

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.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 07-01-2018 , and ending 06-30-2019

Name of foundation EDWARD S SPRAGUE FOUNDATION		A Employer identification number 36-6070124	
Number and street (or P O box number if mail is not delivered to street address) 1726 WEST WOLFRAM		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60657		B Telephone number (see instructions) (312) 419-8484	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>2,644,853</u>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	38,809	38,809	38,809	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,278			
	b Gross sales price for all assets on line 6a <u>279,635</u>				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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)	4,135	4,135	4,135		
12 Total. Add lines 1 through 11	37,666	42,944	42,944		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,225	0	5,225	0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,506	0	2,506	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,566	0	11,566	0
	24 Total operating and administrative expenses. Add lines 13 through 23	19,297	0	19,297	0
	25 Contributions, gifts, grants paid	122,801			122,801
26 Total expenses and disbursements. Add lines 24 and 25	142,098	0	19,297	122,801	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-104,432				
b Net investment income (if negative, enter -0-)		42,944			
c Adjusted net income (if negative, enter -0-)			23,647		

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			8,616
	2 Savings and temporary cash investments	42,432	30,327	30,327
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,483,384	1,487,057	2,504,033
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	44,029	44,029	101,877
	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)	1,569,845	1,561,413	2,644,853	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	1,569,845	1,561,413		
30 Total net assets or fund balances (see instructions)	1,569,845	1,561,413		
31 Total liabilities and net assets/fund balances (see instructions) .	1,569,845	1,561,413		

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	1,569,845
2 Enter amount from Part I, line 27a	2	-104,432
3 Other increases not included in line 2 (itemize) ▶ _____	3	96,000
4 Add lines 1, 2, and 3	4	1,561,413
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	1,561,413

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	-5,278
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	-14,011

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))
2017	6,230	2,211,397	0.002817
2016	223,607	1,944,325	0.115005
2015	8,770	1,845,383	0.004752
2014	152,112	2,121,081	0.071714
2013	15,760	1,957,279	0.008052
2 Total of line 1, column (d)			0.202340
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			0.040468
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			2,388,065
5 Multiply line 4 by line 3			96,640
6 Enter 1% of net investment income (1% of Part I, line 27b)			429
7 Add lines 5 and 6			97,069
8 Enter qualifying distributions from Part XII, line 4			122,801

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total tax due. Total tax due is 429.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

14 The books are in care of EDWARD S SPRAGUE FOUNDATION Telephone no (312) 419-8484

Located at 1726 WEST WOLFRAM CHICAGO IL ZIP+4 60657

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

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.	▶	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 PROVIDE GIFTS AND GRANTS TO EDUCATIONAL ORGANIZATIONS	0
2 PROVIDE GIFTS AND GRANTS TO HEALTHCARE ORGANIZATIONS	0
3 PROVIDE GIFTS AND GRANTS TO ENVIRONMENTAL ORGANIZATIONS	0
4 PROVIDE GIFTS AND GRANTS TO SOCIAL SERVICE ORGANIZATIONS	0

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
3 All other program-related investments. See instructions	
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	2,370,426
b	Average of monthly cash balances.	1b	54,005
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,424,431
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	2,424,431
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	36,366
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,388,065
6	Minimum investment return. Enter 5% of line 5.	6	119,403

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	
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
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	

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	122,801
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	122,801
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	429
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	122,372

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____				
a Applied to 2017, 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 2018 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				
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 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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) 2018	(b) 2017	(c) 2016	(d) 2015	
	23,647	0	26,294	29,150	79,091
b 85% of line 2a	20,100	0	22,350	24,778	67,227
c Qualifying distributions from Part XII, line 4 for each year listed	122,801	0	229,000	8,770	360,571
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	122,801	0	229,000	8,770	360,571
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
	79,602	2,953	64,811	61,513	208,879
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
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 <input type="checkbox"/> 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 to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed	
JENNIE O'BRIEN 1726 W WOLFRAM CHICAGO, IL 60657 (773) 294-2894	
b The form in which applications should be submitted and information and materials they should include	
N/A	
c Any submission deadlines	
N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	
N/A	

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
b <i>Approved for future payment</i>				
Total				▶ 3b

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 PINNACLE FOODS INC		2018-03-12	2018-07-18
1 AT&T INC		2017-11-22	2018-08-17
AT&T INC		2018-01-26	2018-08-17
AT&T INC		2018-03-12	2018-08-17
JOHNSON & JOHNSON		2018-03-12	2018-08-17
GENL DYNAMICS CORP		2018-03-12	2018-10-11
RESIDEO TECHNOLOGIES		2018-10-11	2018-11-13
UNITED RENTALS INC		2018-02-05	2018-11-26
UNITED RENTALS INC		2018-02-26	2018-11-26
UNITED RENTALS INC		2018-09-05	2018-11-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,953		12,469	1,484
13,236		13,959	-723
9,398		10,688	-1,290
2,250		2,543	-293
9,543		9,499	44
3,156		3,628	-472
74		96	-22
2,867		4,347	-1,480
2,753		4,281	-1,528
344		471	-127

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,484
			-723
			-1,290
			-293
			44
			-472
			-22
			-1,480
			-1,528
			-127

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PACKAGING CORP AMER		2018-07-18	2018-11-29
1 PACKAGING CORP AMER		2018-09-05	2018-11-29
ALIGN TECHNOLOGY		2018-02-22	2019-01-03
ALIGN TECHNOLOGY		2018-10-11	2019-01-03
NVIDIA CORPORATION		2018-10-12	2019-02-27
NVIDIA CORPORATION		2018-11-13	2019-02-27
NVIDIA CORPORATION		2018-11-26	2019-02-27
EMERGENT BIOSOLUTIONS INC		2018-09-17	2019-06-03
EMERGENT BIOSOLUTIONS INC		2018-09-20	2019-06-03
PINNACLE FOODS INC		2016-12-19	2018-07-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
19,279		23,116	-3,837
96		112	-16
6,424		8,863	-2,439
1,700		2,811	-1,111
619		960	-341
464		597	-133
6,192		5,924	268
3,195		4,920	-1,725
462		732	-270
9,780		7,788	1,992

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-3,837
			-16
			-2,439
			-1,111
			-341
			-133
			268
			-1,725
			-270
			1,992

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JOHNSON & JOHNSON		2016-12-19	2018-08-17
1 JOHNSON & JOHNSON		2017-03-15	2018-08-17
GENL DYNAMICS CORP		2017-05-04	2018-09-17
GENL DYNAMICS CORP		2017-05-04	2018-09-20
GARRETT MOTION INC		2012-05-18	2018-10-01
GARRETT MOTION INC		2017-05-04	2018-10-01
GENL DYNAMICS CORP		2017-01-30	2018-10-11
GENL DYNAMICS CORP		2017-03-15	2018-10-11
FACEBOOK INC		2017-05-04	2018-10-11
LABORATORY CP AMER HLDGS		2017-05-04	2018-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,360		2,906	454
1,210		1,145	65
5,438		5,249	189
11,269		10,888	381
5		2	3
5		4	1
13,216		12,383	833
4,931		4,773	158
7,855		7,843	12
17,811		16,092	1,719

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			454
			65
			189
			381
			3
			1
			833
			158
			12
			1,719

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
RESIDEO TECHNOLOGIES INC		2012-05-18	2018-10-29
1 RESIDEO TECHNOLOGIES INC		2012-05-18	2018-10-29
RESIDEO TECHNOLOGIES INC		2017-05-04	2018-10-29
RESIDEO TECHNOLOGIES INC		2012-05-18	2018-10-29
GARRETT MOTION INC		2017-05-04	2018-11-13
RESIDEO TECHNOLOGIES INC		2017-05-04	2018-11-13
CONSTELLATION BRANDS INC		2017-05-04	2019-01-16
CONSTELLATION BRANDS INC		2017-05-04	2019-03-13
DOW INC		2016-12-19	2019-04-02
JOHNSON & JOHNSON		2016-12-19	2019-04-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3		2	1
13		5	8
10		12	-2
13		6	7
163		170	-7
431		466	-35
4,309		4,778	-469
8,921		9,202	-281
39		39	0
4,736		4,069	667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1
			8
			-2
			7
			-7
			-35
			-469
			-281
			0
			667

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LYONDELLBASELL NV		2014-01-15	2019-04-30
1 LYONDELLBASELL NV		2014-10-27	2019-04-30
JOHNSON & JOHNSON		2016-12-19	2019-04-30
LYONDELLBASELL NV		2016-12-19	2019-04-30
LYONDELLBASELL NV		2018-03-12	2019-04-30
CORTEVA INC		2016-12-19	2019-06-03
DUPONT DE NEMOURS INC		2016-12-19	2019-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
53,102		50,109	2,993
10,178		10,043	135
9,813		8,138	1,675
8,880		8,662	218
8,073		10,045	-1,972
18		21	-3
48		57	-9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			2,993
			135
			1,675
			218
			-1,972
			-3
			-9

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>				
ASSOCIATION HOUSE OF CHICAGO 1116 NORTH KEDZIE AVE CHICAGO, IL 60651		PC	HOME FOR THE POOR & SERVICES	10,000
BOUNCE CHILDRENS FOUNDATION 255 BIRCHWOOD AVE DEERFIELD, IL 60015		PC	SERVICES FOR SICK CHILDREN	3,000
CHICAGO LIGHTHOUSE FOR THE BLIND 1850 WEST ROOSEVELT ROAD CHICAGO, IL 60608		PC	EDUCATION & SERVICES FOR THE DISABLED	7,000
Total ▶ 3a				122,801

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>				
CONNECTIONS FOR THE HOMELESS 2121 DEWEY AVE EVANSTON, IL 60201		PC	HOMELESS SHELTER & SERVICES	1,200
DEBORAH'S PLACE 2822 WEST JACKSON CHICAGO, IL 60612		PC	HOMLESS SHELTER & SERVICES	10,000
ENVIRONMENTAL DEFENSE FUND 1875 CONNECTICUT AVE NW SUITE 600 WASHINGTON, DC 20009		PC	ENVIRONMENTAL PROTECTION	5,000
Total ▶ 3a				122,801

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>				
FRIENDS OF BURLEY1630 WEST BARRY CHICAGO, IL 60657		PC	EDUCATION	22,601
JDRF1 N LASALLE ST CHICAGO, IL 60602		PC	DISEASE RESEARCH AND ADVOCACY	5,000
LAMBS FARM14245 W ROCKLAND ROAD LIBERTYVILLE, IL 60048		PC	EDUCATION & SERVICES FOR THE DISABLED	8,000
Total ▶ 3a				122,801

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>				
LUMINARTS - FORMERLY UNION LEAGUE CIVIC & ARTS FOUND 65 WEST JACKSON BLVD CHICAGO, IL 60604		PC	ART SCHOLARSHIPS	5,000
LYDIA HOME ASSOCIATION 4300 W IRVING PARK ROAD CHICAGO, IL 60641		PC	HOMLESS CHILDRENS SHELTER & SERVICES	10,000
MIDTOWN EDUCATIONAL FOUNDATION 718 S LOOMIS ST CHICAGO, IL 60607		PC	EDUCATION	8,000
Total				122,801

▶ **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>				
MISERACORDIA HEART OF MERCY 6300 N RIDGE CHICAGO, IL 60660				5,000
ROBERT A REUMOND FOUNDATION 1021 W ADAMS ST STE LL2 CHICAGO, IL 60607				10,000
SHRINERS HOSPITALS FOR CHILDREN 2211 NORTH OAK PARK AVENUE CHICAGO, IL 60707				8,000
Total ▶ 3a				122,801

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 HADLEY SCHOOL FOR THE BLIND 700 ELM STREET WINNETKA, IL 60093		PC	EDUCATION & SERVICES FOR THE DISABLED	5,000
Total ▶ 3a				122,801

TY 2018 Accounting Fees Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREP FEES	5,225	0	5,225	0

TY 2018 Investments Corporate Stock Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADVANSIX INC 51 SHS	336	1,246
ALPHABET INCCL A 23 SHS	6,339	24,904
ALPHABET INCCL C 78 SHS	21,809	84,311
APPLE INC 790 SHS	23,552	156,357
BALL CORPORATION 1,100 SHS	38,492	76,989
BAXTER INTL INC 350 SHS	13,674	28,665
BLACKROCK INC 245 SHS	66,609	114,979
ENLINK MIDSTREAM LLC 2,500 SHS	39,790	25,225
FACEBOOK INC CL-A 500 SHS	52,772	96,500
GARRETT MOTION INC 82 SHS	407	1,259
HONEYWELL INTL INC 820 SHS	42,166	143,164
MASTERCARD INC CL A 700 SHS	36,816	185,171
IQVIA HOLDINGS 1000 SHS	59,909	160,900
RESIDEO TECHNOLOGIES INC 136 SHS	1,083	2,981
STERIS CORPORATION 665 SHS	50,237	99,005
WALT DISNEY CO HOLDINGS 225 SHS	25,344	31,419
AMGEN INC 100 SHS	18,974	18,428
APPLE INC 183 SHS	11,030	36,219
BLACKROCK INC 61 SHS	24,474	28,627
BOEING CO 76 SHS	27,087	27,665
CISCO SYS INC 19 SHS	993	1,040
CORTEVA INC 212 SHS	7,228	6,269
CROWN CASTLE INTL 322 SHS	29,441	41,973
DOW CHEMICAL CO 212 SHS	13,716	10,454
DUPONTE DENEMOURS & CO 212 SHS	19,924	15,915
ENLINK MIDSTREAM LLC 1372 SHS	22,230	13,843
GARRETT MOTION INC 25 SHS	151	384
HOME DEPOT INC 212 SHS	34,760	44,090
HONEYWELL INTL INC 253 SHS	13,626	44,171
IRON MOUNTAIN INC 313 SHS	7,840	6,823

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JPMORGAN CHASE & CO 316 SHS	36,482	35,329
LOCKHEED MARTIN CORP 115 SHS	37,495	41,807
MCDONALDS CORP 85 SHS	14,108	17,651
MERCK & CO INC 380 SHS	23,797	31,863
MICROSOFT CORP 188 SHS	22,726	25,184
ONEOK INC 531 SHS	30,267	36,538
PERKIN ELMER INC 353 SHS	20,336	34,008
RAYTHEON CO 177 SHS	28,113	30,777
RESIDEO TECHNOLOGIES INC 42 SHS	408	921
STERIS PLC INC 294 SHS	21,325	43,771
VERIZON COMMUNICATIONS 574 SHS	29,065	32,793
WALT DISNEY CO HOLDINGS 283 SHS	34,683	39,518
WEYER HAEUSER CO 1103 SHS	36,347	29,053
WILLIAMS CO INC 752 SHS	21,733	21,086
ALPHABET INC CL C 30 SHS	28,943	32,427
AMAZON COM INC 3 SHS	5,090	5,681
APPLE INC 200 SHS	31,144	39,584
BALL CORPORATION 398 SHS	16,109	27,856
BLACKROCK INC 52 SHS	19,944	24,404
BOEING CO 85 SHS	28,722	30,941
CISCO SYS INC 475 SHS	24,958	25,997
ENLINK MIDSTREAM LLC 826 SHS	13,014	8,334
FACEBOOK INC CL-A 108 SHS	16,289	20,844
GW PHARMACEUTICALS PLC 115 SHS	17,611	19,825
HOME DEPOT INC 64 SHS	10,689	13,310
HONEYWELL INTERNATIONAL INC 147 SHS	19,166	25,665
MASTERCARD INC CL A 154 SHS	18,158	40,738
MICROSOFT CORP 235 SHS	16,172	31,481
ONEOK INC 330 SHS	15,977	22,707
PERKIN ELMER INC 355 SHS	22,990	34,201

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RAYTHEON CO 117 SHS	21,373	20,344
STERIS PLC INC 161 SHS	12,117	23,970
THERMO FISHER SCIENTIFIC 107 SHS	18,185	31,424
UNITED RENTALS INC 250 SHS	28,102	33,158
WALT DISNEY CO HOLDINGS 245 SHS	26,521	34,212
WILLIAMS CO INC 273 SHS	8,089	7,655

TY 2018 Investments - Other Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ETF'S ISHARES DJ US MEDICAL INDEX	AT COST	19,896	75,827
ETF'S SPDR S&P BIOTECH	AT COST	12,345	12,893
ETF'S SPDR S&P BIOTECH	AT COST	11,788	13,157

TY 2018 Other Expenses Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	11,566	0	11,566	0

TY 2018 Other Income Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MORGAN STANLEY	4,135	4,135	4,135

TY 2018 Other Increases Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124

Description	Amount
TIMING DIFFERENCES IN DISTRIBUTIONS	96,000

TY 2018 Taxes Schedule**Name:** EDWARD S SPRAGUE FOUNDATION**EIN:** 36-6070124

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	2,506	0	2,506	0