

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation ANNE & PHILIP GLATFELTER III FAMILY FOUNDATION		A Employer identification number 23-3094915	
Number and street (or P O box number if mail is not delivered to street address) C/O BMTC 1 E CHOCOLATE AVE NO 200		Room/suite	B Telephone number (see instructions) (717) 534-3225
City or town, state or province, country, and ZIP or foreign postal code HERSHEY, PA 17033		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 22,768,792	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)	1,100,376			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,528	3,528		
	4 Dividends and interest from securities	418,624	418,624		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	922,333			
	b Gross sales price for all assets on line 6a _____ 3,074,739				
	7 Capital gain net income (from Part IV, line 2)		922,333		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	10,098	98		
	12 Total. Add lines 1 through 11	2,454,959	1,344,583		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,200	0		1,200
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,800	1,464		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	84,700	84,700		0
	24 Total operating and administrative expenses. Add lines 13 through 23	88,700	86,164		1,200
	25 Contributions, gifts, grants paid	1,197,200			1,197,200
	26 Total expenses and disbursements. Add lines 24 and 25	1,285,900	86,164		1,198,400
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,169,059			
	b Net investment income (if negative, enter -0-)		1,258,419		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	689,639	613,604		613,604	
	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)	695,626	1,597,805		1,590,715	
	b	Investments—corporate stock (attach schedule)	5,710,762	5,793,467		10,939,961	
	c	Investments—corporate bonds (attach schedule)	804,600	653,028		656,352	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	7,268,142	7,679,924		8,968,160	
	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)	15,168,769	16,337,828		22,768,792		
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable.					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule).					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	15,072,090	16,251,238			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	96,679	86,590			
30	Total net assets or fund balances (see instructions)	15,168,769	16,337,828				
31	Total liabilities and net assets/fund balances (see instructions) .	15,168,769	16,337,828				

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	15,168,769
2	Enter amount from Part I, line 27a	2	1,169,059
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	16,337,828
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	16,337,828

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a SALE OF PUBLICLY TRADED ASSETS			
b SALE OF PUBLICLY TRADED ASSETS			
c CAPITAL GAINS DIVIDENDS	P		
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 142,162		160,290	-18,128
b 2,719,429		1,992,116	727,313
c 213,148			213,148
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			-18,128
b			727,313
c			213,148
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	922,333
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	1,074,648	18,969,499	0 056651
2015	945,501	18,524,222	0 051041
2014	1,021,436	17,666,880	0 057816
2013	601,572	15,439,915	0 038962
2012	543,081	13,048,446	0 041620

2 Total of line 1, column (d)	2	0 246090
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 049218
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	21,291,601
5 Multiply line 4 by line 3	5	1,047,930
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,584
7 Add lines 5 and 6	7	1,060,514
8 Enter qualifying distributions from Part XII, line 4	8	1,198,400

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	12,584
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	12,584
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	12,584
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	4,400
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	4,400
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	8,184
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ 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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> 	10	Yes

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of BRYN MAWR TRUST CO Telephone no (717) 534-3225			

Located at **1 E CHOCOLATE AVENUE SUITE 200 HERSHEY PA** ZIP+4 **17033**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ 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 2017 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 2017). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PATRICIA G FOULKROD 240 SHADY LANE HUMMELSTOWN, PA 17036	SECRETARY 2 00	0	0	0
ELIZABETH GLATFELTER 9161 GREEN TREE ROAD PHILADELPHIA, PA 19118	PRESIDENT 2 00	0	0	0

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

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

Total number of other employees paid over \$50,000. **0**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **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	0
2	
3	
4	

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

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

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	21,088,393
b	Average of monthly cash balances.	1b	527,446
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	21,615,839
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	21,615,839
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	324,238
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	21,291,601
6	Minimum investment return. Enter 5% of line 5.	6	1,064,580

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	1,064,580
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	12,584
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,584
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,051,996
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,051,996
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	1,051,996

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	1,198,400
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	1,198,400
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	12,584
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,185,816

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,051,996
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				5,975
d From 2015.				34,128
e From 2016.				134,925
f Total of lines 3a through e.	175,028			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,198,400</u>				
a Applied to 2016, 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 2017 distributable amount.				1,051,996
e Remaining amount distributed out of corpus	146,404			
5 Excess distributions carryover applied to 2017 (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	321,432			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	321,432			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				5,975
c Excess from 2015.				34,128
d Excess from 2016.				134,925
e Excess from 2017.				146,404

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 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
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	
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 LISA PIERGALLINI SVP BRYN MAWR TRUS 1 E CHOCOLATE AVE SUITE 200 HERSHEY, PA 17033 (717) 534-3225	
b The form in which applications should be submitted and information and materials they should include APPLICATION FORM DISTRIBUTED BY FOUNDATION UPON REQUEST	
c Any submission deadlines AS STATED ON THE APPLICATION FORM	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors AS STATED ON THE APPLICATION FORM	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,197,200
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	STOP PAYMENT ON CHECK FOR GIRL SCOUTS					10,000
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	3,528	
4	Dividends and interest from securities. . . .			14	418,624	
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	922,333	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	CLASS ACTION PROCEEDS			14	98	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e). .		0		1,344,583	10,000
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		1,354,583

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

[illegible]

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

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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	2018-05-11 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
	JENNIFER MARSHALL		2018-05-11		P00286230
	Firm's name THE BRYN MAWR TRUST COMPANY				Firm's EIN 23-0441580
Firm's address 1 E CHOCOLATE AVE STE 200 HERSHEY, PA 17033					Phone no (717) 520-5663

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ABINGTON ART CENTER 515 MEETINGHOUSE ROAD JENKINTOWN, PA 19046	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
ADAMS COUNTY ARTS COUNCIL 125 S WASHINGTON ST GETTYSBURG, PA 17325	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
AMERICAN RED CROSS 1804 NORTH SIXTH STREET HARRISBURG, PA 17110	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
ARDEN THEATRE COMPANY 40 N 2ND STREET PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	35,000
BALLETX265 S BROAD STREET PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	40,000
Total ▶ 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BIG BROTHERS BIG SISTERS YORK CO 227 W MARKET ST SUITE 102 YORK, PA 17401	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
BOYS AND GIRLS CLUB OF HARRISBURG 1227 BERRYHILL ST HARRISBURG, PA 17104	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	30,000
BREAKTHROUGH OF GREATER PHILADELPHIA 34 WEST COULTER STREET PHILADELPHIA, PA 19144	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
CAMP HEBRON957 CAMP HEBRON ROAD HALIFAX, PA 17032	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	7,500
CAPITAL REGION ARTS & EDUCATION 200 N THIRD ST 8TH FLR HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
Total 				1,197,200
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAPITAL REGION LITERACY COUNCIL PO BOX 60723 HARRISBURG, PA 17106	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	8,000
CENTRAL PA YOUTH BALLET 5 NORTH ORANGE ST SUITE 3 CARLISLE, PA 17013	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	30,000
CHILDREN DESERVE A CHANCE FOUNDATION 16 W KING ST LANCASTER, PA 17603	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
CHILDREN'S SCHOLARSHIP FUND PHILADELPHIA 100 SOUTH BROAD STREET SUITE 1200 PHILADELPHIA, PA 19110	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
CULTURAL ALLIANCE OF YORK COUNTY INC 14 W MARKET STREET YORK, PA 17401	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	30,000
Total 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DREAM WRIGHTS YOUTH & FAMILY THEATRE 100 CARLISLE AVE YORK, PA 17401	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
FOUNDATION FOR ENHANCING COMMUNITY 200 N 3RD ST HARRISBURG, PA 17108	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
FRANKLIN INSTITUTE 222 NORTH 20TH STREET PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
GAMUT THEATRE15 N 4TH STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
GIRL SCOUTS IN THE HEART OF PENNSYLVANIA 350 HALE AVENUE HARRISBURG, PA 17104	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
Total ► 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GOODWILL KEYSTONE AREA 1150 GOODWILL DRIVE HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
GRETNA THEATREPO BOX 578 MT GRETN, PA 17064	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
HARRISBURG SYMPHONY ORCHESTRA 800 CORPORATE CIRCLE SUITE 101 HARRISBURG, PA 17110	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	40,000
HERSHEY GARDENS CONSERVATORY 170 HOTEL ROAD HERSHEY, PA 17033	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
HOPE WITHIN MINISTRIES 4748 E HARRISBURG PIKE ELIZABETHTOWN, PA 17022	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	11,500
Total ► 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOSPICE OF CENTRAL PA 1320 LINGLESTOWN RD HARRISBURG, PA 17110	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
INTERNATIONAL HOUSE PHILADELPHIA 3701 CHESTNUT STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
JR ACHIEVEMENT OF SOUTH CENTRAL PA 610 S GEORGE STREET YORK, PA 17401	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
KEYSTONE CHRISTIAN ACADEMY 705 S OGONTZ STREET YORK, PA 17403	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	2,500
KIDS SMILES INC 3751 ISLAND AVE FLOOR 2 PHILADELPHIA, PA 19153	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
Total ► 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KUTZTOWN UNIVERSITY FOUNDATION PO BOX 730 KUTZTOWN, PA 19530	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	11,200
LEG UP FARM 4880 NORTH SHERMAN STREET MOUNT WOLF, PA 17347	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
LOVE INC OF GREATER HERSHEY 245 EAST DERRY ROAD HERSHEY, PA 17033	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
LUTHERAN SOCIAL SERVICES OF SOUTH CENTRAL PA 1050 PENNSYLVANIA AVE YORK, PA 17404	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	75,000
MANADA CONSERVANCYPO BOX 25 HUMMELSTOWN, PA 17036	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
Total ► 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MANN CENTER FOR THE PERFORMING ARTS 123 SOUTH BROAD STREET SUITE 1930 PHILADELPHIA, PA 19109	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
MIGHTY WRITERS 1501 CHRISTIAN STREET PHILADELPHIA, PA 19146	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
MOM'S HOUSE OF LANCASTER 415 SOUTH QUEEN ST LANCASTER, PA 17608	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
MUSIC AT GRETN A INC ONE ALPHA DRIVE ELIZABETHTOWN, PA 17022	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	16,000
NATIVITY SCHOOL OF HARRISBURG 2135 N 6TH ST HARRISBURG, PA 17110	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
Total ► 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NED SMITH CENTER FOR NATURE AND ART PO BOX 33 MILLERSBURG, PA 17061	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	12,000
PA FRIENDS OF AGRICULTURE 510 SOUTH 31ST ST PO BOX 8736 CAMP HILL, PA 17001	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	8,000
PENN STATE HERSHEY CHILDRENS HOSPITAL 500 UNIVERSITY DRIVE HERSHEY, PA 17033	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
PENNSYLVANIA BALLET ASSOCIATION 100 S BROAD STREET SUITE 2226 PHILADELPHIA, PA 19110	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
PHILABUNDANCE 3616 S GALLOWAY STREET PO BOX 3755 PHILADELPHIA, PA 19148	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
Total 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILADELPHIA MUSEUM OF ART PO BOX 7646 PHILADELPHIA, PA 19101	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
PROJECT HOME1515 FAIRMOUNT AVE PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
ROLLER EDUCATION FOUNDATION 250 REYNERS AVENUE STEELTON, PA 17113	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
SALVATION ARMY-YORK 50 EAST KING STREET YORK, PA 17401	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
SERVANTS INC100 REDCO AVE RED LION, PA 17356	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
Total 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SPARK PHILADELPHIA1501 CHERRY ST PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
SPRING GROVE AREA SCHOLARSHIP FOUNDATION 100 EAST COLLEGE AVENUE SPRING GROVE, PA 17362	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	2,500
ST PAULS EVANGELICAL LUTHERAN CHURCH 201 S MAIN STREET SPRING GROVE, PA 17362	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	65,000
STATE STREET ACADEMY OF MUSIC AT ST LAWRENCE 110 STATE STREET HARRISBURG, PA 17101	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	7,500
SUSAN P BYRNES HEATLH EDUCATION CENTER 515 S GEORGE STREET YORK, PA 17403	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	10,000
Total ▶ 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CROSSING INC 8855 GERMANTOWN AVE PHILADELPHIA, PA 19118	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	30,000
THE SALVATION ARMYPO BOX 61798 HARRISBURG, PA 17106	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	25,000
TURNING POINT WOMEN'S COUNSELING & ADVOCACY CENTER 2100 EAST MARKET STREET YORK, PA 17403	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
UNIVERSITY CITY ARTS LEAGUE 4226 SPRUCE STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
UPPER DARBY COMMUNITY OUTREACH CORP 7240 WALNUT STREET UPPER DARBY, PA 19082	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
Total ► 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VISTA FOUNDATION 1021 SPRINGBOARD DRIVE HERSHEY, PA 17033	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
WHYY150 N 6TH ST PHILADELPHIA, PA 19106	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
WISTAR INSTITUTE 3601 SPRUCE STREET PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	12,500
WOODMERE ART MUSEUM 9201 GERMANTOWN AVE PHILADELPHIA, PA 19118	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	35,000
YORK COLLEGE OF PA 441 COUNTRY CLUB ROAD YORK, PA 17403	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
Total ▶ 3a				1,197,200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YORK COUNTY HISTORY CENTER 250 EAST MARKET STREET YORK, PA 17403	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	8,000
YORK COUNTY LITERACY COUNCIL 800 EAST KING STREET YORK, PA 17403	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	15,000
YORK FRESH FOOD FARMS 313 WEST AVENUE RED LION, PA 17356	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	5,000
YORK SYMPHONY ORCHESTRA 50 N GEORGE ST YORK, PA 17401	NONE	PUBLIC CHARITY	GENERAL CHARITABLE USE	20,000
Total ▶ 3a				1,197,200

TY 2017 Accounting Fees Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREP FEE	1,200	0		1,200

TY 2017 All Other Program Related Investments Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Category	Amount
N/A	0

TY 2017 Investments Corporate Bonds Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	653,028	656,352

TY 2017 Investments Corporate Stock Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	5,793,467	10,939,961

TY 2017 Investments Government Obligations Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

**US Government Securities - End
of Year Book Value:**

1,298,379

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

1,289,737

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

299,426

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

300,978

TY 2017 Investments - Other Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS- FIXED	AT COST	4,212,474	4,109,208
MUTUAL FUNDS- EQUITY	AT COST	3,069,118	4,461,040
CERTIFICATES OF DEPOSIT	AT COST	398,332	397,912

TY 2017 Other Expenses Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DIVIDEND CHARGE	8	8		0
BRYN MAWR TRUST- INVESTMENT MANAGEMENT FEES	67,712	67,712		0
RETURN OF CAPITAL	16,980	16,980		0

TY 2017 Other Income Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
STOP PAYMENT ON CHECK FOR GIRL SCOUTS	10,000		10,000
CLASS ACTION PROCEEDS	98	98	98

**TY 2017 Substantial Contributors
Schedule**

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Name	Address
ANNE M GLATFELTER CHARITABLE LEAD TR	C/O BRYN MAWR TRUST CO 1 E CHOCOLATE AVE SUITE 200 HERSHEY, PA 17033

TY 2017 Taxes Schedule

Name: ANNE & PHILIP GLATFELTER III FAMILY
FOUNDATION

EIN: 23-3094915

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHOLDING	1,464	1,464		0
EXCISE TAX ESTIMATE	1,336	0		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491131015118	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047 2017
Name of the organization ANNE & PHILIP GLATFELTER III FAMILY FOUNDATION				Employer identification number 23-3094915	

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization ANNE & PHILIP GLATFELTER III FAMILY FOUNDATION	Employer identification number 23-3094915
--	---

Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ANNE M GLATFELTER CHARITABLE TRUST C/O BMTC- 1 E CHOCOLATE AVE HERSHEY, PA17033	 \$ 1,100,376 	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

23-3094915

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____

Name of organization ANNE & PHILIP GLATFELTER III FAMILY FOUNDATION	Employer identification number 23-3094915
--	---

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee