royal Family Kids Camp & Mentoring #64	500
Ruscombmanor Fire Company No 1	1,000
Salvation Army	109,000
Scotland Youth Development Act-So	1,500
Special Olympics Connecticut	500
ST JOAN ARC CATHOLIC CHURCH	500
Steves Club National Program	1,000
The Alameda County Community Food Bank Inc	500
The Lauren Rose Albert Foundation	500
The Philadelphia Zoo	500
The Public Education Foundation of Moore County	500
The Resource Exchange	500
United Way of Henry County	55,550
United Way of Robeson County	35,722
United Way of Scotland County	28,437
University of Detroit Mercy	500
University of Pennsylvania - Lauder Institute	50
University of South Carolina	125
Vanderbilt University	150
Vassar College	500
Washington and Lee University	288
Xenophon Therapeutic Riding Center	1,000

Young Mens Christian Association Of Snohomish County	1,500
YWCA Delaware	450
Total	333,606
TOTAL CONTRIBUTIONS, GIFTS & GRANTS	**1,638,059**