

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.

For calendar year 2023 or tax year beginning

, and ending

Name of foundation THE JEAN & LOUIS DREYFUS FOUNDATION, INC		A Employer identification number 13-2947180
Number and street (or P.O. box number if mail is not delivered to street address) 16 EAST 52ND STREET	Room/suite 703	B Telephone number 212-599-1931
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10022		C If exemption application is pending, check here ... <input type="checkbox"/>
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) \$ 16,057,699.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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).)			N/A	
Revenue				
1 Contributions, gifts, grants, etc., received				
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	290,436.	290,436.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	706,856.			
b Gross sales price for all assets on line 6a	12,576,207.			
7 Capital gain net income (from Part IV, line 2)		706,856.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income	10,999.	0.		STATEMENT 2
12 Total. Add lines 1 through 11	1,008,291.	997,292.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	92,300.	0.		92,300.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	9,897.	0.		9,897.
16a Legal fees				
b Accounting fees	7,500.	5,000.		2,500.
c Other professional fees	103,758.	103,758.		0.
17 Interest				
18 Taxes	3,535.	3,535.		0.
19 Depreciation and depletion				
20 Occupancy	42,708.	0.		42,708.
21 Travel, conferences, and meetings	411.	0.		411.
22 Printing and publications				
23 Other expenses	13,967.	0.		13,967.
24 Total operating and administrative expenses. Add lines 13 through 23	274,076.	112,293.		161,783.
25 Contributions, gifts, grants paid	719,000.			719,000.
26 Total expenses and disbursements. Add lines 24 and 25	993,076.	112,293.		880,783.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	15,215.			
b Net investment income (if negative, enter -0-)		884,999.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		5,884.	1,135.	1,135.	
	2	Savings and temporary cash investments		1,351,139.	401,223.	401,223.	
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations	STMT 7	927,430.	748,559.	730,704.	
	b	Investments - corporate stock	STMT 8	7,353,877.	7,624,915.	10,233,215.	
	c	Investments - corporate bonds	STMT 9	1,036,612.	981,003.	954,836.	
	11	Investments - land, buildings, and equipment: basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans	STMT 10	581,344.	914,277.	881,002.		
13	Investments - other	STMT 11	1,538,584.	2,139,367.	2,855,584.		
14	Land, buildings, and equipment: basis						
	Less: accumulated depreciation						
15	Other assets (describe _____)						
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		12,794,870.	12,810,479.	16,057,699.		
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe _____ STATEMENT 12)		2,295.	2,689.		
23	Total liabilities (add lines 17 through 22)		2,295.	2,689.			
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.						
	24	Net assets without donor restrictions					
	25	Net assets with donor restrictions					
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.						
	26	Capital stock, trust principal, or current funds		12,792,575.	12,807,790.		
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	28	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
29	Total net assets or fund balances		12,792,575.	12,807,790.			
30	Total liabilities and net assets/fund balances		12,794,870.	12,810,479.			

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 29 (must agree with end-of-year figure reported on prior year's return)	1	12,792,575.
2	Enter amount from Part I, line 27a	2	15,215.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	12,807,790.
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 29	6	12,807,790.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b JPM ALTERNATIVE INVESTMENTS			
c CAPITAL GAINS DIVIDENDS			
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 12,509,222.		11,856,663.	652,559.
b		12,688.	-12,688.
c 66,985.			66,985.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			652,559.
b			-12,688.
c			66,985.
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	706,856.
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	N/A

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	12,301.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3 Add lines 1 and 2	3	12,301.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12,301.
6 Credits/Payments:		
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	8,800.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	8,800.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,501.
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 2024 estimated tax Refunded	11	

Part VI-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?		X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b	If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. NY		
8b	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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.JLDREYFUS.ORG	X	
14	The books are in care of THE FOUNDATION Telephone no. 212-599-1931 Located at 16 EAST 52ND STREET, 703, NEW YORK, NY ZIP+4 10022		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16	At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

Part VI-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.

Table with 3 columns: Question, Yes, No. Rows include 1a(1) through 4b, with 'X' marks in the Yes/No columns for various items.

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

	Yes	No
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))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d 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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		92,300.	2,556.	0.

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

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

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

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000; (b) Type of service; (c) Compensation. Row 1: BESSEMER TRUST, 630 FIFTH AVENUE, NEW YORK, NY 10111; INVESTMENT MANAGEMENT; 83,264.

Total number of others receiving over \$50,000 for professional services 0

Part VIII-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activity; Expenses. Row 1: 1 N/A

Part VIII-B Summary of Program-Related Investments

Table with 2 columns: Description of investment; Amount. Row 1: 1 N/A

Total. Add lines 1 through 3 0.

Part IX 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	14,614,118.
b	Average of monthly cash balances	1b	892,258.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,506,376.
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	15,506,376.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	232,596.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	15,273,780.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	763,689.

Part X 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 IX, line 6	1	763,689.
2a	Tax on investment income for 2023 from Part V, line 5	2a	12,301.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	12,301.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	751,388.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	751,388.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	751,388.

Part XI 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	880,783.
b	Program-related investments - total from Part VIII-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 XII, line 4	4	880,783.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				751,388.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018	73,967.			
b From 2019	115,877.			
c From 2020	92,331.			
d From 2021	1,265,652.			
e From 2022	118,443.			
f Total of lines 3a through e	1,666,270.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$	880,783.			
a Applied to 2022, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2023 distributable amount				751,388.
e Remaining amount distributed out of corpus	129,395.			
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,795,665.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2018 not applied on line 5 or line 7	73,967.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	1,721,698.			
10 Analysis of line 9:				
a Excess from 2019	115,877.			
b Excess from 2020	92,331.			
c Excess from 2021	1,265,652.			
d Excess from 2022	118,443.			
e Excess from 2023	129,395.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling

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

Table with 5 columns: (a) 2023, (b) 2022, (c) 2021, (d) 2020, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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:

SEE STATEMENT 14

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 XIV 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 Paid during the year				
ARTS CONNECTION 45 WEST 34TH STREET, SUITE 1210 NEW YORK, NY 10001	N/A	PC	ARTS GRANTS	15,000.
BETANCES HEALTH CENTER 280 HENRY STREET NEW YORK, NY 10002	N/A	PC	SOCIAL SERVICES GRANTS	15,000.
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVENUE BROOKLYN, NY 11217	N/A	PC	GRANTS FOR AGING	20,000.
CENTER FOR URBAN COMMUNITY SERVICES 198 EAST 121ST STREET, 6TH FLOOR NEW YORK, NY 10035	N/A	PC	GRANTS FOR AGING	20,000.
CHANCES FOR CHILDREN 1178 ANDERSON AVE, FL SB BRONX, NY 10452	N/A	PC	SOCIAL SERVICES GRANTS	15,000.
Total	SEE CONTINUATION SHEET(S)			719,000.
b Approved for future payment				
NONE				
Total				0.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY ACCESS 621 WATER STREET NEW YORK, NY 10002	N/A	PC	SOCIAL SERVICES GRANTS	15,000.
COUNCIL ON AMERICAN ISLAMIC RELATIONS 46-01 20TH AVENUE QUEENS, NY 11105	N/A	PC	SOCIAL SERVICES GRANTS	15,000.
CULTURE FOR ONE 110 EAST 42ND STREET, SUITE 1818 NEW YORK, NY 10017	N/A	PC	ARTS GRANTS	8,000.
EAST HARLEM TUTORIAL PROGRAM 2050 SECOND AVENUE NEW YORK, NY 10029	N/A	PC	EDUCATION AND YOUTH	20,000.
EDUCATION THROUGH MUSIC 122 EAST 42ND STREET, SUITE 1501 NEW YORK, NY 10168	N/A	PC	EDUCATION AND YOUTH	15,000.
FREE ARTS NYC 1431 BROADWAY, 7TH FLOOR NEW YORK, NY 10018	N/A	PC	ARTS GRANTS	15,000.
FRESH YOUTH INITIATIVES 505 WEST 171ST STREET NEW YORK, NY 10032	N/A	PC	EDUCATION AND YOUTH	15,000.
GODDARD RIVERSIDE COMMUNITY CENTER 593 COLUMBUS AVENUE NEW YORK, NY 10024	N/A	PC	GRANTS FOR AGING	15,000.
HARLEM ACADEMY 655 ST. NICHOLAS AVENUE NEW YORK, NY 10030	N/A	PC	EDUCATION AND YOUTH	15,000.
HEALTH ADVOCATES FOR OLDER PEOPLE 420 LEXINGTON AVENUE, SUITE 300 NEW YORK, NY 10170	N/A	PC	GRANTS FOR AGING	10,000.
Total from continuation sheets				634,000.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HUDSON GUILD 441 WEST 26TH STREET NEW YORK, NY 10170	N/A	PC	GRANTS FOR AGING	18,000.
IRONDALE ARTS ENSEMBLE PROJECT 85 SOUTH OXFORD STREET BROOKLYN, NY 11217	N/A	PC	ARTS GRANTS	15,000.
JAMAICA CENTER FOR ARTS AND LEARNING 161-04 JAMAICA AVENUE JAMAICA, NY 11432	N/A	PC	ARTS GRANTS	15,000.
JEWISH COMMUNITY COUNCIL OF GREATER CONEY ISLAND 3001 WEST 37TH STREET BROOKLYN, NY 11224	N/A	PC	SOCIAL SERVICES GRANTS AND GRANTS FOR AGING	20,000.
LENOX HILL NEIGHBORHOOD HOUSE 331 EAST 70TH STREET NEW YORK, NY 10021	N/A	PC	GRANTS FOR AGING	20,000.
MACDOWELL COLONY 521 WEST 23RD STREET, 2ND FLOOR NEW YORK, NY 10011	N/A	PC	ARTS GRANTS	20,000.
METROPOLITAN OPERA ASSOCIATION 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	ARTS GRANTS	15,000.
NATIONAL SERVICE OFFICE FOR NURSE FAMILY PARTNERSHIP & CHILD FIRST 1900 GRAND STREET, 4TH FLOOR DENVER, CO 80203	N/A	PC	SOCIAL SERVICES GRANTS	18,000.
NEW DRAMATISTS P.O. BOX 2697 NEW YORK, NY 10108-2697	N/A	PC	ARTS GRANTS	10,000.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD BRONX, NY 10458	N/A	PC	SOCIAL SERVICES GRANTS	15,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PARTNERSHIP WITH CHILDREN 299 BROADWAY, SUITE 1300 NEW YORK, NY 10007	N/A	PC	EDUCATION AND YOUTH	15,000.
PENNY'S FLIGHT FOUNDATION 65 DUCK POND ROAD GLEN COVE, NY 11542	N/A	PC	SOCIAL SERVICES GRANTS	10,000.
PLANNED PARENTHOOD OF NEW YORK CITY 26 BLEECKER STREET NEW YORK, NY 10012	N/A	PC	SOCIAL SERVICES GRANTS	10,000.
PROJECT RENEWAL 200 VARICK STREET, 9TH FLOOR NEW YORK, NY 10014	N/A	PC	GRANTS FOR AGING	20,000.
QUEENS COMMUNITY HOUSE 92-17 165TH STREET JAMAICA, NY 11433	N/A	PC	GRANTS FOR AGING	15,000.
REELWORKS 540 PRESIDENT STREET, SUITE 2F BROOKLYN, NY 11215	N/A	PC	EDUCATION AND YOUTH	15,000.
ROW NEW YORK 110 W 40TH STREET, SUITE 602 NEW YORK, NY 10018	N/A	PC	EDUCATION AND YOUTH	15,000.
SANCTUARY FOR FAMILIES PO BOX 1406, WALL STREET STATION NEW YORK, NY 10268	N/A	PC	SOCIAL SERVICES GRANTS	15,000.
SOUTH ASIAN YOUTH ACTION 54-05 SEABURY STREET QUEENS, NY 11373	N/A	PC	EDUCATION AND YOUTH	15,000.
SUNNYSIDE COMMUNITY SERVICE 43-31 39TH STREET SUNNYSIDE, NY 11104	N/A	PC	GRANTS FOR AGING	25,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE READING TEAM 2090 ADAM CLAYTON POWELL JR., BLVD, SUITE 100 NEW YORK, NY 10017	N/A	PC	EDUCATION AND YOUTH	15,000.
THE RIVER FUND 89-11 LEFFERTS BOULEVARD RICHMOND HILL, NY 11418	N/A	PC	SOCIAL SERVICES GRANTS	20,000.
THIRD STREET MUSIC SCHOOL 235 EAST 11TH STREET NEW YORK, NY 10003	N/A	PC	ARTS GRANTS	20,000.
UNIVERSITY SETTLEMENT 184 ELDRIDGE STREET NEW YORK, NY 10013	N/A	PC	GRANTS FOR AGING	15,000.
VOLUNTEER LAWYERS FOR THE ARTS 1 EAST 53 STREET, 6TH FLOOR NEW YORK, NY 10022-4201	N/A	PC	ARTS GRANTS	15,000.
VOLUNTEERS OF LEGAL SERVICE 40 WORTH STREET, SUITE 820 NEW YORK, NY 10013-2904	N/A	PC	GRANTS FOR AGING	20,000.
WOODLAWN CONSERVANCY 4199 WEBSTER AVENUE BRONX, NY 10470	N/A	PC	EDUCATION AND YOUTH	15,000.
YOUNG PEOPLES CHORUS 37 WEST 65TH STREET, 2ND FLOOR NEW YORK, NY 10023	N/A	PC	ARTS GRANTS	15,000.
YWCA OF BROOKLYN 30 THIRD AVENUE BROOKLYN, NY 11217	N/A	PC	GRANTS FOR AGING	15,000.
ZONE 126 31-10 23RD STREET QUEENS, NY 11106	N/A	PC	EDUCATION AND YOUTH	20,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BESSEMER TRUST	257,880.	61,353.	196,527.	196,527.	
JP MORGAN- NET OF AMORTIZATION OF PREMIUM	99,541.	5,632.	93,909.	93,909.	
TO PART I, LINE 4	357,421.	66,985.	290,436.	290,436.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
EXCISE TAX REFUND	10,999.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	10,999.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	7,500.	5,000.		2,500.
TO FORM 990-PF, PG 1, LN 16B	7,500.	5,000.		2,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES - BESSEMER TRUST	83,264.	83,264.			0.
INVESTMENT MANAGEMENT FEES - JP MORGAN	20,494.	20,494.			0.
TO FORM 990-PF, PG 1, LN 16C	103,758.	103,758.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES WITHHELD	3,535.	3,535.			0.
TO FORM 990-PF, PG 1, LN 18	3,535.	3,535.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSES	7,394.	0.			7,394.
INSURANCE	3,108.	0.			3,108.
NYS FILING FEE	750.	0.			750.
PROF ORGANIZATIONS	2,715.	0.			2,715.
TO FORM 990-PF, PG 1, LN 23	13,967.	0.			13,967.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREAS 0.375% 09/30/27	X		4,299.	4,385.
US TREAS 2.25% 11/15/27	X		18,974.	18,805.
US TREAS 2.75% 02/15/28	X		57,982.	57,354.
US TREAS 1.125% 02/29/28	X		40,170.	40,226.
US TREAS 4.325% 08/31/28	X		25,153.	25,535.
US TREAS 1.25% 04/30/28	X		29,805.	26,856.
US TREAS 2.875% 08/15/28	X		20,925.	19,140.
US TREAS 1.125% 08/31/28	X		28,741.	26,487.
US TREAS 2.75% 05/31/29	X		57,670.	56,646.
US TREAS 2.875% 05/15/32	X		125,814.	125,096.
US TREAS 2.75% 08/15/32	X		80,688.	77,841.
US TREAS 3.5% 2/15/39	X		9,753.	9,471.
US TREAS 2% 11/15/41	X		61,904.	61,482.
US TREAS 2.75% 11/15/42	X		12,614.	12,129.
US TREAS 3.875% 2/15/43	X		24,278.	23,836.
US TREAS 3% 5/15/45	X		33,700.	33,000.
US TREAS 2.75% 11/15/47	X		44,082.	42,810.
US TREAS 2% 2/15/50	X		17,023.	16,450.
US TREAS 3% 8/15/52	X		54,984.	53,155.
TOTAL U.S. GOVERNMENT OBLIGATIONS			748,559.	730,704.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			748,559.	730,704.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADOBE INC	2,716.	5,369.
ADVANCED MICRO DEVICES	3,937.	7,076.
ALPHABET INC-CL C	4,824.	6,483.
AMAZON.COM INC	6,255.	6,685.
AMPHENOL CORP-CL A	1,374.	2,181.
ANALOG DEVICES INC	1,607.	2,184.
ARTISTA NETWORKS INC	1,398.	1,884.
ASML HOLDING NV-NY REG SHS	1,558.	2,271.
ATLASSIAN CORP-CL A	1,783.	2,141.
BILL HOLDINGS INC	1,254.	1,224.
BOOKING HOLDINGS INC	2,337.	3,547.
BROADCOM INC	1,676.	3,349.
CONFLUENT INC-CLASS A	3,312.	2,387.

CREDO TECHNOLOGY GROUP HOLDI	1,682.	2,297.
CROWDSTRIKE HOLDINGS INC - A	2,154.	3,319.
DATADOG INC - CLASS A	2,155.	2,792.
DEXCOM INC	990.	1,365.
ELASTIC NV	3,631.	4,057.
ENTEGRIS INC	1,527.	1,797.
EQUINIX INC	1,378.	1,611.
FIRST SOLAR INC	511.	689.
HASHICORP INC-CL A	594.	449.
HUBSPOT INC	3,163.	4,064.
INTUIT INC	2,108.	3,125.
JABIL INC	1,223.	2,166.
LAM RESEARCH CORP	3,288.	4,700.
MARVELL TECHNOLOGY INC	1,864.	2,292.
MERCADOLIBRE INC	3,162.	3,143.
META PLATFORMS INC-CLASS A	5,974.	10,619.
MICRON TECHNOLOGY INC	1,899.	2,390.
MICROSOFT CORP	1,837.	3,008.
MKS INSTRUMENTS INC	1,838.	1,337.
MONGODB INC	3,077.	4,497.
MONOLITHIC POWER SYSTEMS INC	2,185.	3,785.
NETFLIX INC	3,296.	6,329.
NU HOLDINGS LTD/CAYMAN ISL-A	1,074.	1,091.
NVIDIA CORP	2,831.	8,419.
OKTA INC	1,742.	1,539.
ONTO INNOVATION INC	693.	765.
ORACLE CORP	4,075.	5,588.
PALO ALTO NETWORKS INC	1,297.	2,064.
PROCORE TECHNOLOGIES INC	1,946.	2,353.
RAMBUS INC	113.	1,502.
ROBINHOOD MARKETS INC-A	663.	662.
SALESFORCE.COM INC	4,073.	5,263.
SERVICENOW INC	2,375.	3,532.
SHOPIFY INC - CLASS A	4,082.	5,687.
SNOWFLAKE INC-CLASS A	2,995.	3,582.
SUPER MICRO COMPUTER INC	784.	853.
SYNOPSYS INC	3,389.	7,209.
TAKE-TWO INTERACTIVE SOFTWRE	3,590.	3,702.
TESLA INC	6,374.	7,951.
TRADE DESK INC/THE -CLASS A	2,686.	2,878.
UBER TECHNOLOGIES INC	3,658.	5,849.
UNITY SOFTWARE INC	1,780.	2,167.
UNIVERSAL DISPLAY CORP	2,565.	2,869.
VEEVA SYSTEMS INC-CLASS A	2,068.	1,733.
VICOR CORP	1,059.	719.
WOLFSPEED	2,085.	1,175.
WORKDAY INC-CLASS A	4,814.	5,521.
ACCENTURE PLC-CL A	6,175.	7,720.
ADVANTEST CORP- SPON ADR	5,230.	4,928.
ADYEN NV-UNSPON ADR	11,119.	8,887.
AON PLC-CLASS A	5,892.	7,276.
ARCH CAPITAL GROUP LTD	5,654.	6,016.
ASM INTERNATIONAL-NY REG SHS	4,780.	6,750.
ASML HOLDING NV-NY REG SHS	7,184.	9,840.

ASTRAZENECA PLC-SPONS ADR	6,124.	6,331.
ATLAS COPCO AB-SPONS ADR A	4,322.	5,111.
ATLASSIAN CORP PLC-CLASS A	11,505.	10,466.
BAE SYSTEMS PLC-SPON ADR	6,802.	7,516.
CANADIAN NATURAL RESOURCES	4,773.	4,717.
CANADIAN PACIFIC KANSAS CITY	11,934.	12,254.
COMPASS GROUP PLC - SPON ADR	4,337.	4,366.
EPAM SYSTEMS INC	6,001.	4,163.
EVOLUTION AB	4,685.	1,981.
EXPERIAN PLC-SPONS ADR	5,493.	6,600.
FERGUSON PLC	5,763.	7,530.
FERRARI NV	6,828.	11,507.
ICICI BANK LTD-SPON ADR	5,660.	6,079.
ICON PLC	8,593.	11,040.
L'OREAL-UNSPONSORED ADR	5,926.	6,362.
LINDE PLC	5,054.	6,161.
LVMH MOET HENNESSY-UNSP ADR	5,501.	6,660.
MERCADOLIBRE INC	8,318.	9,429.
NESTLE SA-SPONS ADR	5,990.	6,244.
NOVO-NORDISK A/S-SPONS ADR	7,448.	13,242.
PROCEEDS FROM PENDING SALES	2,546.	2,546.
SAFRAN SA-UNSPON ADR	7,000.	7,017.
SCHNEIDER ELECT SE-UNSP ADR	3,866.	4,948.
AXCELIS TECHNOLOGIES INC	666.	518.
STERIS PLC	5,443.	6,376.
THOMSON REUTERS CORPORATION	4,241.	5,410.
UBS GROUP AG-REG	4,492.	4,481.
WASTE CONNECTIONS INC	5,296.	5,523.
AMERICAN TOWER CORP	864.	766.
FED HERMES GOV OBL FD 117	35,029.	35,029.
ALPHABET INC CLASS C	25,077.	42,983.
COMCAST CORP CL A NEW	16,712.	14,032.
META PLATFORMS INC	14,178.	23,007.
VERIZON COMMUNICATIONS	23,975.	17,719.
AMAZON.COM INC	42,312.	53,938.
GENUINE PARTS CO	9,057.	13,157.
HOME DEPOT	17,386.	21,139.
MCDONALD'S CORP	10,005.	13,342.
ROSS STORES INC	8,526.	11,071.
STARBUCKS CORP	11,795.	12,001.
COCA-COLA COMPANY	11,391.	13,259.
COSTCO WHSL CORP NEW	9,387.	14,521.
KENVUE INC	12,658.	13,219.
PEPSICO INC	6,681.	8,492.
PHILIP MORRIS INTL INC	24,512.	23,049.
PROCTER & GAMBLE CO	10,172.	11,723.
TARGET CORP	7,598.	6,408.
THE HERSHEY COMPANY	4,506.	5,593.
WALMART INC	17,517.	18,129.
CHEVRON CORP	36,737.	45,493.
EXXON MOBIL CORP	19,998.	17,496.
BANK OF AMERICA CORP	24,612.	27,104.
BLACKSTONE GROUP INC	8,577.	16,365.
JPMORGAN CHASE & CO	29,589.	40,994.

METLIFE INC COM	15,207.	15,209.
PRUDENTIAL FINANCIAL	4,675.	7,259.
TRUIST FINANCIAL CORP	17,202.	16,061.
VISA INC	23,327.	28,638.
ABBOTT LABORATORIES	20,983.	20,913.
ABBVIE INC	19,207.	28,049.
AGILENT TECHNOLOGIES	19,876.	24,191.
ELEVANCE HEALTH INC	23,380.	30,179.
INTUITIVE SURGICAL	14,226.	18,554.
JOHNSON & JOHNSON	11,494.	11,285.
LILLY ELI & CO	17,592.	19,236.
MEDTRONIC PLC	6,814.	6,590.
MERCK & CO INC NEW	18,909.	23,439.
QUEST DIAGNOSTICS INC	15,778.	17,235.
ZOETIS INC	12,806.	12,829.
AMETEK INC NEW	8,968.	12,366.
AUTOMATIC DATA PROCESSING	6,281.	9,085.
CATERPILLAR INC	6,938.	9,461.
DEERE & CO	4,771.	7,997.
EATON CORP PLC	10,441.	21,432.
HONEYWELL INTL INC	18,940.	21,390.
HOWMET AEROSPACE INC	9,636.	10,824.
ILLINOIS TOOL WORKS INC	8,908.	12,835.
LOCKHEED MARTIN CORP	9,062.	9,971.
NORTHROP GRUMMAN CORP	17,059.	22,002.
UNION PACIFIC CORP	16,145.	20,386.
WASTE MANAGEMENT INC NEW	11,271.	16,119.
APPLE INC	62,710.	97,227.
BROADCOM INC	35,993.	69,207.
FORTINET INC	8,806.	13,754.
KLA CORPORATION	15,532.	28,483.
MICROSOFT CORP	103,901.	145,151.
MOTOROLA SOLUTIONS INC	14,528.	24,107.
NVIDIA CORP	35,628.	68,835.
TE CONNECTIVITY LTD	17,574.	23,182.
TEXAS INSTRUMENTS INC	15,826.	18,750.
AIR PRODUCTS & CHEMICALS	15,654.	16,701.
CRH PLC	8,844.	8,990.
ALEXANDRIA REAL EST EQ INC	16,266.	13,310.
AMERICAN TOWER CORP	15,688.	15,111.
SIMON PROP GROUP	12,112.	17,116.
DUKE ENERGY HLDG CORP	19,104.	19,893.
NEXTERA ENERGY INC	19,318.	16,703.
WEC ENERGY GROUP INC	13,223.	12,625.
CSL LTD ADR	23,012.	32,762.
ARCH CAPITAL GROUP LTD	25,808.	24,137.
BROOKFIELD CORPORATION	28,034.	44,533.
CANADIAN NATL RAILWAY	27,882.	49,623.
COLLIERS INTERNATIONAL GRP	26,460.	36,058.
WASTE CONNECTIONS	37,676.	43,288.
NOVO NORDISK A S ADR	15,111.	46,552.
VINCI S A ADR	18,137.	18,055.
AON PLC	20,480.	45,108.
EATON CORP PLC	26,877.	46,959.

ICON PLC	16,353.	48,121.
LINDE PLC	31,358.	45,178.
STEVANATO GROUP SPA	27,251.	43,936.
DAIKIN INDUSTRIES LTD	9,671.	18,960.
DISCO CORP ADR	33,581.	48,755.
SONY CORP ADR (SNE)	31,350.	44,977.
TOKYO ELECTRIC LTD-UNS ADR	29,777.	42,545.
FERGUSON PLC	23,778.	33,787.
BIRKENSTOCK HOLDING PLC	19,397.	20,953.
ASML HOLDING NV ADR	11,046.	52,984.
FERRARI NV	22,268.	43,995.
NESTLE SA SPNS ADR REPS	37,715.	52,714.
ON HOLDING AG	24,752.	23,463.
TAIWAN SEMI MFG CO ADR	13,098.	20,800.
ASHTED GROUP ADR	28,392.	33,422.
BAE SYSTEMS PLC ADR	27,728.	35,391.
DIAGEO PLC ADR NEW	31,634.	30,588.
SHELL PLC ADR	29,269.	36,190.
UNILEVER PLC ADR NEW	29,910.	30,300.
LULULEMON ATHLETICA INC	10,662.	25,564.
MERCADOLIBRE INC (MELI)	11,991.	62,861.
METTLER-TOLEDO INTL (MTD)	18,766.	30,324.
ALPHABET INC CLASS C	29,465.	84,558.
ALPHABET INC CLASS A	83,641.	90,239.
COMCAST CORP CL A NEW	56,058.	48,235.
INTERPUBLIC GROUP COS INC	50,659.	58,752.
META PLATFORMS INC	49,397.	104,418.
AMAZON.COM INC	23,776.	28,868.
BORG WARNER INC	27,587.	33,699.
DR HORTON INC	16,035.	61,551.
HASBRO INC	39,721.	28,083.
HOME DEPOT	17,320.	69,310.
NIKE INC CL B	20,970.	25,296.
ROSS STORES INC	30,585.	38,887.
TESLA INC	30,466.	31,060.
ULTA BEAUTY INC (ULTA)	43,874.	56,348.
GENERAL MILLS INC	30,027.	41,689.
MONDELEZ INTERNATIONAL INC	24,586.	51,063.
MONSTER BEVERAGE CORP NEW	29,313.	31,627.
TARGET CORP	20,792.	43,438.
US FOODS HOLDING CORP	67,508.	81,738.
CHEVRON CORP (CVX)	27,616.	55,935.
CONOCOPHILLIPS	20,047.	18,919.
EOG RES INC (EOG)	30,975.	73,779.
SHELL PLC ADR	49,299.	52,640.
WILLIAMS COMPANIES INC (WMB)	38,109.	60,952.
AMERIPRISE FINANCIAL INC (AMP)	4,179.	75,966.
CITIGROUP INC (C)	67,324.	66,872.
COLUMBIA BANKING SYS	73,677.	77,372.
FIDELITY NATL INFO SVCS	72,180.	51,660.
MARSH & MCLENNAN COS INC (MMC)	4,128.	37,894.
PNC FINANCIAL SVS GRP (PNC)	38,599.	73,553.
RAYMOND JAMES FINANCIAL (RJF)	48,623.	58,537.
RENAISSANCE RE HLDGS LTD	46,949.	49,000.

S&P GLOBAL INC	11,284.	13,656.
SYNOVUS FINL CORP	89,676.	76,241.
VISA INC	42,426.	48,164.
ABBOTT LABORATORIES (ABT)	59,067.	97,411.
AGILENT TECHNOLOGIES (A)	12,479.	45,184.
AMGEN INC (AMGN)	21,576.	40,322.
ASTRAZENECA PLC-SPONS ADR	22,372.	22,831.
AVANTOR INC	80,599.	67,348.
CVS HEALTH CORP (CVS)	27,284.	67,116.
DENTSUPLY SIRONA INC	52,073.	49,826.
GE HEATHCARE TECHNOLOGIES	54,967.	61,856.
HUMANA INC	63,555.	68,671.
INTUITIVE SURGICAL	27,075.	30,362.
IQVIA HOLDINGS INC	14,662.	16,659.
NOVO NORDISK A S ADR	22,963.	25,448.
STRYKER CORP	24,608.	26,951.
THERMO FISHER SCIENTIFIC	23,048.	24,416.
UNITEDHEALTH GROUP INC	14,106.	14,741.
WEST PHARMACEUTICAL SVC	15,765.	14,789.
ZOETIS INC	25,771.	28,618.
AMETEK INC NEW (AME)	25,374.	80,796.
CARLISLE COS	36,877.	76,545.
CLEAN HARBORS INC	38,909.	43,627.
CONCENTRIX CORP	63,952.	36,828.
COPART INC	16,410.	18,718.
CURTISS WRIGHT CORP (CW)	36,175.	89,116.
DELTA AIR LINES INC DEL (DAL)	65,134.	51,494.
FERGUSON PLC	25,332.	30,118.
J B HUNT TRANSPORTATION	33,420.	35,953.
JOHNSON CONTROLS INT'L PLC	65,113.	57,640.
PARKER-HANNIFIN CORP	25,816.	30,406.
UNION PACIFIC CORP (UNP)	13,774.	45,439.
WASTE CONNECTIONS (WCN)	35,632.	69,261.
XYLEM INC	25,587.	32,135.
ACCENTURE PLC CL A (ACN)	30,162.	47,372.
BROADCOM INC (AVGO)	53,419.	120,554.
CADENCE DESIGN SYSTEMS INC	18,233.	21,517.
CISCO SYSTEMS INC (CSCO)	25,831.	48,499.
FORTINET INC	12,639.	12,701.
INTUIT	34,291.	40,626.
ISHARES S&P GLOBAL TECH	80,900.	204,540.
KLA CORPORATION	13,025.	16,857.
MICROCHIP TECHNOLOGY INC	77,079.	90,180.
MICROSOFT CORP (MSFT)	110,324.	189,900.
MONOLITHIC PWR SYS INC	12,718.	13,877.
MOTOROLA SOLUTIONS INC	29,657.	33,813.
NVIDIA CORP	20,305.	23,770.
ORACLE CORP	54,934.	84,344.
ROPER TECHNOLOGIES INC	18,038.	20,171.
SERVICENOW INC	22,569.	28,966.
TEXAS INSTRUMENTS INC (TXN)	5,469.	33,239.
WORKDAY INC CL A	18,817.	19,048.
ZEBRA TECHNOLOGIES CP CL A	51,901.	50,566.
AVERY DENNISON CORP	50,072.	55,594.

DUPONT DE NEMOURS INC	69,327.	69,237.
ECOLAB INC	23,908.	27,967.
FMC CORP COM NEW (FMC)	13,943.	21,121.
MARTIN MARIETTA MATL INC (MLM)	16,198.	49,891.
EXTRA SPACE STORAGE INC	49,356.	66,055.
OMEGA HLTH CARE INVESTORS (OHI)	70,881.	58,100.
ATMOS ENERGY CORP (ATO)	18,696.	61,427.
MAGNITE INC	14,039.	11,618.
ASBURY AUTOMOTIVE GROUP	14,206.	19,122.
BURLINGTON STORES INC (BURL)	13,660.	13,419.
DRAFTKINGS INC	6,230.	10,116.
FIVE BELOW INC (FIVE)	9,966.	17,692.
FLOOR & DECOR HOLDINGS	7,372.	10,375.
INSTALLED BUILDING PRODUCT	26,462.	38,392.
LA-Z-BOY INC (LZB)	12,885.	26,951.
ON HOLDING AG	13,709.	11,678.
OXFORD INDS INC (OXM)	20,517.	31,000.
REVOLVE GROUP INC	18,305.	6,283.
SKYLINE CORP (SKY)	20,095.	33,936.
SPORTRADAR HOLDING AG	8,867.	9,370.
VISTEON CORP (VC)	6,606.	10,241.
YETI HOLDINGS INC (YETI)	6,184.	10,511.
FRESHPET INC (FRPT)	18,619.	19,781.
LANCASTER COLONY (LANC)	6,274.	14,143.
SIMPLY GOOD FOODS CO (SMPL)	16,780.	26,532.
CACTUS INC	12,291.	13,302.
CHORD ENERGY CORP	10,139.	12,467.
MAGNOLIA OIL & GAS CORP (MGY)	12,466.	25,015.
MATADOR RES CO (MTDR)	23,531.	41,336.
NORTHERN OIL AND GAS INC	10,068.	13,493.
BANCORP INC	12,546.	16,927.
CADENCE BANK	19,590.	35,064.
CVB FINL CORP COM (CVBF)	25,249.	32,304.
FLYWIRE CORP	14,747.	11,436.
GLACIER BANCORP MONTANA (GBCI)	25,121.	22,932.
INDEPENDENT BANK GROUP INC	6,421.	6,665.
INDEPENDENT BK CORP MASS (INDB)	17,415.	35,208.
OLD NATION BANCORP IND	18,332.	19,423.
PINNACLE FINANCIAL PRTRNS (PNFP)	7,928.	14,391.
RAYMOND JAMES FINANCIAL (RJF)	6,934.	11,484.
SELECTIVE INS GP INC (SIGI)	8,620.	16,911.
SOUTH ST CORP NPV	20,016.	19,423.
STIFEL FINL CORP	28,402.	31,185.
TOAST INC	10,230.	12,124.
ADAPTHEALTH CORP (AHCO)	16,158.	4,337.
ADDUS HOMECARE CORP	15,307.	17,641.
AMICUS THERAPEUTICS INC (FOLD)	6,701.	7,520.
AMN HEALTHCARE SVCS (AMN)	8,834.	17,596.
ARROWHEAD PHARMACEUTICALS	4,831.	4,528.
ATRICURE INC (ATRC)	17,784.	15,346.
AXONICS INC	13,042.	14,063.
BIO-TECHNE CORP NPV (TECH)	11,251.	14,043.
CERTARA INC	15,447.	12,559.
CERUS CORP	18,914.	8,203.

EXACT SCIENCES CORP (EXAS)	15,596.	15,313.
HALOZYME THERAPEUTICS INC (HALO)	16,553.	15,966.
ICU MEDICAL INC (ICUI)	2,430.	5,485.
INTEGER HLDNGS CORPORATION (ITGR)	20,929.	30,714.
INTRA-CELLULAR (ITCI)	2,436.	6,016.
IRHYTHM TECHNOLOGIES INC	14,059.	16,163.
LANTHEUS HOLDINGS INC	11,234.	12,400.
MASIMO CORPORATION (MASI)	15,118.	9,845.
NATERA INC	11,660.	14,657.
OMNICELL INC	22,203.	11,928.
PENUMBRA INC	13,498.	13,583.
PHREESIA INC	23,698.	17,408.
PROGYNY INC (PGNY)	10,447.	14,128.
TANDEM DIABETES CARE INC (TNDM)	18,897.	11,210.
UTD THERAPEUTICS CORP	7,812.	8,355.
ARCBEST CORP USD 0.01	12,195.	13,463.
ARCOSA INC (ACA)	7,731.	17,354.
ATKORE INC	7,783.	8,960.
AXON ENTERPRISE INC (AAXN)	4,992.	13,174.
BRINKS CO (BCO)	16,408.	25,065.
CASELLA WASTE SYSTEM CL A (CWST)	9,496.	23,074.
ESCO TECHNOLOGIES INC (ESE)	15,994.	29,842.
FEDERAL SIGNAL	17,721.	24,940.
FORWARD AIR CORP (FWRD)	18,872.	18,232.
GFL ENVIRONMENTAL INC	11,676.	11,836.
GIBRALTOR INDUSTRIES INC (ROCK)	19,519.	30,407.
HELIOS TECHNOLOGIES INC	12,499.	8,571.
HEXCEL CORP NEW	14,729.	15,782.
ICF INTL INC (ICFI)	23,385.	38,215.
KNIGHT-SWFT TRANS HLD INC. (KNX)	14,075.	18,736.
LEONARDO DRS INC	9,229.	15,050.
LINCOLN ELEC HLDG	11,301.	14,787.
NVENT ELECTRIC PLC	11,314.	12,290.
SAIA INC COM (SAIA)	3,049.	13,584.
THE MIDDLEBY	12,951.	11,184.
ALLEGRO MICROSYSTEMS INC	7,111.	8,233.
BELDEN CDT INC	16,915.	23,175.
CIENA CORP NEW	11,794.	10,982.
COHERENT CORP	15,222.	12,101.
CREDO TECHNOLOGY GROUP HOLDI	11,736.	13,979.
DESCARTES SYSTEMS GRP (DSGX)	5,086.	9,666.
DYNATRACE INC	12,719.	14,055.
ENDAVA PLC ADR (DAVA)	14,263.	16,815.
FORM FACTOR INC	31,102.	32,450.
GUIDEWIRE SOFTWARE INC	13,758.	16,792.
JFROG LTD	13,691.	21,908.
LIVERAMP HOLDINGS INC (RAMP)	17,303.	12,121.
ONTO INNOVATION INC	6,469.	11,620.
PERFICIENT INC	24,436.	17,113.
PLEXUS CORP	18,374.	20,004.
PROCORE TECHNOLOGIES INC	9,556.	11,421.
RAMBUS INC	11,620.	14,878.
SPROUT SOCIAL INC	13,626.	16,158.
TERADYNE INC	10,897.	12,696.

VARONIS SYSTEMS	7,083.	9,010.
ALBEMARLE CORP (ALB)	5,804.	7,801.
AVIENT CORP	21,338.	19,953.
ELEMENT SOLUTIONS INC	23,565.	22,445.
FULLER H B CO (FUL)	15,265.	26,051.
MATERION CORP	17,734.	27,327.
MP MATERIALS CORP	16,183.	12,981.
PEBBLEBROOK HOTEL TRUST	15,556.	10,307.
PLYMOUTH INDUSTRIAL REIT I	14,746.	15,645.
POTLATCHDELTIC CORPORATION	31,640.	31,424.
MGE ENERGY INC (MGE)	4,695.	11,569.
ONE GAS INC (OGS)	15,930.	14,655.
BESSEMER SWEEP PROGRAM	7,967.	7,967.
LIVE NATION ENTERTMNT INC	4,978.	5,616.
DOLLARAMA INC	12,430.	13,011.
EXPEDIA GROUP INC	8,450.	12,902.
POOL CORP	5,756.	6,778.
ULTA BEAUTY INC (ULTA)	8,181.	10,289.
BJ'S WHOLESALE CLUB HOLDIN	12,437.	11,332.
US FOODS HOLDING CORP	10,554.	12,033.
CHAMPIONX CORP	7,238.	5,988.
NASDAQ INC	6,481.	7,848.
RYAN SPECIALTY HOLDINGS INC	3,790.	3,871.
TRADEWEB MARKETS INC	8,878.	9,996.
WEX INC	7,757.	7,782.
AVANTOR INC	9,033.	9,816.
COOPER COS INC	9,674.	11,353.
MEDSPACE HOLDINGS	5,957.	7,356.
STERIS PLC	12,366.	12,311.
TELEFLEX INX	4,390.	5,485.
BOOZ ALLEN HAMILTON HLDGS	7,590.	8,825.
CARLISLE COS	9,928.	12,184.
CLEAN HARBORS INC	9,890.	10,470.
EQUIFAX INC	10,272.	14,095.
LINCOLN ELEC HLDG	6,231.	7,611.
SAIA INC COM	7,721.	8,764.
SMITH A O CORP	4,274.	5,358.
WILLSCOT MOBILE MINI HOLDI	10,312.	11,125.
ASM INTERNATIONAL NV	5,982.	7,789.
CDW CORP/DE	10,016.	11,366.
KEYSIGHT TECHNOLOGIES INC	8,462.	10,340.
MANHATTAN ASSOCIATES INC	6,771.	7,320.
NICE LTD ADR	9,710.	11,571.
OTHER	907.	97.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,624,915.	10,233,215.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
TORONTO-DOMINION BK	75.	226.
PAC GAS & ELEC	4,994.	5,261.
BROADCOM CRP / CAYMN FI	5,002.	4,995.
BK OF NOVA SCOTIA	5,007.	4,985.
AMERN TOWER CORP	5,016.	4,994.
AMERN ELEC PWR	4,966.	4,959.
BK OF AMER CORP	10,957.	11,034.
AMERN EXPRESS CO	5,000.	4,962.
GILEAD SCIENCES INC	5,021.	4,976.
QUANTA SERVICES INC	9,568.	9,636.
GEN MOTORS FINL CO	4,999.	5,138.
EASTMAN CHEM CO	5,137.	4,912.
BOEING CO	5,163.	4,975.
ABBVIE INC	9,529.	10,099.
GOLDMAN SACHS GROUP INC	10,899.	11,341.
MORGAN STANLEY	15,365.	14,783.
NATL RURAL UTIL COOP	5,027.	4,857.
EXETER AUTOMOBILE RECEIVABLES TR	24,999.	25,219.
TOYOTA AUTO RECEIVABLES OWNER TR	11,019.	11,456.
BOEING CO	10,221.	9,571.
PHILLIPS 66	4,998.	4,645.
AMERICREDIT AUTOMOBILE RECEIVABLES	16,256.	16,813.
SUMITOMO MITSUI FINL GRP	5,129.	4,873.
WELLTOWER INC	5,169.	4,923.
EMERA US FIN LP	5,213.	4,817.
EXETER AUTOMOBILE RECEIVABLES TR	10,936.	11,265.
CITIZENS FINL GROUP	3,041.	2,796.
AIR LEASE CORP	9,923.	9,198.
AMERICREDIT AUTOMOBILE RECEIVABLES	24,712.	24,998.
ENTERGY CORP	5,083.	4,747.
BK OF MONTREAL	4,992.	4,554.
SHIRE ACQ INV IRELAND DA	5,074.	4,810.
AMERICREDIT AUTOMOBILE RECEIVABLES	23,406.	24,097.
WEC ENERGY GROUP INC	4,999.	5,089.
CITIGROUP INC	15,351.	14,303.
BK OF NOVA SCOTIA	4,516.	4,605.
HCA INC	5,185.	4,941.
CARMAX AUTO OWNER TR 2022-2 2022-2	48,105.	48,363.
TRUIST FINL CORP	4,500.	4,577.
CHARLES SCHWAB CORP	4,995.	4,654.
CAPITAL ONE FINANCIAL CO	5,158.	4,774.
AMEREN CORP	4,999.	4,579.
PROGRESSIVE CORP	4,998.	4,691.
BK OF AMER CORP	5,175.	4,812.
MORGAN STANLEY	5,000.	4,607.
RTX	9,378.	9,507.
ALBEMARLE CORP	4,995.	4,909.

WORLD OMNI AUTO RECEIVABLES TR	24,997.	24,509.
BAKER HUGHES LLC/CO-OBL	5,111.	4,778.
CHARTER COMM OPT LLC/CAP	9,647.	9,440.
AMERICREDIT AUTOMOBILE RECEIVABLES	24,995.	24,757.
EXTRA SPACE STORAGE LP	5,457.	4,766.
PHYSICIANS RLTY LP	4,756.	4,762.
CVS HEALTH CORP	4,558.	4,737.
AMERICREDIT AUTOMOBILE RECEIVABLES	23,689.	24,581.
GOLDMAN SACHS GROUP INC	9,481.	9,554.
MID-AMERICA APARTMENTS	4,807.	4,884.
US BANCORP	10,058.	9,853.
ZOETIS INC	5,265.	4,893.
ATLANTIC CITY ELEC	5,409.	4,885.
WELLS FARGO & CO	10,697.	9,720.
UDR INC	5,357.	4,818.
MINITUBISHI UFJ FIN GRP	5,244.	4,784.
KLA CORP	4,729.	4,957.
ENERGY TRANSFER LP	10,959.	10,075.
AMGEN INC	4,993.	4,895.
EQUINIX INC	5,214.	4,592.
NOV INC	5,093.	4,623.
RLTY INCOME CORP	4,588.	4,583.
HEALTHCARE TR OF AMER	5,178.	4,371.
CENTERPOINT ENERGY INC	3,201.	2,652.
AMERN FINL GROUP	5,813.	5,010.
BP CAP MARKETS AMER	5,403.	4,788.
NNN REIT INC	4,960.	4,297.
BIOGEN INC	1,999.	1,706.
CAMDEN PPTY TR	4,468.	4,471.
SHERWIN-WILLIAMS CO	5,031.	4,336.
FISERV INC	10,082.	8,791.
NEXTERA ENERGY CAP	4,998.	4,277.
XILINX INC	4,395.	4,422.
DEUTSCHE TELEKOM INTL FINANCE	6,564.	6,022.
PIONEER NAT RESOURCE	4,733.	4,245.
PARAMOUNT GLOBAL	5,679.	4,742.
ELECTR ARTS INC	4,117.	4,172.
QUEST DIAGNOSTICS INC	5,068.	4,358.
EAGLE MATERIALS	4,958.	4,240.
BK OF AMER CORP	8,403.	8,483.
BRIXMOR OPER PART	4,984.	4,194.
ZIMMER BIOMET HOLDINGS	9,997.	8,544.
KIMCO RLTY CORP	9,954.	8,165.
WELLTOWER INC	4,996.	4,255.
AT&T INC	4,684.	4,135.
ARROW ELECTRONICS INC	4,988.	4,226.
STRIPS	49,587.	41,688.
ENBRIDGE INC	4,994.	5,197.
ST STR CORP	5,000.	4,862.
L3HARRIS TECH INC	4,995.	5,199.
CONOCOPHILLIPS CO	4,990.	5,137.
ATMOS ENERGY CORP	4,994.	5,425.
CITIGROUP INC	4,155.	4,312.
EXXON MOBIL CORP	3,893.	4,013.

UNITEDHEALTH GROUP INC	8,110.	8,329.
BURLINGTN NORTH SANTA FE	5,056.	5,236.
ANHEUSER-BUSCH INBEV WOR	10,389.	11,003.
BERKSHIRE HATHWAY FIN	7,315.	7,486.
MARATHON PETRLM CORP	4,202.	4,458.
REYNOLDS AMERN INC	6,941.	7,488.
HOME DEPOT INC	4,368.	4,517.
CON EDISON CO OF NY INC	3,951.	4,065.
LOWE'S COS INC	6,297.	6,582.
FEDEX CORP	3,885.	4,163.
CSX CORP	4,276.	4,452.
LINCOLN NATL CORP	3,949.	3,959.
VODAFONE GROUP PLC	4,376.	4,530.
BRISTOL-MEYERS SQUIBB CO	6,982.	6,942.
SHELL INTL FIN	3,608.	3,674.
COMCAST CORP	5,935.	6,140.
CHARTER COMM OPT LLC/CAP	3,710.	3,870.
DISCOVERY COMMUNICATIONS	5,906.	6,426.
T-MOBILE USA INC	3,401.	3,612.
BP CAP MARKETS AMER	5,334.	5,541.
LEAR CORP	3,133.	3,487.
NORFOLK SOUTHN CORP	4,028.	4,223.
NUTRIEN LTD	4,968.	5,345.
TX INSTRUMENTS INC	4,958.	5,122.
CANADIAN IMPERIAL BK	4,950.	4,920.
TORONTO-DOMINION BK	5,000.	5,034.
TORONTO-DOMINION BK	5,000.	4,858.
QUALCOMM INC	4,501.	4,669.
PNC FINANCIAL SVS GRP (PNC)	5,000.	4,961.
DUPONT DE NEMOURS INC	4,881.	5,128.
ABBOTT LABORATORIES	4,978.	5,109.
TOTAL TO FORM 990-PF, PART II, LINE 10C	981,003.	954,836.

FORM 990-PF MORTGAGE LOANS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FHLMC 3910 CL DB	10.	10.
FNMA AN1012 3.15% 2/1/28	20,133.	20,549.
FNMA 2012-153 CL DA	17,289.	16,734.
FHLMC K083 CL A2	29,879.	29,565.
FNMA POOL BL6303	42,141.	43,269.
FNMA BC6049 3% 06/01/31	17,814.	16,530.
FHLMC 3952 CL EA	19,166.	17,463.
FNMA POOL BS4708	20,956.	21,147.
FNMA POOL BS5337	44,516.	45,077.
FNMA POOL BS6358	45,957.	48,776.
FNMA POOL BS6731 3.78% 11/1/32	46,666.	46,798.
FHLMC POOL POOL ZT1989	23,674.	21,139.

FNMA POOL BS6535	22,396.	24,274.
GNMA 2003-18 CL T	27,501.	25,103.
FNMA POOL BS1899	32,144.	33,240.
FHLMC POOL POOL ZS8056	8,976.	8,067.
FNMA AS0727 3.5% 10/01/33	20,919.	19,163.
FNMA 2004-79 CL ZE	26,153.	23,565.
FNMA 2005-48 CL AU	14,288.	13,191.
FNMA AL8623 4% 05/01/36	22,658.	20,739.
FNMA 2006-107 CL PE	32,646.	29,774.
GNMA 2008-38 CL WB	17,631.	16,102.
FNMA 2011-93 CL GB	54,289.	46,359.
GNMA 2011-17 CL PH	13,509.	12,486.
FNMA 2011-125 CL GE	14,448.	12,787.
FNMA AK6740 4% 03/01/42	22,642.	20,571.
FNMA 2013-100 CL PL	22,394.	20,540.
FNMA AL4750 3.5% 01/01/44	30,497.	27,044.
FNMA AS4541 3% 03/01/45	31,529.	27,990.
FHLMC POOL POOL RA1999	16,984.	15,272.
FNMA FM6293 3% 1/1/51	26,286.	28,301.
FNMA CB2684 3.5% 1/1/52	18,131.	18,347.
FNMA CB2899 3% 2/1/52	17,837.	18,120.
FHLMC POOL POOL SD2169	23,224.	23,302.
FHLMC POOL POOL RA7937	22,391.	22,507.
FHLMC POOL POOL RA8253	23,406.	23,604.
FNMA FS4035 5% 3/1/53	23,197.	23,497.
TOTAL TO FORM 990-PF, PART II, LINE 12	914,277.	881,002.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
T ROWE PR HEALTH SCIENCES	COST	75,000.	65,538.
JPM EMG MKT EQ FD - CL I	COST	99,214.	69,750.
PSAM WORLD ARB FUND LIMITED CLASS D	COST	361,287.	792,086.
SCULPTOR OF II PRIVATE INVESTORS	COST	600,000.	910,638.
SLP VI PRIVATE INVESTORS OFFSHORE,	COST	298,083.	242,344.
SOF XII PRIVATE INVESTORS OFFSHORE	COST		
2		55,783.	131,706.
OW ALL CAP CORE FD	COST	650,000.	643,522.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,139,367.	2,855,584.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES WITHHELD		2,295.	2,689.
TOTAL TO FORM 990-PF, PART II, LINE 22		2,295.	2,689.

FORM 990-PF PART VII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NICHOLAS L D FIRTH 16 EAST 52ND STREET #703 NEW YORK, NY 10022	PRESIDENT 1.00	0.	0.	0.
KATHERINE V. FIRTH 16 EAST 52ND STREET #703 NEW YORK, NY 10022	VICE PRESIDENT & TREASURER 1.00	0.	0.	0.
WINTHROP RUTHERFURD, JR. 16 EAST 52ND STREET #703 NEW YORK, NY 10022	SECRETARY 1.00	0.	0.	0.
KAREN L. ROSA 16 EAST 52ND STREET #703 NEW YORK, NY 10022	TRUSTEE 1.00	0.	0.	0.
JESSICA KEUSKAMP 16 EAST 52ND STREET #703 NEW YORK, NY 10022	EXECUTIVE DIRECTOR 40.00	92,300.	2,556.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		92,300.	2,556.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XIV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JESSICA KEUSKAMP
16 EAST 52ND STREET #703
NEW YORK, NY 10022

TELEPHONE NUMBER

212-599-1931

FORM AND CONTENT OF APPLICATIONS

INCLUDE AN OUTLINE OF THE PROPOSED PROJECT, A STATEMENT OF ITS SIGNIFICANCE AND A PROPOSED BUDGET.

ANY SUBMISSION DEADLINES

DEADLINES FOR LETTERS OF INQUIRY ARE JANUARY 15 AND JULY 15, RESPECTIVELY.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION SUPPORTS PROGRAMS WITHIN THE 5 BOROUGHES OF NEW YORK CITY IN THE AREAS OF AGING, ARTS, EDUCATION, AND SOCIAL SERVICES.