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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
The John D Tickle Foundation

A Employer identification number
54-1507449

Number and street (or P O box number if mail is not delivered to street address)
105 Landmark Lane

Room/suite

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code
Bristol, TN 37620

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)*▶$ 10,148,124

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	167,105	162,155		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	439,505			
	b	Gross sales price for all assets on line 6a 3,415,950				
	7	Capital gain net income (from Part IV, line 2)		440,490		
	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)	1,038	892		
	12	**Total.** Add lines 1 through 11	607,648	603,537		
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)	2,281	1,141		1,140
	c	Other professional fees (attach schedule)	26,167	26,167		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,386	2,294		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,240	7,896		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,074	37,498		1,140
	25	Contributions, gifts, grants paid	100,000			100,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	138,074	37,498		101,140
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	469,574			
	b	**Net investment income** (if negative, enter -0-)		566,039		
	c	**Adjusted net income**(if negative, enter -0-)			0	

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	174,695	269,704	269,704
	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)	1,774,276	2,789,502	2,772,862
	b Investments—corporate stock (attach schedule)	4,036,953	3,654,317	4,461,210
	c Investments—corporate bonds (attach schedule)	124,924	42,594	41,219
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,770,327	2,591,962	2,597,175
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	7,942	5,954	5,954
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,889,117	9,354,033	10,148,124
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	8,889,117	9,354,033	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	8,889,117	9,354,033	
	31 Total liabilities and net assets/fund balances (see instructions)	8,889,117	9,354,033	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,889,117
2	Enter amount from Part I, line 27a	2	469,574
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,358,691
5	Decreases not included in line 2 (itemize) ▶	5	4,658
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,354,033

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	Publicly traded securities	P		
b	Capital Gain Distributions		2017-01-01	2017-12-31
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	3,397,126		2,975,460	421,666
b	18,824			18,824
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				421,666
b				18,824
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	440,490
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	1,913	8,716,251	0 000219
2015	2,830	8,656,780	0 000327
2014	2,307,402	7,627,871	0 302496
2013	466,767	8,879,205	0 052569
2012	419,961	8,263,057	0 050824

2 **Total** of line 1, column (d)	2	0 406435
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 081287
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	9,508,031
5 Multiply line 4 by line 3	5	772,879
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,660
7 Add lines 5 and 6	7	778,539
8 Enter qualifying distributions from Part XII, line 4	8	101,140

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	11,321
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	11,321
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	11,321
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5,954		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d.			7	5,954
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	5,367
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)?.	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		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?	13	Yes	

Website address ▶None

14 The books are in care of ▶Jones King Downs Peel PC Telephone no ▶(423) 764-5535

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

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

			Yes	No
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?	16		No
	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 ▶			

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 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		No
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			
	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**		No
	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	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	(e) Expense account, other allowances
John D Tickle PO Box 580 Bristol, VA 24203	Trustee 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, 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. ▶		

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	0
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	9,490,930
b	Average of monthly cash balances.	1b	161,893
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	9,652,823
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). **1e**		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	9,652,823
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	144,792
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,508,031
6	**Minimum investment return.** Enter 5% of line 5.	6	475,402

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	475,402
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	11,321		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	11,321
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	464,081
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	464,081
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	464,081

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	101,140
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	101,140
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	101,140

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					464,081
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2017					
a From 2012.					
b From 2013.					
c From 2014.	1,326,930				
d From 2015.					
e From 2016.					
f **Total** of lines 3a through e.		1,326,930			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 101,140					
a Applied to 2016, 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 2017 distributable amount.					101,140
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*		362,941			362,941
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		963,989			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions					
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)					
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		963,989			
10 Analysis of line 9					
a Excess from 2013. . . .					
b Excess from 2014. . . .	963,989				
c Excess from 2015. . . .					
d Excess from 2016. . . .					
e Excess from 2017. . . .					

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

John D Tickle

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
United Way of Bristol PO Box 696 Bristol, TN 37621		PC	Endowment Fund	100,000
Total . . . . ▶ **3a**				100,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	167,105	
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	439,505	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a Class Action Pymts			14	371	
b Tax Reclaim			14	667	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				607,648	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 607,648

(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)

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)		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

******	2018-05-10	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Nell King Bieger				P00958141
Firm's name ▶ Jones King Downs and Peel P C				Firm's EIN ▶54-1588869
Firm's address ▶ 105 Landmark Lane Bristol, TN 37620				Phone no (423) 764-5535

TY 2017 Accounting Fees Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting legal & tax svcs	2,281	1,141	0	1,140

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TY 2017 Investments Corporate Bonds Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Total Consumer Service	0	0
Total Telecommunication	42,594	41,219
Total Financial Services	0	0

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TY 2017 Investments Corporate Stock Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Total Oil & Gas Producers	0	0
Total Oil Equip Svcs & Dist	180,241	172,543
Total Chemicals	41,687	53,400
Total Ind Metals & Mining	42,975	58,430
Total Construction & Matls	53,275	65,231
Total Aerospace & Defense	0	0
Total Ind Engineering	0	0
Total Beverages	238,438	295,348
Total Food Producers	65,266	105,699
Total Leisure Goods	11,695	89,301
Total HealthCare Equip & Svcs	359,686	384,505
Total Pharmaceuticals & Biotec	685,665	779,827
Total General Retailers	142,227	200,000
Total Media	109,369	86,814
Total Travel & Leisure	115,998	156,397
Total Banks	171,238	113,357
Total Mining	34,261	42,888
Total Financial Services	245,426	374,748
Total Software & Computer Svcs	394,196	637,494
Total Tech Hrdware & Equip	232,846	270,312
Total Capital Goods	66,646	78,208
Total General Industrials	120,860	120,641
Total Industrial Transportatio	112,660	136,865
Total Support Services	58,714	57,725
Total Mobile Telecommunication	139,549	129,537
Total Technology	31,399	51,940

TY 2017 Investments Government Obligations Schedule

Name:	The John D Tickle Foundation
EIN:	54-1507449
US Government Securities - End of Year Book Value:	2,385,279
US Government Securities - End of Year Fair Market Value:	2,378,968
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

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TY 2017 Investments - Other Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Mutual Fund - Fixed		1,859,086	1,805,841
Mutual Fund - Equity		732,876	791,334

TY 2017 Other Assets Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Estimated Tax Payments	7,942	5,954	5,954

TY 2017 Other Decreases Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Description	Amount
Accrued int purchasecollection	7,969
Rounding	1
Adjustment to cost basis	-3,312

TY 2017 Other Expenses Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Custody fees	5,769	5,769	0	0
Other Investment Deductions	471	2,127	0	0

TY 2017 Other Income Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Bank of NY-Class Action Pmt	146	0	0
Tax Reclaim	667	667	0
Weatherford Intl-Class Action	225	225	0

TY 2017 Other Professional Fees Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Manning & Napier-mgnt fees	26,167	26,167	0	0

TY 2017 Taxes Schedule

Name: The John D Tickle Foundation

EIN: 54-1507449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2016 Form 990-PF Tax	1,988	0	0	0
Foreign tax paid	1,398	2,294	0	0

Exeter Trust Company

The John D Tickle Foundation
EIN 54-1507449

Attachment to Form 990-PF
Part II, Lines 2, 10a, 10b, 10c, and 13

Detailed Holdings List by Sector

As of December 31, 2017
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
Cash and Cash Equivalents									
U S DOLLAR	(1,777,327 080)	1.00	(1,777,327 08)	1.00	(1,777,327 08)	(17 5)			
U S DOLLAR - INCOME	1 777,327 080	1 00	1,777,327 08	1 00	1 777,327 08	17 5			
SS INT BEARING FD CUSIP 857949BL0	250,000 000	1 00	250,000.00	1.00	250,000 00	2 5	0.00	114 63	2 2
STATE STREET INSTL US GOVT MONEY MKT FUND CUSIP CM1GVVXX3	19,704.110	1 00	19,704 11	1 00	19,704.11		0 00	1 81	2 6
Total Cash and Cash Equivalents - Line 2			**269,704.11**		**269,704.11**	**2.7**	**0.00**	**116.44**	**2.2**
Fixed Income									
MUTUAL FUND - FIXED									
MANNING & NAPIER FUNDS INC - UN BD S CUSIP: 563821206	173,305 286	10.73	1,859,085 80	10 42	1,805,841 08	17.8	(53,244.72)	0 00	3.2
TOTAL MUTUAL FUND - FIXED - Line 13			**1,859,085.80**		**1,805,841.08**	**17.8**	**(53,244.72)**	**0.00**	**3.2**
US GOVERNMENT									
US TREASURY BOND 4 75% 02/15/2037 CUSIP 912810PT9, MOODY'S Aaa	95,000 000	143 09	135,939 07	133 22	126,561.85	1 2	(9,377 22)	1,704 45	3 6
US TREASURY BOND 6 25% 05/15/2030 CUSIP 912810FM5, MOODY'S Aaa	93,000 000	142 00	132,060 00	140 59	130,748 70	1 3	(1,311 30)	754.66	
TOTAL US GOVERNMENT - Line 10(a)			**267,999.07**		**257,310.55**	**2.5**	**(10,688.52)**	**2,459.11**	**4.0**
FNMA									
FNMA PASS THRU POOL #940624 6 00% 08/01/2037 CUSIP 31413BPH8	4,924 260	108 75	5,355 14	112 70	5,549 44	0 1	194.30	24 62	5 3
FNMA POOL #AB8464 2.50% 02/01/2043 CUSIP 31417FMN5	59,506 640	96 02	57,135 69	96 97	57,700 61	0 6	564 92	123 97	2 6
FNMA POOL #AO0800 3 00% 04/01/2027 CUSIP 3138LQ3J1	42,087 430	104 22	43,863 01	102.13	42,985.15	0 4	(877 86)	105 22	2 9

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Detailed Holdings List by Sector

As of December 31, 2017
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
FNMA POOL #AT8912 3 00% 07/01/2043 CUSIP 3138WW3W7	45,341 540	100 37	45,511 53	100.52	45,578 68	0 4	67 15	113 35	3 0
TSY INFL IX N/B 0 125% 04/15/2018 CUSIP 912828UX6, MOODY'S Aaa	45,884 870	99 38	45,598 13	99 88	45,830 73	0 5	232 60	12 29	0 1
TSY INFL IX N/B 0 625% 02/15/2043 CUSIP 912810RA8, MOODY'S Aaa	48,279 600	88.09	42,531 18	97 85	47,241 11	0 5	4,709 93	113 98	0 6
TSY INFL IX N/B 1 125% 01/15/2021 CUSIP 912828PP9, MOODY'S Aaa	43,976 790	103 74	45,620 96	102 98	45,289.06	0 4	(331 90)	228.55	1 1
US TREASURY BOND 2 50% 02/15/2045 CUSIP 912810RK6, MOODY'S Aaa	94,000 000	93 38	87,772 50	95 33	89,612 08	0 9	1,839 58	887 64	2 6
US TREASURY INFL IX N/B 0 125% 01/15/2022 CUSIP 912828SA9, MOODY'S Aaa	45,773 280	97 14	44,465 82	99 60	45,588 81	0 4	1,122 99	26 43	0 1
US TREASURY NOTE 1 50% 05/31/2020 CUSIP 912828XE5, MOODY'S Aaa	71,000 000	100 56	71,399 37	99 02	70,301 36	0 7	(1,098 01)	93 63	1 5
US TREASURY NOTE 1 625% 04/30/2023 CUSIP 912828R28, MOODY'S Aaa	542,000 000	97 95	530,871 10	96 95	525,463 58	5 2	(5,407 52)	1,508 47	1 7
US TREASURY NOTE 1 625% 06/30/2020 CUSIP 912828XH8, MOODY'S Aaa	200,000 000	99 87	199,734 38	99 26	198,524 00	2 0	(1,210 38)	1,633 98	1 6
US TREASURY NOTE 1 75% 04/30/2022 CUSIP 912828WZ9, MOODY'S Aaa	928,000 000	98 83	917,148 76	98 28	912,010 56	9 0	(5,138.20)	2,781 44	1 8
US TREASURY NOTE 2 375% 05/15/2027 CUSIP 912828X88, MOODY'S Aaa	248,000 000	100 11	248,271 26	99 72	247,293 20	2 4	(978 06)	764 72	2 4
TOTAL FNMA - Line 10(a)			**2,385,278.83**		**2,378,968.37**	**23.5**	**(6,310.46)**	**8,418.29**	**1.8**
FHLMC GOLD									
FHLMC GOLD POOL #A89870 4 50% 11/01/2039 CUSIP 3129366F9	54,180 960	105 59	57,211 71	106 68	57,802 41	0 6	590 70	203 18	4 2
FHLMC GOLD POOL #C09044 3 50% 07/01/2043 CUSIP· 31292SBM1	76,340 170	103 50	79,012 08	103 20	78,780 77	0 8	(231 31)	222 66	3 4
TOTAL FHLMC GOLD - Line 10(a)			**136,223.79**		**136,583.18**	**1.3**	**359.39**	**425.84**	**3.7**

Detailed Holdings List by Sector
As of December 31, 2017
Reporting Currency USD

THE JOHN D. TICKLE FOUNDATION
Account Number. XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
TELECOMMUNICATION									
VERIZON COMMUNICATIONS 3 45% 03/15/2021 CUSIP 92343VCC6, MOODY'S Baa1	40,000 000	106 49	42,594 40	103 05	41,219 20	0 4	(1,375 20)	406 33	3 4
TOTAL TELECOMMUNICATION - Line 10(c)			**42,594.40**		**41,219.20**	**0.4**	**(1,375.20)**	**406.33**	**3.3**
Total Fixed Income			**4,691,181.89**		**4,619,922.38**	**45.6**	**(71,259.51)**	**11,709.57**	**2.6**
Equity									
MUTUAL FUND - EQUITY									
MANNING & NAPIER FUND INC INTERNATIONAL SERIES FUND TICKER EXITX, CUSIP 563821529	45,004 935	8 80	396,102 34	9 39	422,596 34	4 2	26,494 00	0 00	0 5
MANNING & NAPIER FUND INC REAL ESTATE SERIES TICKER· MNREX, CUSIP 56382P641	15,087 747	12 64	190,641 34	14 93	225,260 06	2 2	34,618 72	0 00	1 7
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND TICKER EXWAX, CUSIP 563821545	17,244 949	8 47	146,132 07	8 32	143,477 98	1 4	(2,654 09)	0 00	0 9
TOTAL MUTUAL FUND - EQUITY - Line 13			**732,875.75**		**791,334.38**	**7.8**	**58,458.63**	**0.00**	**0.9**
OIL EQUIPMENT, SERVICES & DISTRIBUTION									
DIAMOND OFFSHORE DRILLING INC TICKER DO, CUSIP 25271C102	2,130 000	14 53	30,941 88	18.59	39,596 70	0 4	8,654 82	0 00	0 0
ENSCO PLC CL A TICKER ESV, CUSIP G3157S106	2,710 000	5 98	16,198 22	5 91	16,016 10	0 2	(182 12)	0 00	0 7
SCHLUMBERGER LTD TICKER SLB, CUSIP 806857108	1,060.000	82 22	87,154 91	67 39	71,433 40	0 7	(15,721.51)	530 00	3 0
TRANSOCEAN LTD TICKER RIG, CUSIP H8817H100	4,260 000	10 79	45,945 67	10 68	45,496 80	0 4	(448 87)	0 00	0 0
TOTAL OIL EQUIPMENT, SERVICES & DISTRIBUTION - Line 10(b)			**180,240.68**		**172,543.00**	**1.7**	**(7,697.68)**	**530.00**	**1.3**

Detailed Holdings List by Sector
As of December 31, 2017
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION
Account Number. XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
CHEMICALS									
ASHLAND GLOBAL HOLDINGS INC TICKER· ASH, CUSIP 044186104	750 000	55 58	41,687 35	71 20	53,400 00	0 5	11,712 65	0 00	1 3
TOTAL CHEMICALS - Line 10(b)			**41,687.35**		**53,400.00**	**0.5**	**11,712.65**	**0.00**	**1.3**
INDUSTRIAL METALS & MINING									
FIRST QUANTUM MINERALS LTD TICKER. FQVLF, CUSIP 335934105	1,795 000	9 04	16,219 20	14 05	25,215 08	0 2	8,995 88	0 00	0 1
SOUTHERN COPPER CORP TICKER· SCCO, CUSIP· 84265V105	700 000	38 22	26,755 76	47.45	33,215 00	0 3	6,459 24	0 00	1 2
TOTAL INDUSTRIAL METALS & MINING - Line 10(b)			**42,974.96**		**58,430.08**	**0.6**	**15,455.12**	**0.00**	**0.7**
MINING									
ANTOFAGASTA PLC TICKER ANTO LN, CUSIP 004561908	1,600.000	10 56	16,894 73	13 56	21,701 57	0 2	4,806 84	0 00	2 6
LUNDIN MINING CORPORATION TICKER LUNMF, CUSIP 550372106	3,195 000	5 44	17,366.53	6 63	21,186 05	0 2	3,819 52	0 00	1 4
TOTAL MINING - Line 10(b)			**34,261.26**		**42,887.62**	**0.4**	**8,626.36**	**0.00**	**2.0**
CONSTRUCTION & MATERIALS									
WEYERHAEUSER CO REITS TICKER WY, CUSIP 962166104	1,850 000	28 80	53,275 00	35.26	65,231 00	0.6	11 956 00	0 00	3 6
TOTAL CONSTRUCTION & MATERIALS - Line 10(b)			**53,275.00**		**65,231.00**	**0.6**	**11,956.00**	**0.00**	**3.6**
GENERAL INDUSTRIALS									
BALL CORP TICKER BLL, CUSIP 058498106	1,455 000	41 83	60,865 71	37 85	55,071 75	0 5	(5,793 96)	0 00	1 1
SEALED AIR CORP TICKER SEE, CUSIP 81211K100	1,330 000	45 11	59,994 70	49.30	65,569 00	0 6	5,574 30	0 00	1 3
TOTAL GENERAL INDUSTRIALS - Line 10(b)			**120,860.41**		**120,640.75**	**1.2**	**(219.66)**	**0.00**	**1.2**

Exeter Trust Company

THE JOHN D. TICKLE FOUNDATION
Account Number: XXXXR4783

Detailed Holdings List by Sector
As of December 31, 2017
Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
INDUSTRIAL TRANSPORTATION									
FEDEX CORP TICKER. FDX, CUSIP: 31428X106	315.000	195.02	61,430.80	249 54	78 605 10	0 8	17,174.30	227 50	0.8
GENESEE & WYOMING INC CL A TICKER GWR, CUSIP 371559105	740 000	69 23	51,228 73	78 73	58 [illegible]	0.6	7,031 47	0 00	0.0
TOTAL INDUSTRIAL TRANSPORTATION - Line 10(b)			**112,659.53**		136,865.30	**1.3**	**24,205.77**	**227.50**	**0.5**
SUPPORT SERVICES									
EURONET WORLDWIDE INC TICKER EEFT, CUSIP. 298736109	685 000	85 71	58,714.23	84 27	57,724.95	0 6	(989.28)	0 00	0.0
TOTAL SUPPORT SERVICES - Line 10(b)			**58,714.23**		**57,724.95**	**0.6**	**(989.28)**	**0.00**	**0.0**
BEVERAGES									
AMBEV SA ADR TICKER. ABEV, CUSIP 02319V103	16,480.000	5.64	93,008.28	6.46	106,460 80	1 0	13,452 52	1,579 26	2 4
ANHEUSER BUSCH INBEV SA/NV TICKER: ABI BB, CUSIP. ACI0PX3F9	690 000	86.23	59,500 86	111 72	77,085 94	0.8	17,585 08	0.00	2 7
DIAGEO PLC TICKER. DGE LN, CUSIP. 023740905	3,040.000	28.27	85,928.88	36 78	111,800 86	1 1	25,871 98	0 00	2 3
TOTAL BEVERAGES - Line 10(b)			**238,438.02**		**295,347.60**	**2.9**	**56,909.58**	**1,579.26**	**2.4**
FOOD PRODUCERS									
UNILEVER PLC ADR AMER SHS SPON TICKER: UL, CUSIP 904767704	1,910.000	34.17	65,265.96	55 34	105,699 40	1 0	40,433 44	0 00	2 8
TOTAL FOOD PRODUCERS - Line 10(b)			**65,265.96**		**105,699.40**	**1.0**	**40,433.44**	**0.00**	**2.8**
LEISURE GOODS									
ELECTRONIC ARTS TICKER EA, CUSIP 285512109	850 000	13.76	11,694 55	105 06	89,301 00	0.9	77,606 45	0.00	0.0
TOTAL LEISURE GOODS - Line 10(b)			**11,694.55**		**89,301.00**	**0.9**	**77,606.45**	**0.00**	**0.0**

Detailed Holdings List by Sector
As of December 31, 2017
Reporting Currency. USD

THE JOHN D. TICKLE FOUNDATION
Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
HEALTH CARE EQUIPMENT & SERVICES									
DAVITA INC TICKER DVA, CUSIP 23918K108	2,560.000	63 01	161,310 92	72 25	184,960 00	1 8	23,649 08	0 00	0 0
EXPRESS SCRIPTS HOLDING CO TICKER ESRX, CUSIP 30219G108	910 000	81 64	74,292 78	74 64	67,922 40	0 7	(6,370 38)	0 00	0 0
MEDTRONIC PLC TICKER MDT, CUSIP G5960L103	1,630 000	76 12	124,082 78	80 75	131,622 50	1 3	7,539 72	749 80	2 3
TOTAL HEALTH CARE EQUIPMENT & SERVICES - Line 10(b)			**359,686.48**		**384,504.90**	**3.8**	**24,818.42**	**749.80**	**0.8**
PHARMACEUTICALS & BIOTECHNOLOGY									
BIOGEN INC TICKER BIIB, CUSIP 09062X103	235 000	269 78	63,397 78	318 57	74,863 95	0 7	11,466 17	0 00	0 0
BIOMARIN PHARMACEUTICAL INC TICKER BMRN, CUSIP 09061G101	1,080 000	83 20	89,854 64	89 17	96,303 60	0 9	6,448 96	0 00	0 0
BRISTOL-MYERS SQUIBB CO TICKER BMY, CUSIP 110122108	855 000	51 14	43,723 50	61 28	52,394 40	0 5	8,670.90	0 00	2 6
INCYTE CORP TICKER INCY, CUSIP 45337C102	670 000	109 21	73,169 83	94 71	63,455 70	0 6	(9,714 13)	0 00	0 0
JOHNSON & JOHNSON TICKER JNJ, CUSIP 478160104	725 000	92 40	66,991 71	139 72	101,297 00	1 0	34,305 29	0 00	2 4
NOVARTIS AG NAMEN SPON ADR TICKER NVS, CUSIP 66987V109	1,570 000	71 96	112,970 44	83 96	131,817 20	1 3	18,846 76	0 00	2 7
REGENERON PHARMACEUTICALS TICKER REGN, CUSIP 75886F107	275 000	423 52	116,467 65	375 96	103,389.00	1 0	(13 078 65)	0 00	0 0
SEATTLE GENETICS INC TICKER SGEN, CUSIP 812578102	1,395 000	53 08	74,048 27	53 50	74,632 50	0 7	584 23	0,00	0 0
VERTEX PHARMACEUTICALS INC TICKER VRTX, CUSIP 92532F100	545 000	82 64	45,041 03	149 86	81,673 70	0.8	36,632 67	0 00	0 0
TOTAL PHARMACEUTICALS & BIOTECHNOLOGY - Line 10(b)			**685,664.85**		**779,827.05**	**7.7**	**94,162.20**	**0.00**	**1.0**

Exeter Trust Company

Detailed Holdings List by Sector

As of December 31, 2017
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
GENERAL RETAILERS									
AMAZON COM INC TICKER AMZN, CUSIP 023135106	85 000	749 05	63,669 49	1,169 47	99 404 95	1 0	35 735 46	0 00	0 0
LULULEMON ATHLETICA INC TICKER. LULU, CUSIP 550021109	1,280 000	61 37	78,557 94	78.59	100 595 20	1 0	22 037 26	0 00	0 0
TOTAL GENERAL RETAILERS - Line 10(b)			**142,227.43**		**200,000 15**	**2.0**	**57 772 72**	**0.00**	**0.0**
MEDIA									
NIELSEN HOLDINGS PLC TICKER NLSN, CUSIP G6518L108	2,385 000	45 86	109,368 88	36 40	86,814 00	0 9	(22,554 88)	0 00	3 7
TOTAL MEDIA - Line 10(b)			**109,368.88**		**86,814.00**	**0.9**	**(22,554.88)**	**0.00**	**3.7**
TRAVEL & LEISURE									
PRICELINE GROUP INC/THE TICKER PCLN, CUSIP 741503403	90 000	1,288 87	115,997 86	1,737 74	156,396 60	1 5	40,398 74	0 00	0 0
TOTAL TRAVEL & LEISURE - Line 10(b)			**115,997.86**		**156,396.60**	**1.5**	**40,398.74**	**0.00**	**0.0**
CAPITAL GOODS									
ARCONIC INC TICKER ARNC, CUSIP 03965L100	2,870 000	23 22	66,646.39	27 25	78,207 50	0 8	11,561 11	0 00	0 9
TOTAL CAPITAL GOODS- Line 10(b)			**66,646.39**		**78,207.50**	**0.8**	**11,561.11**	**0.00**	**0.9**
MOBILE TELECOMMUNICATIONS									
QORVO INC TICKER QRVO, CUSIP 74736K101	1,945 000	71 75	139,548 51	66 60	129,537 00	1 3	(10,011 51)	0.00	0 0
TOTAL MOBILE TELECOMMUNICATIONS - Line 10(b)			**139,548.51**		**129,537.00**	**1.3**	**(10,011.51)**	**0.00**	**0.0**
BANKS									
BANK OF AMERICA CORP TICKER BAC, CUSIP 060505104	3,840 000	44 59	171,238.40	29.52	113,356 80	1 1	(57,881 60)	0 00	1 6
TOTAL BANKS - Line 10(b)			**171,238.40**		**113,356.80**	**1.1**	**(57,881.60)**	**0.00**	**1.6**

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Detailed Holdings List by Sector
As of December 31, 2017
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION
Account Number. XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
FINANCIAL SERVICES									
BLACKROCK INC TICKER BLK, CUSIP 09247X101	115 000	302 82	34,824.76	513 71	59,076 65	0 6	24,251 89	0 00	2 0
EQUIFAX INC TICKER EFX, CUSIP 294429105	580 000	107 62	62,421 59	117 92	68,393 60	0 7	5,972 01	0 00	1 3
MASTERCARD INC CL A TICKER· MA, CUSIP 57636Q104	790.000	93.84	74,135 11	151 36	119,574 40	1.2	45,439 29	0 00	0.7
VISA INC CL A TICKER V, CUSIP 92826C839	1,120 000	66.11	74,044 88	114 02	127,702 40	1 3	53,657 52	0 00	0 7
TOTAL FINANCIAL SERVICES - Line 10(b)			**245,426.34**		**374,747.05**	**3.7**	**129,320.71**	**0.00**	**1.0**
TECHNOLOGY									
TENCENT HOLDINGS LTD CUSIP. BMMV2K903	1,000 000	31.40	31,399.49	51 94	51,939 58	0 5	20,540.09	0 00	0.2
TOTAL TECHNOLOGY - Line 10(b)			**31,399.49**		**51,939.58**	**0.5**	**20,540.09**	**0.00**	**0.2**
SOFTWARE & COMPUTER SERVICES									
ALPHABET INC CL A TICKER: GOOGL, CUSIP 02079K305	45 000	558 38	25,126 94	1,053.40	47,403.00	0 5	22,276 06	0 00	0 0
ALPHABET INC CL C TICKER GOOG, CUSIP 02079K107	45 000	534.24	24,040 58	1,046 40	47,088 00	0 5	23,047 42	0 00	0 0
FACEBOOK INC-A TICKER. FB, CUSIP. 30303M102	1,255 000	121 32	152,258 84	176 46	221,457 30	2 2	69,198 46	0 00	0 0
MICROSOFT CORP TICKER MSFT, CUSIP 594918104	1,000 000	56 83	56,826 00	85 54	85,540 00	0 8	28,714.00	0 00	2 0
SERVICENOW INC TICKER NOW, CUSIP 81762P102	1,810.000	75 11	135,943 27	130 39	236,005 90	2 3	100,062 63	0 00	0 0
TOTAL SOFTWARE & COMPUTER SERVICES - Line 10(b)			**394,195.63**		**637,494.20**	**6.3**	**243,298.57**	**0.00**	**0.3**

Detailed Holdings List by Sector

As of December 31, 2017
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
TECHNOLOGY HARDWARE & EQUIPMENT									
SKYWORKS SOLUTIONS INC TICKER, SWKS, CUSIP: 83088M102	1,420.000	80.53	114,356.60	94 95	134,829.00	1 3	20,472.40	0 00	1 4
TEXAS INSTRUMENTS INC TICKER: TXN, CUSIP: 882508104	515.000	96.77	49,835 60	104.44	53,786 60	0.5	3,951 00	0.00	2.4
ZAYO GROUP HOLDINGS INC TICKER, ZAYO, CUSIP· 98919V105	2,220.000	30.93	68,654 17	36.80	81 696.00	0.8	13,041.83	0.00	0 0
TOTAL TECHNOLOGY HARDWARE & EQUIPMENT - Line 10(b)			**232,846.37**		270,311.60	**2.7**	**37,465.23**	**0.00**	**1.1**
Total Equity			**4,387,194.33**		5,252,541.51	**51.8**	**865,347.18**	**3,086.56**	**1.0**
Total Net Assets			**9,348,080.33**		10,142,168 00	**100.0**	**794,087.67**	**14,912.57**	**1.7**

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