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SCANNED OUT 2 7 2010

Form **990-PF**,

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2008

OMB No 1545-0052

Forc	alen	dar year 2008, or tax year beginning DEC	1, 2008	, and ending	NOV 30, 2009			
G C	heck	all that apply: Initial return	Final return	Amended return	Address change	Name change		
lise	the II	Name of foundation			A Employer identification	number		
	abel.							
Oth	Otherwise, MRS. GILES WHITING FOUNDATION 13-6154484							
	orint	Number and street (or PO box number if mail is not de	livered to street address)	Room/suite	B Telephone number			
	type Spec	ELISS KARKOR OF THE WA	<u>ERICAS</u>		<u>212-336-21</u>	.38		
	uctio	ns City of town, state, and ZIP code			C If exemption application is p	· —		
		<u>NEW YORK, NY 10036-6</u>			D 1. Foreign organizations			
H C	_	type of organization: X Section 501(c)(3) ex			Foreign organizations me check here and attach co	omputation		
			Other taxable private founda	r1	E If private foundation sta	tus was terminated		
		rket value of all assets at end of year J Accounti	-	Accrual	under section 507(b)(1)(A), check here		
			her (specify) MODIFI		F If the foundation is in a			
Do	_	52,786,138. (Part I, colu Analysis of Revenue and Expenses			under section 507(b)(1	1		
Pa	rt I	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)		
		Contributions, gifts, grants, etc., received			N/A			
	2	Check X If the foundation is not required to attach Sch B						
	3	Interest on savings and temporary cash investments	157,962.	157,962.		STATEMENT 2		
	4	Dividends and interest from securities	1,119,515.	1,119,515.	0.	STATEMENT 3		
		Gross rents						
	_	Net rental income or (loss)	2 745 017			CM3 DEMENT 1		
e		Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 11746 405	-3,745,917.			STATEMENT 1		
Revenue	b	assets on line 6a		0.				
Ş.	7	Capital gain net income (from Part IV, line 2)			· 			
	8	Net short-term capital gain						
	40.	Income modifications VED						
	IVa	and allowances Sold Sold Sold Sold Sold Sold Sold Sold				•		
	ט	Gross profit or (loss)						
	11	Other income	-40,188.	-30,382.		STATEMENT 4		
	12	Total. Add lines (1) through 11 1T	-2,508,628.	1,247,095.				
	13	Compensation of officers-directors, trustees, etc	119,308.	2,802.		116,506.		
	14	Other employee salaries and wages	98,131.	0.		98,131.		
	15	Pension plans, employee benefits						
penses	16a	Legal fees STMT 5	66,657.	14,176.		52,481.		
ben	b	Accounting fees STMT 6	50,696.	25,348.		25,348.		
Ä	С	Other professional fees STMT 7	253,207.	<u>253,207</u> .		0.		
ĕ	17	Interest				10.10		
Administrative	18	Taxes STMT 8	35,247.	14,715.		18,187.		
ij	19	Depreciation and depletion	B 454			T 151		
튭	20	Occupancy	7,151.	0.	·	7,151.		
Ψ	21	Travel, conferences, and meetings	46,734.	0.4		46,734.		
and	22	Printing and publications	120 052	0		120 052		
ting	23	Other expenses STMT 9	139,952.	0.		139,952.		
Operating	24	Total operating and administrative expenses. Add lines 13 through 23	817,083.	310,248.		504,490.		
ဝိ	0.5	Contributions, gifts, grants paid	2,465,500.	310,240		2,465,500.		
		Total expenses and disbursements	2,403,300.			2,403,300.		
	20	Add lines 24 and 25	3,282,583.	310,248.		2,969,990.		
	27	Subtract line 26 from line 12:	2,202,303.	520,230				
		Excess of revenue over expenses and disbursements	-5,791,211.					
	1	Net investment income (if negative, enter -0-)	-,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	936,847	,			
	1	Adjusted net income (if negative, enter -0-)			N/A			
		LHA For Privacy Act and Panerwork Reduction	Act Notice see the instruc	tione		Form 990-PF (2008)		

823501 01-02-09

Form	990 PF (2008) MRS. GILES WHITING FOUN		6154484 Page 2	
Par	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
	til Balance Sheets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing	689,447.	210,941.	
:	2 Savings and temporary cash investments	2,262,099.	2,121,357.	2,121,357.
;	Accounts receivable ►			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
1	6 Receivables due from officers, directors, trustees, and other			
	disqualified persons			
	7 Other notes and loans receivable			_
	Less: allowance for doubtful accounts			
راي	B Inventories for sale or use			
ॼ	9 Prepaid expenses and deferred charges			
¥ S	Da Investments - U.S. and state government obligations			
''		0 200 021	0 521 100	0 501 100
	b Investments - corporate stock STMT 10	9,299,921.	9,541,100.	9,521,100.
	c Investments - corporate bonds			-
ו ו	investments - land, buildings, and equipment basis			
١.	Less accumulated depreciation			
i	2 Investments - mortgage loans	20 010 120	40.000.055	44 444
1:	- · · · · · · · · · · · · · · · · · · ·	32,812,439.	40,923,355.	40,923,355.
1.				
	Less accumulated depreciation			
1	5 Other assets (describe ► DUE FROM BROKER)	66,971.	9,385.	9,385.
	6 Total assets (to be completed by all filers)	45,130,877.	<u>52,786,138.</u>	52,786,138.
1	7 Accounts payable and accrued expenses			
1	8 Grants payable			
တ္မွ 1	9 Deferred revenue			
≝ 2	O Loans from officers, directors, trustees, and other disqualified persons			
Liabilities 5	1 Mortgages and other notes payable			
ے ₂	2 Other liabilities (describe ▶)			
			··	
2	3 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here			
	and complete lines 24 through 26 and lines 30 and 31.		1	
8 2	4 Unrestricted	45,130,877.	52,786,138.	
<u>E</u> 2	5 Temporarily restricted			
B 2	6 Permanently restricted			
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here			
리	and complete lines 27 through 31.			
0 2				
set 2				
AS, 5				
3 et		45,130,877.	52,786,138.	
	Total not account of faile balances	13/130/07/	32770071301	
3	1 Total liabilities and net assets/fund balances	45,130,877.	52,786,138.	
			32770072300	
Pai	rt III Analysis of Changes in Net Assets or Fund B	alances		
1 To	otal net assets or fund balances at beginning of year - Part II, column (a), line	30		
(п	nust agree with end-of-year figure reported on prior year's return)		1	45,130,877.
2 Er	nter amount from Part I, line 27a		2	-5,791,211.
	her increases not included in line 2 (itemize) UNREALIZED	GAIN ON INVEST		13,446,472.
	dd lines 1, 2, and 3	4	52,786,138.	
	creases not included in line 2 (itemize)		5	0.
_	otal net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	52,786,138.
				Form 990-PF (2008)

(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.)

(d) Date sold (mo., day, yr.)

D	SEE ATTACHED	STATEMENT					
_ <u>c</u>							
d							
е	:						
	(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis xpense of sale			ain or (loss) (f) minus (g)
a		·					· · ·
b							
C		·					
ď							
_ <u>u</u>	11 546 405		1	5,492,322.			-3,745,917.
	Complete only for assets showing	asin in collimp (p) and own			(1) (3	Sains (Ci	ol. (h) gain minus
_	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Ex	cess of col. (i) col. (j), if any	col. (I	c), but n	ot less than -0-) or (from col. (h))
a		·					
b		<u>.</u>					
C					· · · · · · · · · · · · · · · · · · ·		
d				·			
<u>-</u>							-3,745,917.
		<i>C.</i>		- `			3,143,317.
	Capital gain net income or (net cap	oital loss) \(\frac{1}{2}\) If (loss), er	o enter in Part I, line hter -0- in Part I, line	7 }	2		-3,745,917.
3	Net short-term capital gain or (loss If gain, also enter in Part I, line 8, c If (loss), enter -0- in Part I, line 8		2(5) and (6):	}			N/A
E		nder Section 4940(e) for Reduced	Tax on Net Inv	estment Inco	me	N/A
_	or optional use by domestic private	····		•			
Wa	section 4940(d)(2) applies, leave thi as the foundation liable for the secti Yes," the foundation does not qualif Enter the appropriate amount in e	on 4942 tax on the distributa y under section 4940(e). Do	not complete this pa	ırt.			Yes X No
<u> </u>							(4)
_	(a) Base period years Calendar year (or tax year beginnin		ng distributions	Net value of noncha	ritable-use assets	,	(d) Distribution ratio (col. (b) divided by col. (c))
_	2007		<u>,443,506.</u>		<u>,289,891.</u>		.054408
_	2006		<u>,945,437.</u>		<u>,048,340.</u>	1	.054761
_	2005		,630,951.		<u>,771,052.</u>		.038821
_	2004	3	<u>,278,078.</u>	65	<u>,453,547.</u>		.050083
_	2003	3	,170,943.	60	,597,047.		.052328
	Total of line 1, column (d)					2	.250401
3	Average distribution ratio for the 5 the foundation has been in existen	•	total on line 2 by 5,	or by the number of y	ears	3	.050080
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5						4	46,870,035.
5 Multiply line 4 by line 3					5	2,347,251.	
6 Enter 1% of net investment income (1% of Part I, line 27b)					6	9,368.	
7	Add lines 5 and 6					7	2,356,619.
8	Enter qualifying distributions from					8	2,969,990.
	If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part	VI, line 1b, and comp	olete that part using a 1	% tax rate.		

<u>1a</u>

	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4940	-61544	184 stru	ction	Page 4
) - See III	Suu	Cuoi	13)
	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.				
	Date of ruling letter: (attach copy of ruling letter if necessary-see instructions) Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%			9,3	68
	of Part I, line 27b			, , , ,	00.
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				Λ
	Add lines 1 and 2			9,3	68
	•			<u>, , , , , , , , , , , , , , , , , , , </u>	0.
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0- 5	i i		9,3	
	Credits/Payments:			<u>, , , , , , , , , , , , , , , , , , , </u>	00.
	2008 estimated tax payments and 2007 overpayment credited to 2008 6a 50,228.				
	Exempt foreign organizations - tax withheld at source				
	Tax paid with application for extension of time to file (Form 8868) 6c				
	Backup withholding erroneously withheld 6d				
	Total credits and payments. Add lines 6a through 6d		5	0,2	28.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			<u> </u>	<u> </u>
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed				
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		4	0,8	60.
	Enter the amount of line 10 to be: Credited to 2009 estimated tax			<u> </u>	0.
	irt VII-A Statements Regarding Activities	· · ·			
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	No
	any political campaign?	Ī	1a		_X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	Ī	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or	r			
	distributed by the foundation in connection with the activities	i			
	Did the foundation file Form 1120-POL for this year?		1c		Х
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				
	(1) On the foundation. \triangleright \$ 0. (2) On foundation managers. \triangleright \$ 0.				
	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?	<u> </u>	2		X
	If "Yes," attach a detailed description of the activities.				
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	L	3		_X_
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Ĺ	4a		_X_
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	<u> </u>	5		_X_
	If "Yes," attach the statement required by General Instruction T.				
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	r			
	remain in the governing instrument?	-	6	X	
	Did the foundation have at least \$5,000 in assets at any time during the year?	-	7	X	
	If "Yes," complete Part II, col. (c), and Part XV.				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	NY				
þ	o If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)				
	of each state as required by General Instruction G? If "No," attach explanation	}	8b	X	
	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calenda	r			
	year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV	-	9_		X
10	Did any persons become substantial contributors during the tax year? ir "yes," attach a schedule listing their names and addresses		10_		X

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Part VII-A Statements Regarding Activities (continued)		
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of		
section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<u> </u>
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before		
August 17, 2008?	12	<u> </u>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13 2	
Website address ► <u>WWW.WHITINGFOUNDATION.ORG</u>		
14 The books are in care of ► THE FOUNDATION Telephone no. ► 212-33		
Located at ► 1133 AVENUE OF THE AMERICAS, NEW YORK, NY ZIP+4 ►10	036 - 6	710
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		ightharpoonup
and enter the amount of tax-exempt interest received or accrued during the year	N/F	<u> </u>
Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<u> </u>	
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Ye	s No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		
a disqualified person?		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No		
(5) Transfer any income or assets to a disqualified person (or make any of either available		
for the benefit or use of a disqualified person)?		
(6) Agree to pay money or property to a government official? (Exception. Check "No"		
if the foundation agreed to make a grant to or to employ the official for a period after		
termination of government service, if terminating within 90 days.)		- }
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		
section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected	<u> </u>	
before the first day of the tax year beginning in 2008?	1c	Х
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation		
defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning		
before 2008?		
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect		
valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		
statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		
during the year?		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after		
May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose		
of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,		
Form 4720, to determine if the foundation had excess business holdings in 2008.) N/A	3ъ	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	$\overline{\mathbf{x}}$
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that		
had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	х
	n 990-P	

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Part VII-B Statements Regarding Activities for Which F	Form 4720 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Y6	es X No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire	ectly,	-	
any voter registration drive?		Ye	es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes'	7	Y6	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization				
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Ye	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f			
the prevention of cruelty to children or animals?	,		es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	ler the exceptions described a			i i
section 53.4945 or in a current notice regarding disaster assistance (see instru		iii riogulations	N/A	ib
Organizations relying on a current notice regarding disaster assistance check h	•			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr		ınad		
expenditure responsibility for the grant?			es 🔲 No	
If "Yes," attach the statement required by Regulations section 53.4945		(/A	:S NO	
	, ,			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		es X No	
a personal benefit contract?		16		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal denetit contract?		<u> -</u>	Sb X
If you answered "Yes" to 6b, also file Form 8870.			□	
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Y6	es X No	
b If yes, did the foundation receive any proceeds or have any net income attribute				7b
Part VIII Information About Officers, Directors, Trustone Paid Employees, and Contractors	ees, Foundation Ma	ınagers, Hıgnı	У	
List all officers, directors, trustees, foundation managers and their				
List all officers, directors, trustees, foundation managers and their		(c) Compensation	(d) Contributions to	(a) Eypopoo
(a) Name and address	(b) Title, and average hours per week devoted	(If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(-)	to position	enter -0-)	compensation	allowances
				_
SEE STATEMENT 12		119,308.	0.	0.
			,	
				_
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."		
(-) Name and address of each ampleyee and more than \$50,000	(b) Title, and average		(d) Contributions to employee benefit plans	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	and deferred compensation	account, other allowances
BARBARA BRISTOL	DIR. WRITERS	PROGRAM	,	
C/O MRS. GILES WHITING FOUNDATION, NE		98,131.	0.	0.
	<u> </u>	<u> </u>	<u> </u>	
Total number of other employees paid over \$50,000				0
			Form S	990-PF (2008)

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0.

Total. Add lines 1 through 3

<u> </u>	TALL STATES WITTING FOUNDATION		3-0134404 rage 0
뜨	art X Minimum Investment Return (Ali domestic foundations must complete this part. Foreign foundations	ndatioi	ns, 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	44,593,153.
b	Average of monthly cash balances	1b	2,990,639.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	47,583,792.
е	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	<u>47,583,792.</u>
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	<u>713,757.</u>
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	_5	46,870,035.
6	Minimum investment return. Enter 5% of line 5	6	2,343,502.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here in and do not complete this part.)	nd certa	ıın
1	Minimum investment return from Part X, line 6	1	2,343,502.
2a	Tax on investment income for 2008 from Part VI, line 5		<u> </u>
b	Income tax for 2008. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	9,368.
3	Distributable amount before adjustments. Subtract line 2c from line 1	_3	2,334,134.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,334,134.
6	Deduction from distributable amount (see instructions)	6	0.
<u>7_</u>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,334,134.
P	art 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	<u>2,969,990.</u>
þ	•	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)	3ь	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	<u>2,969,990.</u>
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	5	9,368.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,960,622.
	Note. The amount on line 6 will be used in Part V. column (h), in subsequent years when calculating whether the foundation of	nualifica	for the coetion

Form **990-PF** (2008)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI,	001700	reare prior to 2507		
line 7				2,334,134.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years:				
<u>2006</u> , <u>2005</u> , <u>2004</u>		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003 150,571.				
b From 2004 130,960.				
c From 2005				
d From 2006 508,080.				
e From 2007 289,152.				
f Total of lines 3a through e	1,078,763.			
4 Qualifying distributions for 2008 from				
Part XII, line 4: ► \$ 2,969,990.			•	
a Applied to 2007, 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.			2 224 124
d Applied to 2008 distributable amount	625 056			2,334,134.
e Remaining amount distributed out of corpus	635,856.			0.
5 Excess distributions carryover applied to 2008 (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:	1 714 610			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,714,619.			
b Prior years' undistributed income. Subtract		_		
line 4b from line 2b		0.	1	
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 2007. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	<u>.</u> _
f Undistributed income for 2008. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2009				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003				
not applied on line 5 or line 7	150,571.		<u> </u>	
9 Excess distributions carryover to 2009.				
Subtract lines 7 and 8 from line 6a	1,564,048.			
10 Analysis of line 9:				
a Excess from 2004 130,960.]
b Excess from 2005				
c Excess from 2006 508,080.				
d Excess from 2007 289,152.				
<u>e Excess from 2008</u> 635,856.			<u> </u>	Fa 000 PE (0000)

Form 990-PF (2008) MRS. GIL	<u>ES WHITING</u>	FOUNDATIO:	<u>N</u>	<u> 13-61</u>	.54484 Page
Part XIV. Private Operating For	undations (see in	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling or d	etermination letter that	it is a private operating			
foundation, and the ruling is effective for 2	008, enter the date of t	he ruling	>		
b Check box to indicate whether the foundat	ion is a private operatii	g foundation described	ın section	4942(j)(3) or 49	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII,			- -		
line 4 for each year listed					
d Amounts included in line 2c not				· · · · · · · · · · · · · · · · · · ·	
used directly for active conduct of					
,					
exempt activities		_			
e Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c Complete 3a, b, or c for the					
alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					:
b "Endowment" alternative test - enter					
2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on					
securities loans (section					
512(a)(5)), or royalties)			 		
(2) Support from general public and 5 or more exempt					
organizations as provided in					
section 4942(j)(3)(B)(iii)			.l		
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income					
Part XV Supplementary Inform	nation (Comple	te this part only	if the foundation	had \$5,000 or me	ore in assets
at any time during the	e year-see the	nstructions.)			
1 Information Regarding Foundation					
a List any managers of the foundation who i	nave contributed more	than 2% of the total cor	ntributions received by the	foundation before the clo	se of any tax
year (but only if they have contributed mo	e than \$5,000). (See s	ection 507(d)(2).)			
NONE					
b List any managers of the foundation who	own 10% or more of th	e stock of a corporation	(or an equally large portion	on of the ownership of a p	artnership or
other entity) of which the foundation has a	10% or greater interes	st.			
NONE					_
2 Information Regarding Contribution	n, Grant, Gift, Loan,	Scholarship, etc., F	rograms:		
Check here ▶ ☐ If the foundation only				ot accept unsolicited regi	uests for funds. If
the foundation makes gifts, grants, etc. (se	e instructions) to indiv	iduals or organizations	under other conditions, co	implete items 2a, b, c, and	d d.
a The name, address, and telephone numbe	r of the person to who	n applications should b	e addressed:		
KELLYE ROSENHEIM, 212					
1133 AVENUE OF THE AM		W YORK NY	10036		
b The form in which applications should be:					
SEE STATEMENT D	obbilitica alla lillorina	non and materials they	modia molade.		
c Any submission deadlines:			-		
SEE STATEMENT D					
· -	augh ag hu agassa-bi	larone chambels fell	Londo of testitus	the feets	
d Any restrictions or limitations on awards,	ouch as by geographica	n areas, charitable nelds	s, killas of institutions, or c	other factors:	

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Supplementary information				T
3 Grants and Contributions Paid During the Y	ear or Approved for Future	Payment	,	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contabution	
a Paid during the year	or substantial contributor	recipient		
SEE STATEMENT 13		l	<u> </u>	2 465 500
Total	T	1	<u>▶ 3a</u>	2,465,500.
b Approved for future payment				2 705 500
Total SEE STATEMENT 14		·	<u>▶</u> 3b	3,785,500. Form 990-PF (2008)
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Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income			led by section 512, 513, or 514	(e)		
1 Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income		
•	Code		0000				
a b			 				
	-						
<u>c</u>	—				. <u> </u>		
d	-				<u> </u>		
e							
f	-						
g Fees and contracts from government agencies							
2 Membership dues and assessments	ļ				·		
3 Interest on savings and temporary cash			امدا	157 060			
investments	 		14	157,962.			
4 Dividends and interest from securities			14	1,119,515.			
5 Net rental income or (loss) from real estate:							
a Debt-financed property							
b Not debt-financed property					-		
6 Net rental income or (loss) from personal							
property		_			_		
7 Other investment income		··-·	14	-30,382.			
8 Gain or (loss) from sales of assets other	1						
than inventory			18	-3,745,917.			
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory		· · · · · · · · · · · · · · · · · · ·					
11 Other revenue:							
a <u>UNRELATED BUSINESS</u>							
b INCOME (LOSS)							
c PASSTHROUGH FROM LIMITED							
d PARTNERSHIPS	900000	-9,806.					
e							
12 Subtotal. Add columns (b), (d), and (e)		-9,806.		-2,498,822.	0.		
13 Total. Add line 12, columns (b), (d), and (e)				13			
(See worksheet in line 13 instructions to verify calculations.)				_			
Part XVI-B Relationship of Activities to	o the Acce	mplichment of Ex	(omn	Purposes			
relationship of Activities to	o trie Acco	mphamment of Ex	(emp	i Furposes			
Line No. Explain below how each activity for which income	me is reported in	n column (e) of Part XVI-A	contrib	uted importantly to the accor	nplishment of		
the foundation's exempt purposes (other than				, ,	•		
							
		,					
					· · · · · · · · · · · · · · · · · · ·		
							
	•				······································		
· · · · · · · · · · · · · · · · · · ·				 			
		-			-		
	···-				= = = + + + + + + + + + + + + + + + + +		
		 					
		•					
	<u>.</u>						
							

	Exempt Organizations		•		
1	Did the organization directly or indirectly engage in any of the	following with any other organizat	tion described in section 501(c) of	Y	es No
	the Code (other than section 501(c)(3) organizations) or in se				
a	Transfers from the reporting foundation to a noncharitable ex				
	(1) Cash			1a(1)	Х
	(2) Other assets			1a(2)	X
b	Other transactions:	•			
	(1) Sales of assets to a noncharitable exempt organization			16(1)	X
	(2) Purchases of assets from a noncharitable exempt organic	zation .		1b(2)	X
	(3) Rental of facilities, equipment, or other assets			1b(3)	X
	(4) Reimbursement arrangements			1b(4)	X
	(5) Loans or loan guarantees			1b(5)	Х
	(6) Performance of services or membership or fundraising s	solicitations		1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or			1c	X
	If the answer to any of the above is "Yes," complete the follow		always show the fair market value of the goods	s, other asse	
	or services given by the reporting foundation. If the foundatio				•
	column (d) the value of the goods, other assets, or services re				
(a)	Line no (b) Amount involved (c) Name of nonc	charitable exempt organization	(d) Description of transfers, transactions, ar	nd sharing arrai	ngements
	J	N/A			
2 a	a Is the foundation directly or indirectly affiliated with, or related	d to, one or more tax-exempt orga	nizations described		
	in section 501(c) of the Code (other than section 501(c)(3)) of	· · ·		Yes	X No
b	b If "Yes," complete the following schedule.				
	(a) Name of organization	(b) Type of organization	(c) Description of relation	nship	
	N/A				
	Under penalties of perjury, I declare that I have examined this return, inclu			is true, correct	
	and complete Declaration of preparer (other than taxpayer or fiduciary) is	based on all information of which prepar	er nas any knowledge		
	Yeshor Welhings	00114201	PRESIDENT		
Sign Here	Signature of officer or trustee	Date	Title		
디	Preparer's Preparer's		Date Check if Self-	arer's identifyin	ng number
Sig	signature Trumz AND CARP		10 /13 / to employed ►		
	To a o Firm's name (or yours LUTZ AND CARR,	CPAS LLP	EIN ►		
	ਿੰਦੂ ਤੋਂ d self-employed). 300 EAST 42ND S	TREET			
	address, and ZIP code NEW YORK, NY 10	017		<u>-697-2</u>	
				Form 990-	PF (2008)

MRS. GILES WHITIN			1544			PART IV
	ses for Tax on Investment Income			Lossie	 	
2-story bri	describe the kind(s) of property solick warehouse; or common stock, 20	00 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADEI		IES				
b FAIRFIELD REDS				<u> P</u>	VARIOUS	T
c MAINSTAY INT'L		OLIMIA TITATA		P	VARIOUS_	1
d T. ROWE PRICE : e VANGUARD SHORT				P		VARIOUS VARIOUS
f GAINS PASSED TH			תפת	P		VARIOUS
9	MOOGH TROM THVE	SIMBNID IN BIMI	. 1 111	-	VARCEOUD	VARCIOUS
h	 					
1					<u></u>	
k						
1						
<u>m</u>						_
0						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h)	Gain or (loss) lus (f) minus (g)	<u>. </u>
a 4,899,729.		7,579,286			-2,	679,557.
b 2,527,723.		3,000,000				472,277.
c 1,500,000.		2,094,091				594,091.
d 1,750,000.		2,336,022			_	<u>586,022.</u>
e 500,000.		482,923	<u> </u>			<u> 17,077.</u>
f 568,953.			+			568,953.
g h		<u> </u>				
1						
k						
1			_			
m -		<u></u>				
n o						
	g gain in column (h) and owned by	the foundation on 12/31/69	_	(I) Los	ses (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		Gains (excess o	of col. (h) gain ove ot less than "-0-")	r col. (k),
a						679,557.
b				·····		472,277
<u> </u>						594,091
d e			+			586,022. 17,077.
f						568,953
9						
h						
I				 		
k			 			
	-					
0			\perp			
2 Capital gain net income or (net ca	pital loss) { If gain, also enter If (loss), enter "-C	n Part I, line 7 - n Part I, line 7	2		-3,	745,917.

N/A

If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

FORM 9	90-PF G	AIN OR (LOSS) F	ROM SALE	OF A	ASSETS		STA	TEMENT	1
DESCRI	(A) PTION OF PROPERTY	<u>- </u>			AANNER CQUIRED	DAT ACQUI		DATE SO	OLD
PUBLIC	LY TRADED EQUITY	SECURITIES		PUF	RCHASED				
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)	
	SALES PRICE	OTHER BASIS	SALE		DEPRE	C.	GAIN	OR LOSS	S
	4,899,729.	7,579,286.		0.		0.	_	2,679,5	57.
DESCRI	(A) PTION OF PROPERTY	•			MANNER CQUIRED	DA'I ACQUI		DATE SO	OLD
FAIRFI	ELD REDSTONE FUND)		PUF	RCHASED	VARIO	DUS	VARIO	JS
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)	
	SALES PRICE	OTHER BASIS	SALE		DEPRE	C.	GAIN	OR LOSS	S
	2,527,723.	3,000,000.		0.		0.	-	-472,2	77.
DESCRI	(A) PTION OF PROPERTY				MANNER CQUIRED	DAT ACQUI		DATE SO	OLD
MAINST	AY INT'L EQUITY F	 DND		PUF	RCHASED	VARIO	ous	VARIO	JS
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	C	CATN	(F)	
			PALL		DEPRE		GAIN		
	1,500,000.	2,094,091.		0.		0.		-594,09	91.

DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SO	DLD
T. ROWE	PRICE INSTITUTI	ONAL GROWTH FUN	1 D	PUF	RCHASED	VARI	ous	VARIOU	JS
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	с.		(F)	5
	1,750,000.	2,336,022.		0.		0.		-586,02	22.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SO	OLD
VANGUAR	D SHORT TERM BON	D INDEX FUND		PUF	RCHASED	VARI	OUS	VARIOU	JS
	(B) GROSS	(C) COST OR	(D) EXPENSE		(E)	~		(F)	_
	SALES PRICE 500,000.	OTHER BASIS 482,923.	SALE	0.	DEPRE	0.	GAIN	17,07	
GAINS P	(A) TION OF PROPERTY ASSED THROUGH FR PARTNERSHIPS	_	IN	A(MANNER CQUIRED RCHASED		TE IRED OUS	DATE SO	
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F)	5
	568,953.	0.		0.		0.		568,95	53.
CAPITAL	GAINS DIVIDENDS	FROM PART IV		_					0.
TOTAL T	O FORM 990-PF, P	PART I, LINE 6A				;	_	3,745,91	17.
FORM 99	0-PF INTEREST C	ON SAVINGS AND	TEMPORARY	CASI	H INVEST	MENTS	STA	TEMENT	2
SOURCE								AMOUNT	
INTERES	T INCOME ON CASH	BALANCES						157,96	52.
TOTAL I	O FORM 990-PF, F	PART I, LINE 3,	COLUMN A					157,96	52.

FORM 990-PF DIVIDEN	DS AND	INTER	EST	FROM	SEC	URITIES	STATEMENT	3
SOURCE		GROSS	AMO	UNT		PITAL GAINS DIVIDENDS	COLUMN (A	7)
INTEREST INCOME	- -	(853,	470.		0.	853,4	170.
PASSED THROUGH FROM INVESTME IN LIMITED PARTNERSHIPS	INTS	:	266,	045.		0.	266,0	45.
TOTAL TO FM 990-PF, PART I,	LN 4	1,:	119,	515.		0.	1,119,5	515.
FORM 990-PF	0'.	THER I	NCON	Œ			STATEMENT	4
DESCRIPTION]	REV	A) ENUE BOOK		(B) NET INVEST- MENT INCOME		
OTHER INVESTMENT INCOME					294.	•		
CLASS ACTION PROCEEDS OTHER LOSS PASSED THROUGH FR	LOM			13,	002.	13,002	•	
LIMITED PARTNERSHIP INVESTME UNRELATED BUSINESS INCOME (L	NTS			-47,	678.	-47,678	•	
PASSTHROUGH FROM LIMITED PARTNERSHIPS				-9,	806.	0	•	
TOTAL TO FORM 990-PF, PART I	, LINE	11		-40,	188.	-30,382	•	
FORM 990-PF		LEGAL	FEI	ES			STATEMENT	5
DESCRIPTION	EXPE	A) NSES BOOKS		(B) INV IT IN	EST-			
LEGAL FEES		6,657.		1 /	,176			101

66,657.

52,481.

TO FM 990-PF, PG 1, LN 16A

14,176.

FORM 990-PF	ACCOUNTI	NG FEES	S'.	PATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	50,696.	25,348.		25,348.
TO FORM 990-PF, PG 1, LN 16B	50,696.	25,348.		25,348.
FORM 990-PF	THER PROFES	SIONAL FEES	S	FATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	253,207.	253,207.		0.
TO FORM 990-PF, PG 1, LN 16C	253,207.	253,207.		0.
FORM 990-PF	TAX	ES	S	ratement 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	18,424.	237.		18,187.
UNRELATED BUSINESS INCOME TAX, NET OF REFUNDS FOREIGN TAX EXPENSE -	2,345.	0.		0.
PASSED THROUGH FROM K-1	14,478.	14,478.		0.
TO FORM 990-PF, PG 1, LN 18	35,247.	14,715.		18,187.

FORM 990-PF	OTHER E	XPENSES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST MENT INCOM			
VENUE EXPENSES	37,500.		0.	37,5	
SPEAKER HONORARIUM	59,014.		0.	59,0	
HONORARIUM FOR SELECTORS	6,000.		Ŏ.	6,0	
PUBLIC RELATIONS	13,475.		0.	13,4	
ADVERTISING	4,775.		0.	4,7	
INSURANCE	286.		0.	2	86
MEMBERSHIP DUES	110.		0.		10
OFFICE EXPENSES	2,423.		0.	2,4	
OFFICE SUPPORT SERVICES	2,846.		0.	2,8	
SUBSCRIPTIONS & BOOKS	12,573.		0.	12,5	
WEBSITE COSTS	200.		0.		00.
FILING FEE	750.	·	0.		50.
TO FORM 990-PF, PG 1, LN 23	139,952.		0.	139,9	52
TORY OLD DE	GODDODIM	T. GMOGIZ		CM3 MENUTATION	
FORM 990-PF	CORPORAT	E STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKE	Т
PUBLICY TRADED EQUITIES - SEE			4,606,498.	4,606,4	
PUBLICY TRADED EQUITIES - SEE PUBLICY TRADED EQUITIES - SEE			1,749,376. 3,165,226.	1,749,3 3,165,2	
TOTAL TO FORM 990-PF, PART II	, LINE 10B		9,521,100.	9,521,1	00
FORM 990-PF	OTHER INV	ESTMENTS		STATEMENT	11
DESCRIPTION	VA	LUATION	BOOK VALUE	STATEMENT FAIR MARKE VALUE	
DESCRIPTION TIFF SHORT TERM TRUST	VA M	LUATION ETHOD FMV	BOOK VALUE 210,852.	FAIR MARKE	T
DESCRIPTION	VA M	LUATION ETHOD	210,852.	FAIR MARKE VALUE	т 52
DESCRIPTION TIFF SHORT TERM TRUST HIGHCLERE INT'L INVESTORS - F	VA M —	LUATION ETHOD FMV	210,852.	FAIR MARKE VALUE 210,8 1,000,0	т 52 00
DESCRIPTION TIFF SHORT TERM TRUST HIGHCLERE INT'L INVESTORS - F	VA M — UNDS	LUATION ETHOD FMV FMV	210,852.	FAIR MARKE VALUE	T 52 00 54
DESCRIPTION TIFF SHORT TERM TRUST HIGHCLERE INT'L INVESTORS - FI IN TRANSIT MAINSTAY INT'L EQUITY FUND	VA M — UNDS	LUATION ETHOD FMV FMV FMV	210,852. 1,000,000. 2,247,854.	FAIR MARKE VALUE 210,8 1,000,0 2,247,8	T 52 00 54 41
DESCRIPTION TIFF SHORT TERM TRUST HIGHCLERE INT'L INVESTORS - F IN TRANSIT MAINSTAY INT'L EQUITY FUND TIFF PARTNERS II TIFF PARTNERS III TIFF PARTNERS IV	VA M UNDS	LUATION ETHOD FMV FMV FMV FMV	210,852. 1,000,000. 2,247,854. 187,141. 647,698. 1,179,848.	FAIR MARKE VALUE 210,8 1,000,0 2,247,8 187,1 647,6 1,179,8	T 52 00 54 41 98
DESCRIPTION TIFF SHORT TERM TRUST HIGHCLERE INT'L INVESTORS - F IN TRANSIT MAINSTAY INT'L EQUITY FUND TIFF PARTNERS II TIFF PARTNERS III	VA M UNDS	LUATION ETHOD FMV FMV FMV FMV FMV	210,852. 1,000,000. 2,247,854. 187,141. 647,698.	FAIR MARKE VALUE 210,8 1,000,0 2,247,8 187,1 647,6	T 52 00 54 41 98 48 72

MRS. GILES WHITING FOUNDATION			13	3-6154484
T. ROWE PRICE INSTITUTIONAL GROWTH	FMV		 -	
FUND	1114	5,225,25	59. 5	,225,259.
DODGE & COX INCOME FUND	FMV	9,306,45	59. 9	,306,459.
OCTAVIAN OFFSHORE FUND	FMV	3,099,35		,099,352.
NORTH RUN OFFSHORE PARTNERS, LTD	FMV	3,192,33		,192,331.
PRISM OFFSHORE FUND, LTD. PROSPECT HARBOR	FMV FMV	2,779,19 1,725,45		,779,193.
VANGUARD SHORT TERM BOND INDEX FUN		3,724,47		,725,459. ,724,477.
SIRIOS OVERSEAS FUND	FMV	543,37		543,376.
SANDERSON ASSET MANAGEMENT	FMV	4,802,27		,802,275.
TIFF PARTNERS II	FMV	60,91		60,919.
TOTAL TO FORM 990-PF, PART II, LIN	E 13	40,923,35	55. 40	,923,355.
			<u> </u>	
FORM 990-PF PART VIII - LIST TRUSTEES AND	OF OFFICERS, I		STATI	EMENT 12
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	
ROBERT L. BELKNAP	PRESIDENT/TRUS			
C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	5.00	28,019.	0.	0.
JOHN N. IRWIN III C/O MRS. GILES WHITING FOUNDATION	VP/TREASURER/1	TRUSTEE		
1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	2.00	0.	0.	0.
KATE DOUGLAS TORREY C/O MRS. GILES WHITING FOUNDATION	VICE-PRESIDENT	T/TRUSTEE		
1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	2.00	0.	0.	0.
ROBIN KRAUSE C/O MRS. GILES WHITING FOUNDATION	SECRETARY AND	ASST. TREASU	RER	
1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	2.00	0.	0.	0.
ANTONIA M. GRUMBACH	VICE-PRESIDENT	T/TRUSTEE		
C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	1.00	0.	0.	0.
PETER PENNOYER	VICE-PRESIDENT	r/TRUSTEE		
C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	2.00	0.	0.	0.

MRS. GILES WHITING FOUNDATION		13	3-6154484
KELLYE ROSENHEIM	DIRECTOR OF OPERATIONS		
C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	40.00 91,2	89. 0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6	7, PART VIII 119,3	08. 0.	0.
	AND CONTRIBUTIONS DURING THE YEAR	STATE	EMENT 13
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	TRUOMA
AMERICAN ASSOCIATION OF UNIVERSITY PRESSES	NONE	501(C)(3) PUBLIC	15 000
71 WEST 23RD STREET, SUITE 901, NEW YORK, NY 10010	PROFESSIONAL DEVELOPMENT WORKSHOPS	CHARITY	15,000.
POETS HOUSE, 72 SPRING STREET, NEW YORK, NY 10012	NONE	501(C)(3) PUBLIC CHARITY	10,000.
	GENERAL SUPPORT		·
POETS & WRITERS, 72 SPRING STREET, NEW YORK, NY 10012	NONE	501(C)(3) PUBLIC	F 000
	GENERAL SUPPORT	CHARITY	5,000.
ACADEMY OF AMERICA POETS, 548 BROADWAY, SUITE 1208, NEW YORK,	NONE	501(C)(3) PUBLIC	10.000
NY 10012	GENERAL SUPPORT	CHARITY	10,000.
NEW YORK PUBLIC LIBRARY, FIFTH AVENUE AND 42ND STREET, NEW YORK,	NONE	501(C)(3) PUBLIC	
NY 10018	CULLMAN CENTER FOR SCHOLARS & WRITERS	CHARITY	60,000.
PEN AMERICAN CENTER, 568 BROADWAY, NEW YORK, NY 10012	NONE	501(C)(3) PUBLIC	E 000
	CENEDAL CUIDDODT	CHARITY	5,000.

GENERAL SUPPORT

1	3	_	6	1	5	4	4	8	4
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MRS. GILES WHITING FOUNDATION

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CAVE CANEM, 39 JANE STREET APT.GB, NEW YORK, NY 10014	NONE	501(C)(3) PUBLIC CHARITY	10,000.
	GENERAL SUPPORT	CHARITI	10,000.
BARUCH COLLEGE, ONE BARNARD BARUCH WAY, NEW YORK, NY 10014	NONE	501(C)(3) PUBLIC CHARITY	150,000.
	TEACHING FELLOWSHIPS	Old Miles	130,000.
BROOKLYN COLLEGE FOUNDATION, 2900 BEDFORD AVE., BROOKLYN, NY 11234	NONE	501(C)(3) PUBLIC CHARITY	150,000.
	TEACHING FELLOWSHIPS		200,0000
KENYON COLLEGE, RANSOM HALL, GAMBIER, OH 43022	NONE	501(C)(3) PUBLIC CHARITY	100,000.
	TEACHING FELLOWSHIPS		,
UNIVERSITY OF CHICAGO, 1050 EAST 59TH STREET, CHICAGO, IL 60637	NONE	501(C)(3) PUBLIC CHARITY	50,000.
	TEACHING FELLOWSHIPS		
BATES COLLEGE, 2 ANDREWS ROAD, LEWISTON, ME 04240-6028	NONE	501(C)(3) PUBLIC CHARITY	100,000.
	TEACHING FELLOWSHIPS		
ALLIANCE FOR JUSTICE, 11 DUPONT CIRCLE, NW, WASHINGTON, DC 20002	NONE	501(C)(3) PUBLIC CHARITY	1,000.
	GENERAL SUPPORT	501/01/21	
AMERICAN UNIVERSITY OF BEIRUT, CHURCH STREET STATION PO BOX 4011, NEW YORK,	NONE CHARACTER OF THE C	501(C)(3) PUBLIC CHARITY	1,000.
AMEDICANS INTERD FOR MUR	GENERAL SUPPORT	E01/0\/2\	
AMERICANS UNITED FOR THE SEPARATION OF CHURCH AND STATE	NONE CHROOP	501(C)(3) PUBLIC CHARITY	1,000.
518 C STREET NE, WASHINGTON, DC 20002	GENERAL SUPPORT		

	•				
	CENTURY ASSOCIATION FOUNDATION, 7 WEST 43RD STREET, NEW YORK, NY	NONE	501(C)(3) PUBLIC	1 000	
	10036	GENERAL SUPPORT	CHARITY	1,000.	
	CENTER FOR REPRODUCTIVE RIGHTS, 120 WALL ST., NEW YORK, NY 10005	NONE	501(C)(3) PUBLIC CHARITY	1,000.	
l		GENERAL SUPPORT		••••	
	NORTH AMERICAN DOSTOEVSKY SOCIETY, C/O D MARTINSEN 418 HAMILTON HALL COLUMBI	NONE	501(C)(3) PUBLIC CHARITY	5,000.	
		GENERAL SUPPORT			
	EAST 129TH STREET, NEW YORK, NY 10035		501(C)(3) PUBLIC CHARITY	5,000.	
	INSTITUTE OF CLASSICAL	GENERAL SUPPORT NONE	501(C)(3)		
	ARCHITECTURE 164 FIFTH AVENUE, NEW YORK, NY	•	PUBLIC CHARITY	5,000.	
	10010	SERVICE BOTTORT			
	WILDLIFE CONSERVATION SOCIETY, 2300 SOUTHERN BOULEVARD, BRONX, NY 10460	NONE	501(C)(3) PUBLIC CHARITY	5,000.	
		GENERAL SUPPORT			
	INTERFAITH COUNCIL FOR SOCIAL SERVICES	NONE	501(C)(3) PUBLIC CHARITY	1,000.	
	110 W. MAIN ST., CARRBORO, NC 27510	GENERAL SUPPORT			
	BLUE RIBBON MENTOR ADVOCATE PROGRAM	NONE	501(C)(3) PUBLIC CHARITY	1,000.	
i i	MERRITT MILL RD., CHAPEL HILL, NC 27516	GENERAL SUPPORT		_,000.	

MRS. GILES WHITING FOUNDATION			13-6154484
ORANGE COUNTY LITERACY COUNCIL, 503-F WEST FRANKLIN ST., CHAPEL HILL, NC 275	NONE GENERAL SUPPORT	501(C)(3) PUBLIC CHARITY	3,000.
UNIVERSITY OF CHICAGO, 1050 EAST 59TH STREET, CHICAGO, IL 60637	NONE WHITING FELLOWS ASSOCIATION	501(C)(3) PUBLIC CHARITY	
PRINCETON UNIVERSITY, 205 NASSAU HALL P.O. BOX 255, PRINCETON, NJ, 11817		501(C)(3) PUBLIC CHARITY	2,000.
YALE UNIVERSITY, 320 YORK STREET, NEW HAVEN, CT 06520	NONE WHITING FELLOWS ASSOCIATION	501(C)(3) PUBLIC CHARITY	2,000.
BRYN MAWR COLLEGE, 101 NORTH MERION AVE., BRYN MAWR, PA 19010	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	
UNIVERSITY OF CHICAGO, 1050 EAST 59TH STREET, CHICAGO, IL 60637	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	
COLUMBIA UNIVERSITY, 535 W.116TH STREET, NEW YORK, NY 10027	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	
HARVARD UNIVERSITY, UNIVERSITY HALL 18, CAMBRIDGE, MA 02138	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	50,000.

MRS. GILES WHITING FOUNDATION			13-6154464
PRINCETON UNIVERSITY, 205 NASSAU HALL P.O. BOX 255, PRINCETON, NJ 08544	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	40,000.
STANFORD UNIVERSITY, MAIN QUAD, BUILDING 1, STANFORD, CA 94305	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	25,000.
YALE UNIVERSITY, 320 YORK STREET, NEW HAVEN, CT 06520	NONE GRANTS-IN-AID FOR WHITING FELLOWSHIPS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	40,000.
BRYN MAWR COLLEGE, 101 NORTH MERION AVE., BRYN MAWR, PA 19010	NONE WHITING FELLOWS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	81,000.
COLUMBIA UNIVERSITY, 535 W.116TH STREET, NEW YORK, NY 10027	NONE WHITING FELLOWS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	282,000.
PRINCETON UNIVERSITY, 205 NASSAU HALL P.O. BOX 255, PRINCETON, NJ 08544	NONE WHITING FELLOWS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	226,000.
STANFORD UNIVERSITY, MAIN QUAD, BUILDING 1, STANFORD, CA 94305	NONE WHITING FELLOWS IN THE HUMANITIES	501(C)(3) PUBLIC CHARITY	346,000.

C/O MRS. GILES	WHITING FOUNDATION THE AMERICAS, NEW		VRITERS'		INDIVIDUAL	25,000.
	WHITING FOUNDATION THE AMERICAS, NEW		VRITERS'		INDIVIDUAL	25,000.
	WHITING FOUNDATION THE AMERICAS, NEW		VRITERS'		INDIVIDUAL	25,000.
C/O MRS. GILES	WHITING FOUNDATION THE AMERICAS, NEW	NONE WHITING W			INDIVIDUAL	25,000.
	WHITING FOUNDATION THE AMERICAS, NEW	NONE WHITING W			INDIVIDUAL	25,000.
	WHITING FOUNDATION THE AMERICAS, NEW	NONE WHITING W			INDIVIDUAL	25,000.
	WHITING FOUNDATION THE AMERICAS, NEW	NONE WHITING W	VRITERS'	AWARD	INDIVIDUAL	25,000.
	WHITING FOUNDATION THE AMERICAS, NEW	NONE WHITING W	VRITERS'	AWARD	INDIVIDUAL	25,000.
	ONA WHITING FOUNDATION THE AMERICAS, NEW	NONE WHITING W	VRITERS'	AWARD	INDIVIDUAL	25,000.

VU TRAN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
MISCHA BERLINSKI C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
RICK HILLES C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
DONOVAN HOHN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
DOUGLAS KEARNEY C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
LALEH KHADIVI C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
MANUEL MUNOZ C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
DONNA D. BROWN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.
BENJAMIN PERCY C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS'	AWARD	INDIVIDUAL	25,000.

JULIE SHEEHAN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
LYSLEY TENORIO C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
FINE ARTS WORK CENTER IN PROVINCETOWN	NONE	501(C)(3) PUBLIC	
24 PEARL STREET, PROVINCETOWN, MA 02657	WRITERS RESIDENCIES GRANTS	CHARITY	15,000.
MACDOWELL COLONY, 163 EAST 83RD STREET, NEW YORK, NY 10028	NONE	501(C)(3) PUBLIC	
	WRITERS IN RESIDENCE AID	CHARITY	35,000.
YADDO, P.O. BOX 395, SARASOTA SPRINGS, NY 12866	NONE	501(C)(3) PUBLIC	
	WRITERS IN RESIDENCE AID	CHARITY	20,000.
TOTAL TO FORM 990-PF, PART XV, LIN	NE 3A	2,	465,500.

	AND CONTRIBUTIONS FOR FUTURE PAYMENT	STAT	EMENT 14
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ASSOCIATION OF AMERICAN UNIVERSITY PRESSES	NONE	501(C)(3) PUBLIC CHARITY	35,000.
71 WEST 23RD STREET SUITE 901, NEW YORK, NY 10010	PROFESSIONAL DEVELOPMENT WORKSHOPS		,
NEW YORK PUBLIC LIBRARY, FIFTH AVENUE AND 42ND STREET, NEW YORK, NY 10018		501(C)(3) PUBLIC CHARITY	60,000.
	CULLMAN CENTER FOR SCHOLARS AND WRITERS		
BARUCH COLLEGE, ONE BARNARD BARUCH WAY, NEW YORK, NY 10010	NONE	501(C)(3) PUBLIC CHARITY	600,000.
	TEACHING FELLOWSHIP		000,000
BROOKLYN COLLEGE, 2900 BEDFORD AVE., BROOKLYN, NY 11210	NONE	501(C)(3) PUBLIC CHARITY	600,000.
	TEACHING FELLOWSHIP		
KENYON COLLEGE, RANSOM HALL, GAMBIER, OH 43022	NONE	501(C)(3) PUBLIC CHARITY	400,000.
	TEACHING FELLOWSHIP		
BATES COLLEGE, 2 ANDREWS ROAD, LEWISTON, ME 04240-6028	NONE	501(C)(3) PUBLIC CHARITY	400,000.
	TEACHING FELLOWSHIP		
BRYN MAWR COLLEGE, 101 NORTH MERION AVE., BRYN MAWR, PA 19010	NONE	501(C)(3) PUBLIC CHARITY	15,000.
1	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		

			10 0131101
UNIVERSITY OF CHICAGO, 1050 EAST 59TH STREET, CHICAGO, IL 60637	NONE	501(C)(3) PUBLIC CHARITY	35,000.
	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		,
COLUMBIA UNIVERSITY, 535 W.116TH STREET, NEW YORK, NY 10027	NONE	501(C)(3) PUBLIC CHARITY	55,000.
	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		
HARVARD UNIVERSITY, UNIVERSITY HALL 18, CAMBRIDGE, MA 02138	NONE	501(C)(3) PUBLIC CHARITY	45,000.
	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		20,000
PRINCETON UNIVERSITY, 205 NASSAU HALL P.O. BOX 255, PRINCETON, NJ 08544		501(C)(3) PUBLIC CHARITY	40,000.
	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		·
STANFORD UNIVERSITY , MAIN QUAD, BUILDING 1, STANFORD, CA 94305	NONE	501(C)(3) PUBLIC CHARITY	20,000.
	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		
YALE UNIVERSITY, 320 YORK STREET, NEW HAVEN, CT 06520	NONE	501(C)(3) PUBLIC CHARITY	50,000.
	WHITING FELLOWS IN THE HUMANITIES GRANTS-IN-AID		
UNIVERSITY OF CHICAGO, 1050 EAST 59TH STREET, CHICAGO, IL 60637	NONE	501(C)(3) PUBLIC CHARITY	1,500.
	WHITING FELLOWS ASSOCIATION		

			10 0151101
•			
BRYN MAWR COLLEGE, 101 NORTH MERION AVE., BRYN MAWR, PA 19010	NONE	501(C)(3) PUBLIC	91 000
	WHITING FELLOWS IN THE HUMANITIES	CHARITY	81,000.
UNIVERSITY OF CHICAGO, 1050 EAST 59TH STREET, CHICAGO, IL 60637	NONE	501(C)(3) PUBLIC CHARITY	179,000.
	WHITING FELLOWS IN THE HUMANITIES	CHARITI	179,000.
HARVARD UNIVERSITY, UNIVERSITY HALL 18, CAMBRIDGE, MA 02138	NONE	501(C)(3) PUBLIC	278,000.
	WHITING FELLOWS IN THE HUMANITIES	CHARITI	278,000.
PRINCETON UNIVERSITY, 205 NASSAU HALL P.O. BOX 255, PRINCETON, NJ 08544	NONE	501(C)(3) PUBLIC	226,000.
10 00344	WHITING FELLOWS IN THE HUMANITIES	CHARTT	220,000.
YALE UNIVERSITY, 320 YORK STREET, NEW HAVEN, CT 06520	NONE	501(C)(3) PUBLIC CHARITY	280,000.
	WHITING FELLOWS IN THE HUMANITIES	CIMACITI	200,000.
JERICHO BROWN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
JAY HOPLER C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
ADAM JOHNSON C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.

RAJIV JOSEPH C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
JOAN KANE C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
MICHAEL MEYER C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
NAMI MUN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
HUGH RAFFLES C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
SALVATORE SCIBONA C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY		INDIVIDUAL	25,000.
VU TRAN C/O MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS, NEW YORK, NY	NONE WHITING WRITERS' AWARD	INDIVIDUAL	25,000.
CAVE CANEM, 39 JANE STREET APT.GB, NEW YORK, NY 10014	NONE	501(C)(3) PUBLIC	
	WRITERS' RESIDENCIES GRANTS	CHARITY	10,000.
CORPORATION OF YADDO, P.O. BOX 395, SARASOTA SPRINGS, NY 12866	NONE	501(C)(3) PUBLIC	20,000.
	WRITERS' RESIDENCIES GRANTS	CHARITY	20,000.

MACDOWELL COLONY, 163 EAST 83RD STREET, NEW YORK, NY 10028

NONE

501(C)(3) PUBLIC

CHARITY 105,000.

WRITERS' RESIDENCIES

GRANTS

TOTAL TO FORM 990-PF, PART XV, LINE 3B

3,785,500.

KEFUKI KUN 12/01/2009 AL	י טס אין אין					•
WHITING FOUNDATION PINNACLE ASSOCIATES ACCOUNT # 440993617 BASE CURRENCY U S DOLLAR PORTFOLIO TYPE: PRINCIPAL	LE ASSOCIATES R	FIDUCIARY TRUST SCHEDUL TRADE TRADE AS OF 1	FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	د.		PAGE 4
Units	Security Description	Unit Cost	Cost	Unit Price	Market Value	Estimated Annual Income
-	/4					
Total Short Term				,		
					J	
5,200 00 7	AMR CORP DEL ARRIS GROUP INC	9 4875	49,335,12	6 0400	31,408 00	00 0
	ARROW ELECTRONICS INC	26 9037	43,045.92		048.	0.00
•	ASCENT MEDIA CORP CL A	26 3897	7,257 16		297	00.00
	ATMEL CORP	3 5273	62,786 25		70,666 00	00 0
•	AVNET INC	18 9490	37,898 00	27 2500	500	00 009
5,800 00	BELO CORP SER A	1.8064	10.476.93			1,740.00
	BILL BARRETT CORP	54.9407	65,928 88		260	00 0
_	BROOKS AUTOMATION INC	13.8526	59,566 33	7 3300	519	00 0
_	BUCYRUS INTERNATIONAL INC	26 7500	72,224.93	51.7900	833	270.00
-	CAEINC	4 6018	37,734.76	.110	202	934 80
•	CABLEVISION SYSTEMS NEW YORK GRP CL A	8 0916	36,412 11	25 0200	112,590.00	
5,400 00	CAMECO CORP	4.1429	22,371 66	28 8000		1,252 80
00	CINCINNATI BELL INC	3 7044	•			
00	COGNEX CORP	23.7740	68,944 53	16.4600	47,734 00	580 00

Particle Cont Particle Cost Date		ACLE ASSOCIATES LAR	FIDUCIARY TRUST SCHEDUL TRADE AS OF	FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	4		PAGE 5
CHOMAINS INC CHOMAINS INC CL C C C C C C C C			Unit Cost	Cost	Unit Price	Market Value	Estimated Annual Income
CROWN MEDIA HLDGS INC CL. C. 6.6466 DEBOLD INC DEBOLD	ulties (Cont)						
COMMINS INC 1.620 19,337 35 44,9000 121,230.00 1.0		CROWN MEDIA HLDGS INC CL	6.6466	8,610			00 0
DESCUELD INC DESCUELD INC EUGHNETIC CORPORATIONS 1.1349 1.1349 1.1341		CUMMINS INC	7.1620	19,337 35		121,230.00	1,890.00
The color of the		DIEBOLD INC	14.1421	53,404.50		•	1,455.00 0 00
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GENERORP INC 13.8860 65.264.35 7.8100 36.707 00 GILEAD SCIENCES INC 8.8417 29,177 75 46 0500 151,965.00 2 GOORICH CORPORATION 27.838 55,670.68 59,3400 18,680.00 2 GOORICH CORPORATION 6.6323 75,607.87 5.0600 57,538 00 2 NEW DEAM CORP 15 4363 18,523 56 28.0600 57,684 00 57,538 00 HARMONIC INC 15 4363 18,523 56 28.500 33,900 00 33,900 00 HEIDRICK & STRUGGLES INTL 13 8066 35,897.25 37 550 97,630.00 97,630.00 HELMERICK & PAYNE INC 13 8066 35,897.25 37 550 97,630.00 97,630.00 HELMERICK E PAYNE INC 13 8066 35,897.25 37,560.00 45,365.00 97,630.00 HELMERICK E PAYNE INC 13 813 96,2028 15 14,200 43,015.00 43,015.00 INC INTERMECINC INC 13 81.40 13 500 43,015.00 43,015.00 INT RANSAS CITY SOUTHURI	2,700.00	GANNETT CO INC	8 4233	22,742.91	0068 6	26,703.00	432.00
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	2,000.00	LAZARD LTD	•	73,610.71	38.7600		1,000 00

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LIBERTY MEDIA HOLDING LIN TO CORP CLA LOGGENET INTERACTIVE CORP CLA RABBERLAL & LISELEY CORP CLA LOGGENET CORP CLA RABBERLAL & LISELEY CORP RABBERLAL & LISELEY CORP LOGGENET CORP CLA LOGGENET CORP LOGGENET CORP CLA LOGGENET CORP	LIBERTY MEDIA HOLDING LIGORENET MY CORP CLA LIN CORP - CAP PR A LIN CORP CLA LIN C			Unit Cost	Cost	Unit Price	Market Value	E 1
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NEW YORK TIMES CO CL A 17 9568 50,279 04 8 4400 25,632.00 NEW YORK TIMES COCL A 17 9568 50,279 04 8 4400 25,632.00 ONVELLUS SYSTEMS INC 24.8976 87,141.56 20.6900 72,415.00 OPENTY CORP CLA 2.3673 37,876 99 1 5700 25,120.00 OPENTY CORP CLA 37,876 99 8 3600 45,144.00 27,776.00 OPENTY CORP CLA 33.3100 45,144.00 25,120.00 45,144.00 27 CLA SHS 38 0634 64,707.84 33.3100 56,270.00 45,144.00 27 PALM CORP 21.5510 64,707.84 33.3100 56,270.00 40.56 PALM INC 96.084.58 66,084.58 6.500 34,450.00 53.460.00 PRECISION CASTPARTS CORP 12.5867 18,880.05 103.6800 14,437 51,965.04 56,000.00 RAYMOND JAMES FINANCIAL 14,4347 51,965.04 43,200 44,442.00 1,01 INC REGISTRY HALF INTERNATIONAL 26,1294 44,442.00 <td>NEW YORK TIMES CO CL A NEW YORK TIMES CO CL A NEW YORK TIMES CO CL A NOVY PHORANCEUTICALIS NOVY CLUGS SYSTEMS NOVY CORP CL A 2.1673 3.673 3.673 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 8 3.7676 9</td> <td>8</td> <td>MYRIAD GENETICS INC</td> <td>12.5198</td> <td>48,827 22</td> <td>23.1200</td> <td>90,168,00</td> <td>0.00</td>	NEW YORK TIMES CO CL A NEW YORK TIMES CO CL A NEW YORK TIMES CO CL A NOVY PHORANCEUTICALIS NOVY CLUGS SYSTEMS NOVY CORP CL A 2.1673 3.673 3.673 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 3.7676 9 8 3.7676 9	8	MYRIAD GENETICS INC	12.5198	48,827 22	23.1200	90,168,00	0.00
NOVELLUS SYSTEMS INC COM ONENTE PRARMACEUTICALS INC 24.7647 39,623 44 28.6100 45,745.00 24.7647 39,623 44 28.6100 45,776.00 24.7647 39,623 44 28.6100 45,776.00 25.320.00 25.320.00 25.320.00 25.320.00 25.320.00 25.320.00 25.320.00 25.320.00 25.320.00 25.320.00 27.3673 37.820 21.5510 21.5510 22.3310 25.320.00 25.320.00 27.320.	NOVELLUS SYSTEMS INC COM 24.8976 87,141.56 20.6900 72,415.00 ONYX PHRAMACEUTICALS INC 2.3673 37,876 39 1 5700 25,120.00 OPENTY CORP CL A 2.3673 37,876 39 1 5700 25,120.00 ORIENT EXPRESS HOTELS LTD 9 3523 50,502.52 8 3600 45,744.00 27,120.00 CL A SHS SS SS 38 0634 64,707.84 33.3100 56,627.00 40,506 CL A SHS SS SS SS 33.3100 56,627.00 1,79 PALL CORP PALM INC BALM GORD 43,589.80 66,808.22 10.9100 49,505.00 1,03 PALL CORP 12 5867 18,880.05 10.9100 43,744.50 24,450.00 1,01 PRECISION CASTPARTS CORP 12 5867 14,434 14,434 14,434 14,435.00 14,435.00 15,965.00 24,220 1,01 INC REGENEROR DEVICES INC 5 9893 49,112.50 4 3200 43,200 1,05 ROMAN COS IN	00	NEW YORK TIMES CO CL A	17 9568	50,279 04	8 4400	23,632.00	00 0
ONYX PHARMACEUTICALS INC 24.7647 29,623 44 28.6100 45,776.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 27,12	OPENTY CORP CALA ONYX PHRMACEUTICALS INC 2.3673 37,876 99 15700 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 25,120.00 26,120.00 27,876 29,582 20,582 21,5510 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,582 50,682 50,687 50,882 50	00		24.8976	87,141.56	20.6900	72,415.00	00.00
OPENTLY CORP CL A OPENTLY CORP CL A OPENTLY CORP CL A ORIENT EXPRESS HOTELS LTD ORIENT EXPRESS HOTELS LTD OSI PHARMACEUTICALS INC SSI 663 808 22 SSI 963 64 707 84 33.3100 SSI 9647 00 40, 70 PALL CORP SSI 66 68 808 22 31.8300 96,673.00 49,095 00 49,095 00 49,095 10 0193 PRECISION CASTPARTS CORP INC REGENERON PHARMACEUTICALS INC REGENERON PHARMACEUTICALS INC REGENERON PHARMACEUTICALS INC ROBERT HALF INTERNATIONAL SSI 798 74 74 SSI 798 74 A 3 200 A 4 4442 00 A 4 4442 00 A 2 2 33300 A 4 4442 00 A 2 2 2 3300 A 3 2 2 2 3300 A 3 2 2 2 3300 A 3 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	OPENITY CORP CL A 2.3673 37,876 99 1 5700 25,120.00 25,120.00 ORIENTY CORP CL A SHORESS HOTELS LTD 9 3523 50,502.52 8 3600 45,144.00 27 CL A SHS SHORESS HOTELS LTD 38 0634 64,707.84 33.3100 56,627.00 1,79 OSI PHARMACEUTICALS INC 66,808.22 31.8300 98,673.00 1,79 PALL CORP PALL CORP PALL CORP LAIC CORP LAI SOLUTION CASTPARTS CORP LAIC LAIC LAIC LAIC LAIC LAIC LAIC LAIC	00	ONYX PHARMACEUTICALS INC	24.7647		28.6100	45,776.00	00.00
ORIENT EXPRESS HOTELS LTD ORIENT EXPRESS HOTELS LTD CL A SHS CL A SHS CL A SHS OCSI PHARMACEUTICALS INC 21.5510 66.808.22 31.8300 96.673.00 1,79 PALL CORP P	CL A SHS ORIENT EXPRESS HOTELS LTD 9 3523 50,502.52 8 3600 45,144.00 27 CL A SHS CL A SHS 38 0634 64,707.84 33.3100 56,627.00 1,79 PALL CORP PALL CORP 66,808.22 31.8300 98,673.00 1,79 PALL CORP 66,808.22 31.8300 49,095.00 40,50 PALL CORP 16.2424 66,084.58 6.5000 34,450.00 5,30 PALM INC 16.2424 18,880.05 10.31.6800 155,520.00 1,01 PRCISION CASTPARTS CORP 12.5867 43,744.50 24.2900 55,867.00 1,01 INC RAYMOND JAMES FINANCIAL 14.4347 51,965.04 18,3500 66,060.00 1,01 INC REGENERON PHARMACEUTICALS 14.4347 51,965.04 18,3500 66,060.00 1,01 INC RF 10.9103 49,112.50 43,200 35,424.00 1,05 INC 20.3311 52,795.94 42,143.92 44,442.00 44,442.00 1,05 <td>00</td> <td>OPENTY CORP CL A</td> <td>2,3673</td> <td></td> <td></td> <td>25,120.00</td> <td>0.00</td>	00	OPENTY CORP CL A	2,3673			25,120.00	0.00
OLI PARRACEUTICALS INC 21.5510 66,808.22 21.8300 96,673.00 96,808.22 31.8300 96,673.00 96,808.22 10.9100 96,673.00 96,808.22 96,673.00 96,808.22 10.9100 96,6073.00 96,808.22 10.9100 96,6073.00 96,606.00 12.567 12.567 12.567 12.5600 12.5600 12.567 12.5600 12.5600 12.5600 12.5600 12.5600 12.5600 12.5600 12.5600 12.50000 12.50000 12.50000 12.5	OLD A SHS OLD HARMACEUTICALS INC DLA 21.5510 EALL CORP PALL CORP P	00	ORIENT EXPRESS HOTELS LTD	9 3523			45,144.00	270 00
OSI PHARMACEUTICALS INC 18 0634 64,707.84 33.3100 56,627.00 21.5510 66,808.22 13.1830 98,673.00 98,744.00 98,744.00 98,744.00 98,744.00 98,744.00 98,744.00 98,744.00 98,744.00 98,744.00 98,744.00 98,746.00 98,74	OSI PHARMACEUTICALS INC 18 0634 10.3100 10.51000 10.51000 10.51000 10.51000 10.51000 10.51000 10.51000		א מחס		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 4 1	111111111111111111111111111111111111111	1
PALL CORP PALL CORP PALL INCE PALL I	PALL CORP PALL CORP 21.5510 66, 808.22 31.8300 98,673.00 PALL CORP 9666 43,589.80 10.9100 49,095.00 PAL BIOPHARMA INC 16.2424 86,084.58 6.5000 34,450.00 PRECISION CASTPARTS CORP 12.5867 18,880.05 10.9100 34,450.00 RAY 19.0193 43,744.50 24.2900 55,867.00 INC REGENERON PHARMACEUTICALS 14.4347 51,965.04 18.3500 66,060.00 INC ROBERT HALF INTERNATIONAL 26.1294 57,484.74 22.3300 49,112.00 ROWAN COS INC 29.3311 52,795.94 24.6900 44,442.00 ROWAL CARIBBEAN CRUISES 15.0514 42,143.92 24.5700 68,796.00	0	OSI PHARMACEUTICALS INC		64,707.84	33.3100	56,627.00	0.00
PALM INC	PALM INC 9 6866 43,589.80 10.9100 49,095 00 PALM INC 16,2424 86,084.58 10.9100 34,450.00 PRECISION CASTPARTS CORP 12 5867 18,880.05 155,520.00 RAYMOND JAMES FINANCIAL 19 0193 43,744.50 24.2900 55,867 00 INC INC 14,4347 51,965 04 18.3500 66,060.00 RF MICRO DEVICES INC 5 9893 49,112.50 4 3200 35,424 00 ROBERT HALF INTERNATIONAL 26 1294 57,484 74 22,3300 49,126 00 ROWAN COS INC 29.3311 52,795 94 24,5700 68,796 00 LTD LTD 24 5700 68,796 00	00	PALL CORP	21.5510	66,808.22	31,8300		1,798 00
PDL BIOPHARNA INC	PDL BIOPHARNA INC 16.2424 86,084.58 6.5000 34,450.00 5,300 PRECISION CASTPARTS CORP 12.5867 18,880.05 103.6800 155,520.00 180.01 1	8	PALM INC	9 6 8 6 6	43,589.80	10.9100	49,095 00	40,500.00
PRECISION CASTPARTS 12 5867 18,880.05 103,6800 155,520.00 180. RAYMOND JAMES FINANCIAL 19 0193 43,744.50 24.2900 55,867 00 1,012 REGENERON PHARMACEUTICALS 14.4347 51,965 04 18,3500 66,060.00 0 INC INC 5 9893 49,112.50 4 3200 35,424 00 0 ROBERT HALF INTERNATIONAL 26 1294 57,484 74 22.3300 44,442.00 1,056 ROWAL CAPTRIFEA 29,3311 52,795 94 24 6900 44,442.00 720	PRECISION CASTPARTS 12 5867 18,880.05 103,6800 155,520.00 180. RAYMOND JAMES FINANCIAL 19 0193 43,744.50 24.2900 55,867 00 1,012 INC REGENERON PHARMACEUTICALS 14.4347 51,965 04 18.3500 66,060.00 0 INC INC 5 9893 49,112.50 4 3200 35,424 00 0 ROBERT HALF INTERNATIONAL 26 1294 57,484 74 22.3300 49,112 00 1,056 INC ROWAN COS INC 29.3311 52,795 94 24 6900 44,442.00 720 ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 5700 68,796 00 420	8	PDL BIOPHARMA INC	16.2424	86,084.58	6.5000	34,450.00	5,300 00
RAYMOND JAMES FINANCIAL INC REGENERON PHARMACEUTICALS REGENERON PHARMACEUTICALS REGENERON PHARMACEUTICALS INC RF MICRO DEVICES INC ROBERT HALF INTERNATIONAL Solvan COS INC ROWAL CARDEN CALLER SOLVED SOLV	RAYMOND JAMES FINANCIAL 19 0193 43,744.50 24,2900 55,867 00 1,012 INC REGENERON PHARMACEUTICALS 14.4347 51,965 04 18.3500 66,060.00 0 RF MICRO DEVICES INC 5 9893 49,112.50 4 3200 35,424 00 0 ROBERT HALF INTERNATIONAL INC 26 1294 57,484 74 22.3300 49,126 00 1,056 INC ROWAN COS INC 29.3311 52,795 94 24 6900 44,442.00 720 ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 5700 68,796 00 420	00	PRECISION CASTPARTS CORP	12 5867	18,880.05	103,6800	155,520.00	180.00
REGENERON PHARMACEUTICALS	REGENERON PHARMACEUTICALS 14.4347 51,965 04 18.3500 66,060.00 0 INC INC 5 9893 49,112.50 4 3200 35,424 00 0 ROBERT HALF INTERNATIONAL 26 1294 57,484 74 74 22.3300 49,126 00 1,056 INC ROWAN COS INC 29.3311 52,795 94 24 6900 44,442.00 720 ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 5700 68,796 00 420.	00	RAYMOND JAMES FINANCIAL	19 0193	43,744.50	24.2900	55,867 00	
INC RF MICRO DEVICES INC ROBERT HALF INTERNATIONAL SO 1294	INC RF MICRO DEVICES INC ROBERT HALF INTERNATIONAL SONAL CARIBBEAN CRUISES 15 0 9 8 9 3 4 9 , 112 .50 4 3200 35 , 424 00 0 17 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0	STECHTERON PHARMACETTICALS	14 4347	965	18 3500	66,060,00	0
RF MICRO DEVICES INC 5 9893 49,112.50 4 3200 35,424 00 0 ROBERT HALF INTERNATIONAL 26 1294 57,484 74 22.3300 49,126 00 1,056 INC INC 29,3311 52,795 94 24 6900 44,442.00 720 ROMAN COS INC 15 0514 42,143.00 44,442.00 44,442.00 470	RF MICRO DEVICES INC 5 9893 49,112.50 4 3200 35,424 00 0 ROBERT HALF INTERNATIONAL INC 26 1294 57,484 74 22,3300 49,126 00 1,056 INC ROWAN COS INC 29.3311 52,795 94 24 6900 44,442.00 720 ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 5700 68,796 00 420 LTD LTD	,	INC		1)))) 1	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,) ;
ROBERT HALF INTERNATIONAL 26 1294 57,484 74 22,3300 49,126 00 1,056 INC INC 29,3311 52,795 94 24,442.00 720 ROMAN COS INC 29,331 52,795 94 24,442.00 720	ROBERT HALF INTERNATIONAL 26 1294 57,484 74 22,3300 49,126 00 1,056 INC ROWAN COS INC 29.3311 52,795 94 24 6900 44,442.00 720 NOVAL CARIBBEAN CRUISES 15 0514 42,143.92 24 5700 68,796 00 420. LTD LTD 42,000 42,000 420.	00	RF MICRO DEVICES INC		9,112.			
INC	INC ROWAN COS INC ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 6900 44,442.00 720 ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 6900 68,796 00 420.	00	ROBERT HALF INTERNATIONAL		7,484	22.3300		
ROYAL, CAPITREAN CRITICES 15 02 24 5700 68 705 00 4270	ROYAL CARIBBEAN CRUISES 15 0514 42,143.92 24 5700 68,796 00 420. LTD	00	ENC ROWAN COS INC	29.3311			44.442.00	
	LTD	0	POVAL CAPIBBEAN COLLEGE	A L 20 2 L	נים ניסר		00 301 03	

AL PAGE 7	Estimated Unit Price Market Value Annual Income		.8100 59,430.00 0	1100 36,049 00 14,10	5 5800 34,038 00 0.00	2000	00		9 5200 74,256 00 0.00	50,400 00 2,400	0	62,016		14,5500 75,660,00 0 00		2600 55,890.00	2600 55,890.00 0 0500 21,045 00 3,864.	2600 55,890.00 0 0500 21,045 00 3,864. 6600 17,864.00 80	2600 55,890.00 0 0500 21,045 00 3,864. 6600 17,864.00 81,282.00 1,860	2600 55,890.00 0 0500 21,045 00 3,864.0 6600 17,864.00 80,2200 81,282.00 1,860	2600 55,890.00 3,864.00 5500 17,864.00 3,864.00 3,864.00 3,864.00 3,864.00 3,864.00 3,860.00 2500 48,575.00 0	2600 55,890.00 0 3,864.00 3,664.00 1,864.00 1,860.00 1,282.00 1,860.00 1,860.00 1,860.00 1,300.00 1,564.00 2,128.	2600 55,890.00 0 3,864.00 0 3,664.00 1,2860 1,864.00 1,860 2500 48,575.00 1,860 0 1300 81,564.00 2,128.
FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	Cost			78,289 50	47,207 64	כני ונו 70		36,364 58	81,240 42	58,234,48	69.854.23	52,482.92		89,913 11		45, I/8 20	45, I78 20 38, 399 62	45,178 20 38,399 62 13,099.14	45,178 20 38,399 62 13,099.14 67,207.92	45, 178 20 38, 399 62 13, 099.14 67, 207.92 92, 327.72	45,178 20 38,399 62 13,099.14 67,207.92 92,327.72	45,178 20 38,399 62 13,099.14 67,207.92 92,327 72 40,418 00	45, 178 20 38, 399 62 13, 099.14 67, 207.92 92, 327 72 40, 418 00
FIDUCIARY TRUST SCHEDUI TRADE AS OF	Unit Cost			13 2694	7 7390	כאשר רר	COOTIT	8.4569	10 4154	29 1172		4,6038		17,2910	9011 02	מסידי סי	5 5652	35.7479	5 5652 32.7479 21.6800	15 5455 32.7479 21.6800 13 7803	5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	5 5552 3 5 5552 31 7 4 7 9 13 7 8 0 3 14 . 4 3 5 0	5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5
CLE ASSOCIATES	b Security Description		RTI INTL METALS INC	SAKS INC	SEACHANGE INTERNATIONAL	CENTER CENETICS INC. COM	SEATINE GENETICS INC COM	SINCLAIR BROADCAST GROUP INC CL A	STILLWATER MINING CO	SUNOCO INC	TRIMBLE NAVIGATION LTD	TRIQUINT SEMICONDUCTOR	INC	TW TELECOM INC	TI S CELLIII.AR CORP		UNIFI INC	UNIFI INC	UNIFI INC UNITED STS STL CORP NEW VALSPAR CORP	UNIFI INC UNITED STS STL CORP NEW VALSPAR CORP VISHAY INTERTECHNOLOGY	UNIFI INC UNITED STS STL CORP NEW VALSPAR CORP VISHAY INTERTECHNOLOGY INC	UNIFI INC UNITED STS STL CORP NEW VALSPAR CORP VISHAY INTERTECHNOLOGY INC	UNIFI INC UNITED STS STL CORP NEW VALSPAR CORP VISHAY INTERTECHNOLOGY INC WADDELL & REED FINL INC CL A WHIRPOOL CORP
WHITING FOUNDATION PINNACLE ASSOCIATES ACCOUNT # 440993617 BASE CURRENCY U S DOLLAR BORRENCY U S DOLLAR	FORIFOLIO IIFE FRINCIPAL Units	Equities (Cont)		2,900.00	6,100.00			4,300 00			3,100,00	11,400 00				30.00 ' H							

EIN#: 13-6154484 Form 990 PF Flyle 11)30/2009

PAGE 15	Estimated Annual Income	525.6 0 0 0 0 0 0 0 0 0 1,104 0 596 4 792 8 4 8 4 8 4 7 0 4 0 7 0 4 0 7 10 6
•	Market Value	33,762.50 29,632.56 25,630.00 66,460.80 66,460.80 14,775.10 18,775.10 18,921.00 24,213.00 24,213.00 24,213.00 8,923.20 63,933.10
.1	Unic Price	46 2500 266 9600 24 7800 29 1200 20 8100 20 8100 21 200 22 4800 31 7200 35 5200
FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	Cost	41,451 70 35,629 66 26,567 85 4,404 41 14,473.96 11,428 12 17,101 68 21,671.23 59,555.07 45,474 04 45,474 04
FIDUCIARY TRUST SCHEDDU TRADE AS OF	Unit Cost	56.7832 320 9879 53 1357 12 4900 42 7196 20 3859 23 3177 23 3177 27 8982 38 1795 24 1884 25 8648
ATION RIVER ROAD	Security Description	AIRGAS INC ALLEGHANY CORP DEL AMERCO INC AMERICAN DAIRY INC AVISTA CORP BANCORPSSOUTH INC BANKLEY W R CORP BERKLEY W R CORP BIG LOTS INC BRINK'S HOME SECURITY HOLDINGS INC CASEYS GENERAL STORES INC CASEYS GENERAL STORES CINCINNATI FINANCIAL CORP
MRS GILES WHITING FOUNDATION RIVER ROAD ACCOUNT # 440993644 BASE CURRENCY: U.S. DOLLAR	FORIFOLD LIFE: FRINCIFY Units	Equities 730 00 111 00 500 00 360 00 1,840.00 710 00 72,020.00 1,630.00 1,760 00 1,760 00 2,020.00 1,760 00 2,020.00 2,020.00 2,020.00 2,020.00 2,020.00

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Fiduciary Trust Company International 600 Fifth Avenue, New York, NY 10020-2336 (212) 632-
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ILES WHITING FOUNDATION RIVER ROAD NT # 440993644 CURRENCY U.S DOLLAR	ATION RIVER ROAD LAR	FIDUCIARY TRUST COMPA SCHEDULE OF TRADE DATE AS OF NOV 3	FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	4		PAGE 16
OLIO TYPE: PRINCIPAL Units	at Security Description	Unit Cost	Cost	Unit Price	Market Value	Estimated Annual Income
ities (Cont)						
1,970.00	CKX INC	6 7149	13,228.41	5.4600	10,756 20	00 0
330 00	COCA COLA BOTTLING CO		13,262.60	47 3400	15,622.20	330 00
873.00	COMMERCE BANCSHARES INC	40.1596	35,059.36	40.2000	35,094 60	838.08
200 00	COPART INC		18.217 41	32 4200	22.694.00	00.0
200 00	CORPORATE EXECUTIVE BRD	23 6196	16,533 73	20 9600	14,672.00	280 00
	ខ					
1,170 00	CRACKER BARREL OLD COUNTRY STORE INC	26.9327	31,511 30	37.5600	43,945.20	936.00
1,110 00	DEAN FOODS CO NEW		19,984 33	15 9000	17,649 00	
740 00	DOLLAR TREE INC		26,576.57	48 9700	36,237.80	00 0
940 00	DRESS BARN INC		14,607.50	21 4700	20,181.80	
20 00	DST SYSTEMS INC DEL NEW	42 1916	2,109 58	42 4800	2,124 00	0.00
320 00	ENCORE ACQUISITION CO		13,152.72	45.0200	14,406.40	00 0
310.00	ENERGEN CORP	44.4524	13,780.25	43,5000	13,485.00	ın
1,530 00	EQUIFAX INC	34.5130	52,804.84	28 6500	43,834,50	
570.00	FIRSTSERVICE CORP SUB VTG	14 9700	8,532.90	18.5200	10,556 40	00 0
390.00	FORRESTER RESEARCH INC	23,4451	9,143,57	25.0500	9,769 50	00 0
1,700.00	FREDS INC CL A	12,5993	21,418.75	6		,
1,130 00	FRONTIER OIL CORP	16.7683	18,948.18	11.5300		271 20
2,110.00	GLATFELTER	14 6636	30,940 20	11.1200		759 60
410.00	HEWITT ASSOCIATES INC CL	•	13,394 76	40 1800	16,473,80	
	A					
1,210 00	HILLENBRAND INC	17 5265	21,207 12		22,143 00	895,40
1,900 00	HILLTOP HOLDINGS INC		20,755.84	12.1500	23,085 00	00 0
870.00	INDUSTRIAS BACHOCO SAB DE		27,134.69	21,8000	18,966.00	476 76
4	CV SPONS ADR					
1,340.00	INGRAM MICRO INC	18 4400	24,709 60	16 9900	22,766.60	00 0

PAGE 17	Estimated Annual Income		16,182.00 84 00	3,566.00 178 50	9,927.50 107.25			,562.80 0 00			,312 00 0.00	17,867 80 328 00	,352.50 696.00			780.	1,200	244.	,041 60 000		04.050 02 TC0 01 TCC 01	50 1,433	129 40 1,124 00	342.		0	,610 00 1,020 00	
	Market Ve		9700 16,	,9200 13,						1200 20,	4000	7900							1200 15,	•	7 (7900	7400				6100 19,	
ONAL	Unit Price		26	12.	36	12	40	14	16.	22	17	21	10	46	35	46	10.	31.	22.	t r		.01	20	21		on ;	19	
TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	Cost		14,584 42	13,868.46		18,574 69			י ח	20,454 60	16,510 10	7.1	6,235.72	14,563.56	6,535.01	26,032.86	6,467.	15,336.85	623.		36, 797 13	7,804.L	07 659 79	791.0			016	
FIDUCIARY TRUST SCHEDOU TRADE AS OF	Unit Cost		24.3074	13 2081	28 1676	23 2184	27.0744	16.2735	7 005	22.4776	18.7615	23 8745	7 1675						25 9169	,	, ע	, 25	22 2988	20 6861		15 1272		
NTION RIVER ROAD	Security Description		INTERNATIONAL SPEEDWAY	ITURAN LOCATION AND	J & J SNACK FOODS CORP	JAKKS PAC INC	JOS A BANK CLOTHIERS INC	KINDRED HEALTHCARE INC	KORN/FERRY INTL	LINCOLN EDUCATIONAL	MARTEK BIOSCIENCES CORP	MAX CAPITAL GROUP LID	NATIONAL BEVERAGE CORP	NATIONAL FUEL GAS CO NJ	NATIONAL HEALTHCARE CORP	NAVIGATORS GROUP INC	OFFICEMAX INC	OPPENHEIMER HOLDINGS CL A	PAPA JOHNS INTERNATIONAL	INC	PAKINEKKE DID	PEOPLES UNITED FINANCIAL	CNI TARMUTHA	PHARMACEUTICAL PRODUCT	DEVELOPMENT INC	PIKE ELECTRIC CORP	PORTLAND GENERAL ELECTRIC)
MRS GILES WHITING FOUNDATION RIVER ROAD ACCOUNT # 440993644 BASE CURRENCY U.S. DOLLAR	FORIFOLIO IIPE. PRINCIPAL Units	Equities (Cont)	00 009	1,050.00	275 00	800.00	290.00	00.086	00.099	910.00	880 00		870 00	310 00	170.00	520.00	2,000.00	555.00	00.089	6 6 7 1	530.00	2,350 00	2 810 00	570 00			1,000 00	

MRS GILES WHITING FOUNDATION RIVER ROAD ACCOUNT # 440993644 BASE CURRENCY: U.S. DOLLAR	ATION RIVER ROAD	FIDUCIARY TRUST SCHEDUL TRADE AS OF	FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS TRADE DATE BASIS AS OF NOV 30 2009	ı.		PAGE 18
PORIFOLIO ITE: PRINCIPAL Units	Security Description	Unit Cost	Cost	Unit Price	Market Value	Estimated Annual Income
Equities (Cont)						
1,640 00	PROVIDENT ENERGY TRUST	6 6180	10,853 54	9 3800	10,463 20	1,129 96
1,740 00	UNII RENT A CTR INC NEW	22.0191	38,313.20	17 6900		00.0
710 00	RES-CARE INC	15.4011	10,934.75	12.8300	9,109 30	00.00
2,220.00	RUDDICK CORP	35 3833		26 6200		1,065.60
970.00	SJW CORP		29,232.40	21.4500	-	640.20
770.00 1,980 00	STERIS CORP TELECOMMUNICATION SYS INC	23.8242 8.0518	18,344 64 15,942 52	32 3100 8 4300	24,878 70 16,691.40	338.80
	CL A			6 6 6 7		•
1,730 00 270 00	THE GEO GROUP INC.	14 65UL 37 7543	10,193,66	37 2600	10.060.20	00.0
	UMB FINL CORP	43.0916	23,700 38	39 3000	21,615 00	407 00
640.00	UNIFIRST CORP	44 5089	28,485.67	43 9500		00 96
00 069	VIAD CORP	29.6488	20,457.69	18 4700		
940.00	VILLAGE SUPER MKT INC A	23 4630	22,055 22	30,2200		
260 00	WEST PHARMACEUTICAL SVCS	33.0952	8,604 74	38,5500	10,023.00	166 40
58.00	WHITE MOUNTAINS INSURANCE	389.7672	22,606.50	325,8300	18,898,14	58.00
240.00	ZENITH NATIONAL INSURANCE	38 3823	9,211 76	28 5900	6,861.60	480 00
		1				
Total Equities			1,791,531 52		1,749,375 55	26,583.85
		ı		,		
			;		1 1	ģ

PAGE 4	-	Escimated Annual Income						00 0	771 00	2,312,00	7, 180.00	0.00	1,038 00		טט גענ הא הפה ו	3.128.00	00 0	5,290 00
		Market Value						58,563.00	80,441 00	82,104 90		60,858 00	44,824 30	מט אייט שטר	133,704.00 13 BO4 45	89.746.00	59,494.50	136,931 65
.1		Unit Price						28 9200	12.5200	28.4100	0000	56 3500	25 9100	ממאם אור			30 5100	51 7700
FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS	DATE BASIS NOV 30 2009	Cost						35,373 25	62,729 17	67,702 90	0000		43,214 36	At 201 231	33.923.71	81,279 85	26,214.60	179,629 43
FIDUCIARY TRUST SCHEDUI	TRADE AS OF	Unit Cost						17 4683		23 4266		56,4652	24 9794	16 6794	52.5949	70 6781	13,4434	67 9128
TION SNOW	AR L	Security Description						AGILENT TECHNOLOGIES INC	ALCOA INC	ALLSTATE CORP	INC NEW	AMGEN INC	ASPEN INSURANCE HOLDING	BANK OF AMERICA CORD	BOEING CO	CHEVRON CORP	COMMUNITY HEALTH SYS INC	NEW CONOCOPHILLIPS
MRS GILES WHITING FOUNDATION SNOW CAPITAL	ACCOUNT # 440993626 BASE CURRENCY U.S DOLLAR PORTFOLIO TYPE: PRINCIPAL	Units				Equities	,	2,025.00	6,425 00	2,890.00		1,080.00	1,730 00	9.840.00	645 00	1,150 00	1,950.00	2,645.00

REPORT RUN. 12/01/2009 at 06.49 AM

MRS GILES WHITING FOUNDATION SNOW	ATION SNOW	FIDUCIARY TRUST SCHEDUL	FIDUCIARY TRUST COMPANY INTERNATIONAL SCHEDULE OF ASSETS	د.		PAGE 6
CAFILAL ACCOUNT # 440993626 BASE CURRENCY U.S. DOLLAR PORTFOLIO TYPE PRINCIPAL	LAR AL	TRADE AS OF	TRADE DATE BASIS AS OF NOV 30 2009			
Units	Security Description	Unit Cost	Cost	Unit Price	Market Value	Estimated Annual Income
Equities (Cont)						
1,700 00 5,305,00 3,850.00	VERIZON COMMUNICATIONS WELLS FARGO & CO NEW XL CAPITAL LTD CL A	29.8319 17.0845 3.5512	50,714.23 90,633.13 13,672.12	31 4600 28 0400 18 3100	53,482 00 148,752.20 70,493 50	3,230 00 1,061 00 1,540.00
Total Equities			2,819,401.26		3,165,226 30	55,952 05
70107					1	

MRS. GILES WHITING FOUNDATION
TAX YEAR ENDING NOVEMBER 30, 2009
ATTACHMENT TO FORM 990-PF
EIN #13-6154484

PART XV, LINE 2 - SUPPLEMENTARY INFORMATION

UNDER THE FOUNDATION'S CURRENT PROGRAM, GRANTS ARE GENERALLY RESTRICTED AS FOLLOWS:

- GRANTS TO THE GRADUATE SCHOOLS OF SEVEN EDUCATIONAL INSTITUTIONS TO SUPPORT WHITING FELLOWSHIPS IN THE HUMANITIES;
- GRANTS TO FIVE EDUCATIONAL INSTITUTIONS TO SUPPORT THE WHITING TEACHING FELLOWSHIPS; AND
- WHITING WRITERS' AWARDS, MADE TO EMERGING WRITERS

IN NO INSTANCE IS ANY GRANT RECIPIENT SELECTED AS THE RESULT OF DIRECT APPLICATION TO THE FOUNDATION.

THE FOUNDATION MAKES ADDITIONAL GRANTS TO CHARITABLE ORGANIZATIONS IN SUPPORT OF ACTIVITIES THAT FURTHER THE FOUNDATION'S CHARITABLE PURPOSES.

INQUIRIES WITH REGARD TO SUCH SHOULD BE ADDRESSED AS FOLLOWS:

KELLYE ROSENHEIM DIRECTOR OF OPERATIONS MRS. GILES WHITING FOUNDATION 1133 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10036-6710 (212) 336-2000

Form **8868**

(Rev. April '2009)

Department of the Treasury Internal Revenue Survice

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

OMB No 1545-1709

Form 8868 (Rev. 4-2009)

• If y	you are filing for an Automatic 3-Month Extension, complete only Part I and check this box		▶ 🕱
• If y	you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this	form).	
Do n	ot complete Part II unless you have already been granted an automatic 3-month extension on a previously f	iled Fo	rm 8868.
Pa	Automatic 3-Month Extension of Time. Only submit original (no copies needed)		
A co	rporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and con	nplete	
Part	I only		
	ther corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request ai	n exter	nsion of time
	e income tax returns.		
note: (not a you r	tronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension below (6 months for a corporation required to file Form 990·T). However, you cannot file Form 8868 electron automatic) 3-month extension or (2) you file Forms 990·BL, 6069, or 8870, group returns, or a composite or comust submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic ficures gov/efile and click on e-file for Chanties & Nonprofits.	ically if	f (1) you want the additional ated Form 990-T. Instead,
Type print	· · ·	Emp	loyer identification number
•	MRS. GILES WHITING FOUNDATION	1	3-6154484
File by due da filing y	hate for Number, street, and room or surte no. If a P.O. box, see instructions.		
return	See TIJS AVENUE OF THE AMERICAS		
	NEW YORK, NY 10036-6710		
Chec	ck type of return to be filed (file a separate application for each return):		
	Form 990 Form 990-T (corporation)	720	
	Form 990-BL Form 990-T (sec. 401(a) or 408(a) trust) Form 55		
	Form 990-EZ Form 990-T (trust other than above) Form 66		
X			
	FOIII 66	570	
	ne books are in the care of		
	the expension does not have an efficient place of hydrogen with black States at high the control of the control		
	the organization does not have an office or place of business in the United States, check this box		🟲 🗀
	this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)		
DOX	▶ . If it is for part of the group, check this box ▶ . and attach a list with the names and EINs of all	memb	ers the extension will cover.
1	I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time unit		
	JULY 15, 2010 , to file the exempt organization return for the organization named a	ibove.	The extension
	is for the organization's return for:		
	calendar year or X tax year beginning DEC 1, 2008 and ending NOV 30, 2009		
	► X tax year beginning DEC 1, 2008 , and ending NOV 30, 2009		<u> </u>
2	If this tax year is for less than 12 months, check reason. Initial return Final return		Change in accounting period
3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any		
	nonrefundable credits. See instructions	3a	\$ 50,228.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated		. 50 000
	tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 50,228.
С	Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required,		
	deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System)	<u> </u>	_
	See instructions	3с	\$ 0.
Caut	tion. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form	8879-1	EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 88Ĝ8 (Rev. 4-2009)		Page 2
If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this bo		▶ [X]
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed		. ,
If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).		
Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no co	pies n	eeded)
Type or Name of Exempt Organization	Empl	oyer identification number
print MRS. GILES WHITING FOUNDATION	1	3-6154484
Number, street, and room or suite no If a P O. box, see instructions due date for 1133 AVENUE OF THE AMERICAS	For IF	RS use only
filing the return See City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10036-6710		
Check type of return to be filed (File a separate application for each return): Form 990 Form 990-EZ Form 990-T (sec. 401(a) or 408(a) trust) Form 990-BL Form 990-PF Form 990-T (trust other than above) Form 4720	=	orm 5227 Form 8870
STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previou	sly file	d Form 8868.
The books are in the care of Telephone No If the organization does not have an office or place of business in the United States, check this box If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this box If it it is for part of the group, check this box and attach a list with the names and EINs of all		•
4 I request an additional 3-month extension of time until OCTOBER 15, 2010.		
5 For calendar year, or other tax year beginning DEC 1, 2008, and ending	NOV	30, 2009 .
6 If this tax year is for less than 12 months, check reason: Initial return Final return		Change in accounting period
7 State in detail why you need the extension		
ADDITIONAL TIME IS NEEDED TO COMPILE THE INFORMATION		
NECESSARY TO COMPLETE THE RETURN.		
8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any		
nonrefundable credits See instructions	8a	\$ 50,228.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated		
tax payments made. Include any prior year overpayment allowed as a credit and any amount paid		
previously with Form 8868	8b	\$ 50,228.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit		
with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$ 0.
Signature and Verification		
Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the it is true, correct and complete, and that I am authorized to prepare this form.	best o	f my knowledge and belief,
Signature Title > CPA	Date	► 6/30/10

Form **8868** (Rev. 4-2009)