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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation LILY AUCHINCLOSS FOUNDATION, INC.		A Employer identification number 13-3935995
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (212) 708-9216
	City or town, state, and ZIP code NEW YORK, NY 10021		C If exemption application is pending, check here ☐
			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 47,456,620. (Part I, column (d) must be on cash basis.)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____			

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	903,738.	903,738.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<6,099,839.>			
	b Gross sales price for all assets on line 6a	19,934,858.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	36,779.	<1,563.>		STATEMENT 2	
12 Total. Add lines 1 through 11	<5,159,322.>	902,175.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	67,799.	0.		67,799.
	15 Pension plans, employee benefits	97,183.	0.		97,183.
	16a Legal fees STMT 3	103.	0.		0.
	b Accounting fees STMT 4	12,025.	0.		0.
	c Other professional fees STMT 5	263,901.	193,901.		70,000.
	17 Interest				
	18 Taxes STMT 6	34,752.	5,609.		27,828.
	19 Depreciation and depletion				
	20 Occupancy	38,734.	0.		38,734.
	21 Travel, conferences, and meetings	6,086.	0.		6,086.
	22 Printing and publications	440.	0.		440.
	23 Other expenses STMT 7	44,840.	29,216.		15,624.
	24 Total operating and administrative expenses. Add lines 13 through 23	565,863.	228,726.		323,694.
	25 Contributions, gifts, grants paid	1,762,800.			1,762,800.
26 Total expenses and disbursements. Add lines 24 and 25	2,328,663.	228,726.		2,086,494.	
27 Subtract line 26 from line 12	<7,487,985.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		673,449.			
c Adjusted net income (if negative, enter -0-)			N/A		

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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	3,423,024.	3,167,301.	3,178,186.
	2	Savings and temporary cash investments			
	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 8	5,684,719.	7,509,096.	7,488,033.
	b	Investments - corporate stock STMT 9	36,160,728.	28,307,341.	32,013,886.
	c	Investments - corporate bonds STMT 10	3,604,470.	2,994,814.	3,175,541.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	1,868,207.	1,851,643.	1,593,394.
	14	Land, buildings, and equipment basis ▶ 3,280.			
		Less: accumulated depreciation ▶	3,280.	3,280.	3,280.
	15	Other assets (describe ▶ RENTAL SECURITY)	4,300.	4,300.	4,300.
	16	Total assets (to be completed by all filers)	50,748,728.	43,837,775.	47,456,620.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	50,748,728.	43,837,775.	
Net Assets or Fund Balances	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	Total net assets or fund balances	50,748,728.	43,837,775.	
	31	Total liabilities and net assets/fund balances	50,748,728.	43,837,775.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	50,748,728.
2	Enter amount from Part I, line 27a	2	<7,487,985.>
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	577,032.
4	Add lines 1, 2, and 3	4	43,837,775.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	43,837,775.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 19,934,858.		26,043,633.	<6,099,839.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<6,099,839.>	
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 <6,099,839.>
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). If (loss), enter -0- in Part I, line 8		3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	3,302,145.	53,902,594.	.061261
2007	3,174,920.	61,141,940.	.051927
2006	3,062,193.	58,323,309.	.052504
2005	2,777,258.	55,424,268.	.050109
2004	2,963,413.	54,205,152.	.054670
2 Total of line 1, column (d)			2 .270471
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .054094
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 38,435,292.
5 Multiply line 4 by line 3			5 2,079,119.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,734.
7 Add lines 5 and 6			7 2,085,853.
8 Enter qualifying distributions from Part XII, line 4			8 2,086,494.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	6,734.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,734.
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	6,734.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	45,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	45,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	38,266.	
11 Enter the amount of line 10 to be credited to 2010 estimated tax ☒ 30,000. Refunded ☒	11	8,266.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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 XV.		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>LILYAUCH.ORG</u>		X	
14	The books are in care of ► <u>WTAS LLC</u> Telephone no ► <u>(646) 213-5100</u> Located at ► <u>452 FIFTH AVE, 23RD FLOOR, NEW YORK, NY</u> ZIP+4 ► <u>10018-2706</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No 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? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 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 2009.) ☐ N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2009?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(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 12		0.	0.	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 X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	36,377,084.
b	Average of monthly cash balances	1b	2,643,517.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	39,020,601.
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	39,020,601.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	585,309.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,435,292.
6	Minimum investment return. Enter 5% of line 5	6	1,921,765.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,921,765.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	6,734.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,734.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,915,031.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,915,031.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,915,031.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,086,494.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,086,494.
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	6,734.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,079,760.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,915,031.
2 Undistributed Income, if any, as of the end of 2009				
a Enter amount for 2008 only			482,897.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 2,086,494.				
a Applied to 2008, but not more than line 2a			482,897.	
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 2009 distributable amount				1,603,597.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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	0.			
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 2008: Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				311,434.
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 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year VARIOUS - SEE STATEMENT ATTACHED	NONE	N/A	GENERAL PURPOSE	1,762,800.
Total			3a	1,762,800.
b Approved for future payment	NONE			
Total			3b	0.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co						(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	NEUBERGER	BERMAN	593-33000	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
b	NEUBERGER	BERMAN	593-33000	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
c	NEUBERGER	BERMAN	550-01629	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
d	NEUBERGER	BERMAN	550-01629	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
e	NEUBERGER	BERMAN	550-02808	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
f	NEUBERGER	BERMAN	550-02808	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
g	NEUBERGER	BERMAN	550-02808	- SEE ATTACHED STATEME		P	VARIOUS	VARIOUS
h	OLD WESTBURY	- SCH K-1	S.T.			P	VARIOUS	VARIOUS
i	OLD WESTBURY	- SCH K-1	L.T.			P	VARIOUS	VARIOUS
j	OLD WESTBURY	- SCH K-1	SEC 1231			P	VARIOUS	VARIOUS
k								
l								
m								
n								
o								

(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	1,500,417.		1,326,517.	173,900.
b	3,825,576.		5,064,840.	<1,239,264.>
c	2,749,482.		4,505,461.	<1,755,979.>
d	5,992,247.		9,292,127.	<3,299,880.>
e	2,201,074.		2,252,276.	<51,202.>
f	3,366,062.		3,303,077.	62,985.
g	300,000.		299,335.	665.
h				<1,220.>
i				10,041.
j				115.
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			173,900.
b			<1,239,264.>
c			<1,755,979.>
d			<3,299,880.>
e			<51,202.>
f			62,985.
g			665.
h			<1,220.>
i			10,041.
j			115.
k			
l			
m			
n			
o			

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	<6,099,839.>
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) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CCM *02027 - DIVIDENDS	82,545.	0.	82,545.
NEUBERGER BERMAN 01629 - DIVIDENDS	43,819.	0.	43,819.
NEUBERGER BERMAN 02808 - ACCRUED INTEREST PAID	<14,782.>	0.	<14,782.>
NEUBERGER BERMAN 02808 - DIVIDENDS	1,467.	0.	1,467.
NEUBERGER BERMAN 02808 - INTEREST	487,402.	0.	487,402.
NEUBERGER BERMAN 02809 - DIVIDENDS	39,833.	0.	39,833.
NEUBERGER BERMAN 33000 - DIVIDENDS	258,163.	0.	258,163.
OLD WESTBURY K-1 - DIVIDENDS	2,188.	0.	2,188.
OLD WESTBURY K-1 - INTEREST	3,103.	0.	3,103.
TOTAL TO FM 990-PF, PART I, LN 4	903,738.	0.	903,738.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OLD WESTBURY VENTURE CAPITAL FUND II (EIN:13-4051272)	<1,563.>	<1,563.>	
NEUBERGER BERMAN 550-02808	38,342.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	36,779.	<1,563.>	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICE FEE	103.	0.		0.
TO FM 990-PF, PG 1, LN 16A	103.	0.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEE	12,025.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	12,025.	0.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT SERVICES FEES NB#33000	182,337.	112,337.		70,000.	
INVESTMENT SERVICES FEES - NB #01629	30,289.	30,289.		0.	
ADR FEES - NB #33000	47.	47.		0.	
INVESTMENT SERVICES FEES NB#02809	4,674.	4,674.		0.	
INVESTMENT SERVICES FEES NB#02808	46,554.	46,554.		0.	
TO FORM 990-PF, PG 1, LN 16C	263,901.	193,901.		70,000.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID - NB 33000	5,516.	5,516.		0.	
FOREIGN TAXES PAID - NB 01629	81.	81.		0.	
FOREIGN TAXES PAID - OLD WESTBURY K-1	12.	12.		0.	
PAYROLL TAXES 2009 1ST QUARTER TAX ESTIMATED PAYMENT	27,828.	0.		27,828.	
	1,315.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	34,752.	5,609.		27,828.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NEW YORK STATE FILING FEE	750.	0.		750.	
OLD WESTBURY VENTURE CAPITAL FUND II (EIN:13-40512)	29,216.	29,216.		0.	
COMPUTER SERVICES & SOFTWARE	2,409.	0.		2,409.	
TELEPHONE	2,872.	0.		2,872.	
MESSENGER EXPENSE	346.	0.		346.	
MEMBERSHIP & SUBSCRIPTION	4,825.	0.		4,825.	
BUSINESS MEALS	1,923.	0.		1,923.	
INSURANCE	1,322.	0.		1,322.	
BANK CHARGES	55.	0.		55.	
MISC. EXPENSES	1,122.	0.		1,122.	
TO FORM 990-PF, PG 1, LN 23	44,840.	29,216.		15,624.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
NEUBERGER 02808	X		7,509,096.	7,488,033.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			7,509,096.	7,488,033.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			7,509,096.	7,488,033.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
NEUBERGER 33000	22,508,828.		28,508,332.	
NEUBERGER 01629	0.		0.	
NEUBERGER 02809	5,798,513.		3,505,554.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	28,307,341.		32,013,886.	

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NEUBERGER 02808	2,994,814.	3,175,541.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,994,814.	3,175,541.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INT'L FLAVORS & FRAGRANCES	COST	404,783.	564,410.
OLD WESTBURY VENTURE CAPITAL FUND	COST		
II		1,336,860.	783,208.
CERTIFICATES OF DEPOSIT	COST	110,000.	133,976.
NB #33000 ACCRUED DIVIDEND	COST	0.	21,984.
NB #02808 ACCRUED INTEREST	COST	0.	89,816.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,851,643.	1,593,394.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALEXANDRA A. HERZAN C/O L AUCHINCLOSS FDN, INC 16 E. 79 ST, #31 NEW YORK, NY 10021	DIRECTOR, PRES & TREASURER 0.00	0.	0.	0.
PAUL K. HERZAN C/O L AUCHINCLOSS FDN, INC 16 E. 79 ST, #31 NEW YORK, NY 10021	DIRECTOR & VP 0.00	0.	0.	0.
LEE AUCHINCLOSS LINK C/O L AUCHINCLOSS FDN, INC 16 E. 79 ST, #31 NEW YORK, NY 10021	DIRECTOR 0.00	0.	0.	0.
JANET LEVOFF C/O L AUCHINCLOSS FDN, INC 16 E. 79 ST, #31 NEW YORK, NY 10021	DIRECTOR 0.00	0.	0.	0.
JAMES GARA C/O L AUCHINCLOSS FDN, INC 16 E. 79 ST, #31 NEW YORK, NY 10021	DIRECTOR 0.00	0.	0.	0.
STEADMAN H. WESTERGAARD C/O L AUCHINCLOSS FDN, INC 16 E. 79 ST, #31 NEW YORK, NY 10021	DIRECTOR & SECRETARY 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Lily Auchincloss Foundation
2009 Grants

Date	Payee/Organization	Status	Address	Description	Amount
11/30/08	Workforce Professionals Training Inst	501(c)(3) Public Charity	11 Park Place, Suite 701 New York, NY 10007	Grant	(5,000 00)
12/27/08	Laundromat Project NYFA	501(c)(3) Public Charity	c/o 275 Macdonough Street, Brooklyn, NY 11233	Grant	(8,000 00)
01/20/05	Friends of Strays	501(c)(3) Public Charity	PO Box 541302, Flushing, NY 11354	Grant	(5,000 00)
01/28/05	Society of Illustrators	501(c)(3) Public Charity	128 East 63rd Street, New York, NY 10065	Grant	(5,000 00)
02/10/05	Ubuntu Education Fund	501(c)(3) Public Charity	32 Broadway, Suite 414, New York, NY 10004	Grant	(5,000 00)
02/10/05	Tricycle Foundation	501(c)(3) Public Charity	92 Vandam Street, New York, NY 10013	Grant	(5,000 00)
03/11/05	Bowery Residents Committee	501(c)(3) Public Charity	324 Lafayette Street, 8th Floor, New York, NY 10012	Grant	(15,000 00)
03/11/05	Brooklyn Public Library	501(c)(3) Public Charity	10 Grand Army Plaza, Brooklyn, NY 11238	Grant	(10,000 00)
03/11/05	Brooklyn Workforce Innovations	501(c)(3) Public Charity	621 Degraw Street, Brooklyn, NY 11217	Grant	(10,000 00)
03/11/05	Center for Anti-Violence Education	501(c)(3) Public Charity	327 7th Street, 2nd floor, Brooklyn, NY 11215	Grant	(10,000 00)
03/11/05	CONNECT	501(c)(3) Public Charity	3 West 29th Street, 9th Floor, New York, NY 10001	Grant	(10,000 00)
03/11/05	Creative Time	501(c)(3) Public Charity	59 East 4th Street, New York, NY 10003	Grant	(10,000 00)
03/11/05	Fountain House	501(c)(3) Public Charity	425 West 47th Street, New York, NY 10036	Grant	(50,000 00)
03/11/05	Girls Educational and Mentoring Services	501(c)(3) Public Charity	2988 West 149th Street, New York, NY 10039	Grant	(15,000 00)
03/11/05	Highbridge Community Center	501(c)(3) Public Charity	979 Ogden Avenue, Bronx, NY 10452	Grant	(10,000 00)
03/11/05	Architectural League of NY	501(c)(3) Public Charity	594 Broadway, Suite 607, New York, NY 10012	Grant	(10,000 00)
03/11/05	Art in General	501(c)(3) Public Charity	79 Walker Street, New York, NY 10013	Grant	(10,000 00)
03/11/05	Big Brothers Big Sisters of NYC	501(c)(3) Public Charity	223 East 30th Street, New York, NY 10016	Grant	(10,000 00)
03/11/05	InMotion, Inc	501(c)(3) Public Charity	70 West 35th Street, Suite 903, New York, NY 10018	Grant	(10,000 00)
03/11/05	International Center for Clubhouse Development (ICCD)	501(c)(3) Public Charity	425 West 47th Street, New York, NY 10036	Grant	(25,000 00)
03/11/05	Lower Manhattan Cultural Council (LMCC)	501(c)(3) Public Charity	125 Maiden Lane, 2nd Floor, New York, NY 10038	Grant	(10,000 00)
03/11/05	Mercy Center	501(c)(3) Public Charity	377 East 145th Street, Bronx, NY 10454	Grant	(10,000 00)
03/11/05	Neighborhood Coalition for Shelter	501(c)(3) Public Charity	157 East 86th Street, New York, NY 10028	Grant	(10,000 00)
03/11/05	Neighbors Together	501(c)(3) Public Charity	2094 Fulton Street, Brooklyn, NY 11233	Grant	(10,000 00)
03/11/05	New York Foundation For the Arts (NYFA)	501(c)(3) Public Charity	20 Jay Street, Brooklyn, NY 11201	Grant	(15,000 00)
03/11/05	Northern Manhattan Improvement Corporation	501(c)(3) Public Charity	76 Wadsworth Avenue, New York, NY 10033	Grant	(10,000 00)
03/11/05	New York City Mission Society	501(c)(3) Public Charity	105 East 22nd Street, New York, NY 10010	Grant	(15,000 00)
03/11/05	NYPIRG Straphangers Campaign	501(c)(3) Public Charity	9 Murray Street, New York, NY 10007	Grant	(10,000 00)
03/11/05	Partnership for the Homeless	501(c)(3) Public Charity	305 Seventh Ave, 13th Floor, New York, NY 10001	Grant	(10,000 00)
03/11/05	Project Enterprise	501(c)(3) Public Charity	144 West 125th Street, New York, NY 10027	Grant	(10,000 00)
03/11/05	Safe Space	501(c)(3) Public Charity	295 Lafayette Street, Suite 920, New York, NY 10012	Grant	(10,000 00)
03/11/05	SAGE	501(c)(3) Public Charity	305 Seventh Avenue, 6th Floor, New York, NY 10001	Grant	(10,000 00)
03/11/05	Studio Museum in Harlem	501(c)(3) Public Charity	144 West 125th Street, New York, NY 10027	Grant	(10,000 00)
03/11/05	Supportive Housing Network of NY	501(c)(3) Public Charity	247 West 37th Street, 18th Floor, New York, NY 10018	Grant	(10,000 00)
03/11/05	Teachers & Writers Collaborative	501(c)(3) Public Charity	520 Eighth Avenue, Suite 2020, New York, NY 10018	Grant	(10,000 00)
03/11/05	University Settlement	501(c)(3) Public Charity	121 Ave of the Americas, Suite 506, New York, NY 10013	Grant	(15,000 00)
03/12/05	Care for the Homeless	501(c)(3) Public Charity	12 West 21st Street, New York, NY 10010	Grant	(10,000 00)
03/15/05	Citizens Committee for Children of NY	501(c)(3) Public Charity	105 East 22 Street, New York, NY 10010	Grant	(25,000 00)
03/16/05	Studio In A School	501(c)(3) Public Charity	410 West 59th Street, New York, NY 10019	Grant	(15,000 00)
03/16/05	Lower East Side Tenement Museum	501(c)(3) Public Charity	91 Orchard Street, New York, NY 10002	Grant	(10,000 00)
03/16/05	Alliance for the Arts	501(c)(3) Public Charity	330 West 42nd Street, Suite 1701, New York, NY 10036	Grant	(10,000 00)
03/18/05	Transportation Alternatives	501(c)(3) Public Charity	127 W 26th Street, Suite 1002, New York, NY 10001	Grant	(5,000 00)
03/19/05	New York Women's Foundation	501(c)(3) Public Charity	434 West 33 Street, 8th Floor, New York, NY 10001	Grant	(10,000 00)
03/31/05	American Youth Table Tennis Organization (AYTTO)	501(c)(3) Public Charity	PO Box 155, Irvington, NY 10533	Grant	(5,000 00)
03/31/05	New York Landmarks Conservancy	501(c)(3) Public Charity	One Whitehall Street, New York, NY 10004	Grant	(5,000 00)
03/31/05	Elisa Monte Dance	501(c)(3) Public Charity	481 Eighth Avenue, Suite 543, New York, NY 10001	Grant	(5,000 00)
04/01/05	New Heights Youth	501(c)(3) Public Charity	2576 Broadway, PMB 213, New York, NY 10025	Grant	(20,000 00)
04/01/05	Legal Action Center	501(c)(3) Public Charity	225 Varck Street, New York, NY 10014	Grant	(5,000 00)
04/13/05	Fountain House	501(c)(3) Public Charity	425 West 47th Street, New York, NY 10036	Grant	(20,800 00)
04/22/05	Friends of Materials for the Arts	501(c)(3) Public Charity	33-00 Northern Blvd, Third Floor, Long Island City, NY 11101	Grant	(15,000 00)
05/24/05	New York Hall of Science	501(c)(3) Public Charity	47-01 111th Street, Queens, NY 11368-2950	Grant	(15,000 00)
05/24/05	Storyville Center for the Spoken Word	501(c)(3) Public Charity	330 West 38th Street, Suite 1403, New York, NY 10018	Grant	(5,000 00)
05/25/05	Cooper Hewitt National Design Museum	501(c)(3) Public Charity	2 East 91st Street, New York, NY 10128-0669	Grant	(5,000 00)
06/09/05	Abraham House	501(c)(3) Public Charity	P O Box 305, Mott Haven Station, Bronx, NY 10454	Grant	(15,000 00)
06/09/05	Andrew Glover Program	501(c)(3) Public Charity	100 Centre Street, Room 1541, New York, NY 10013	Grant	(10,000 00)
06/09/05	Catholic Big Sisters & Big Brothers	501(c)(3) Public Charity	137 East 2nd Street, New York, NY 10009	Grant	(15,000 00)
06/09/05	Center for Employment Opportunities	501(c)(3) Public Charity	32 Broadway, 15th Floor, New York, NY 10004	Grant	(10,000 00)
06/09/05	City Harvest	501(c)(3) Public Charity	575 Eighth Avenue, 4th Floor, New York, NY 10018	Grant	(25,000 00)
06/09/05	DOROT	501(c)(3) Public Charity	171 West 85th Street, New York, NY 10024	Grant	(10,000 00)
06/09/05	Encore Community Service	501(c)(3) Public Charity	239 West 49th Street, New York, NY 10019	Grant	(10,000 00)
06/09/05	Friends of Island Academy	501(c)(3) Public Charity	330 West 38th Street, New York, NY 10018	Grant	(10,000 00)
06/09/05	Goddard Riverside Community Center	501(c)(3) Public Charity	593 Columbus Avenue, New York, NY 10024	Grant	(15,000 00)
06/09/05	Green Guerillas	501(c)(3) Public Charity	307 7th Avenue, Rm 1601, New York, NY 10001	Grant	(7,500 00)
06/09/05	International Print Center	501(c)(3) Public Charity	526 West 26th Street, Room 824, New York, NY 10001	Grant	(10,000 00)
06/10/05	Lenox Hill Neighborhood House	501(c)(3) Public Charity	331 East 70th Street, New York, NY 10021	Grant	(15,000 00)
06/10/05	MFY Legal Services	501(c)(3) Public Charity	299 Broadway, New York, NY 10007	Grant	(15,000 00)
06/10/05	MoMA	501(c)(3) Public Charity	11 West 53rd Street, New York, NY 10019	Grant	(55,000 00)
06/10/05	Per Scholas	501(c)(3) Public Charity	1231 Lafayette Avenue, Bronx, NY 10474	Grant	(10,000 00)
06/10/05	Public Art Fund	501(c)(3) Public Charity	One East 53rd Street, New York, NY 10022	Grant	(10,000 00)
06/11/05	Queens Library Foundation	501(c)(3) Public Charity	89-11 Memck Boulevard, Jamaica, NY 11432	Grant	(15,000 00)
06/11/05	Safe Horizon	501(c)(3) Public Charity	2 Lafayette Street, 21st Floor, New York, NY 10007	Grant	(10,000 00)
06/11/05	SculptureCenter	501(c)(3) Public Charity	44-19 Purves Street, Long Island City, NY 11101	Grant	(10,000 00)
06/11/05	Search and Care	501(c)(3) Public Charity	1844 Second Avenue, New York, NY 10128	Grant	(15,000 00)
06/11/05	The Hope Program	501(c)(3) Public Charity	One Smith Street, Brooklyn, NY 11201	Grant	(15,000 00)
06/11/05	United Community Centers	501(c)(3) Public Charity	613 New Lots Avenue, Brooklyn, NY 11207	Grant	(10,000 00)
06/11/05	Youth Represent	501(c)(3) Public Charity	346 Broadway, 3rd Floor, New York, NY 10013	Grant	(10,000 00)
06/16/05	Graduate Center Foundation, CUNY	501(c)(3) Public Charity	365 Fifth Avenue, Suite 8204, New York, NY 10016-4309	Grant	(5,000 00)
06/16/05	DUMBO Arts Center	501(c)(3) Public Charity	30 Washington Street, Brooklyn, NY 11201	Grant	(10,000 00)
06/16/05	WNYC	501(c)(3) Public Charity	160 Varck Street, 9th Floor, New York, NY 10013	Grant	(100,000 00)
06/16/05	CASES	501(c)(3) Public Charity	346 Broadway, 3rd Floor, New York, NY 10013	Grant	(25,000 00)
06/16/05	Room to Grow	501(c)(3) Public Charity	54 West 21st Street, Suite 401, New York, NY 10010	Grant	(20,000 00)
06/23/05	MoCADA	501(c)(3) Public Charity	80 Hanson Place, Brooklyn, NY 11217	Grant	(5,000 00)
07/21/05	Cooper Hewitt National Design Museum	501(c)(3) Public Charity	2 East 91st Street, New York, NY 10128-0669	Grant	(5,000 00)
08/25/05	West Side Community Garden	501(c)(3) Public Charity	P O Box 20301, New York, NY 10025-9991	Grant	(1,000 00)
09/15/05	Puppies Behind Bars	501(c)(3) Public Charity	10 East 40th Street, 19th Floor, New York, NY 10016	Grant	(5,000 00)

11/15/05	Adaptive Design	501(c)(3) Public Charity	313 West 36th Street, New York, NY 10018	Grant	(15,000 00)
11/15/05	Arab American Association of New York	501(c)(3) Public Charity	7111 5th Avenue, Brooklyn, NY 11209	Grant	(10,000 00)
11/15/05	Assoc for Neighborhood & Housing Dev	501(c)(3) Public Charity	50 Broad Street, Suite 1125, New York, NY 10004	Grant	(10,000 00)
11/15/05	Bronx River Alliance	501(c)(3) Public Charity	1 Bronx River Parkway, Bronx, NY 10462	Grant	(10,000 00)
11/15/05	Brooklyn Bndge Park Conservancy	501(c)(3) Public Charity	334 Furman Street, Brooklyn, NY 11201	Grant	(10,000 00)
11/15/05	Brooklyn Rail	501(c)(3) Public Charity	99 Commercial St #32, Brooklyn, NY 11222	Grant	(10,000 00)
11/15/05	Brooklyn Young Mother's Collective	501(c)(3) Public Charity	339 Douglass Street #2, Brooklyn, NY 11217	Grant	(10,000 00)
11/15/05	Carter Burden Center for the Aging	501(c)(3) Public Charity	1484 First Avenue, New York, NY 10075	Grant	(15,000 00)
11/15/05	Center Against Domestic Violence	501(c)(3) Public Charity	25 Chapel Street, Suite 904, Brooklyn, NY 11201	Grant	(10,000 00)
11/15/05	Center for Book Arts	501(c)(3) Public Charity	28 West 27th Street, Third Floor, New York, NY 10001	Grant	(10,000 00)
11/15/05	Center for Family Representation	501(c)(3) Public Charity	116 John St., 19th Floor, New York, NY 10038	Grant	(15,000 00)
11/15/05	Central Park Conservancy	501(c)(3) Public Charity	14 East 60th Street, 8th Floor, New York, NY 10022-1006	Grant	(25,000 00)
11/15/05	Credit Where Credit is Due	501(c)(3) Public Charity	4211 Broadway, New York, NY 10033	Grant	(15,000 00)
11/15/05	Drawing Center	501(c)(3) Public Charity	35 Wooster Street, New York, NY 10013	Grant	(10,000 00)
11/15/05	El Museo del Barrio	501(c)(3) Public Charity	1230 Fifth Avenue, New York, NY 10029	Grant	(15,000 00)
11/15/05	Eviction Intervention Services	501(c)(3) Public Charity	1233 Second Avenue, New York, NY 10065	Grant	(15,000 00)
11/15/05	Food Bank for NYC	501(c)(3) Public Charity	39 Broadway, 10th Floor, New York, NY 10006	Grant	(25,000 00)
11/15/05	Fortune Society	501(c)(3) Public Charity	29-76 Northern Boulevard, Long Island City, NY 11101	Grant	(10,000 00)
11/15/05	Foundation Center	501(c)(3) Public Charity	79 Fifth Avenue, New York, NY 10003	Grant	(6,000 00)
11/15/05	Friends of the High Line	501(c)(3) Public Charity	529 West 20th Street, Suite 8W, New York, NY 10011	Grant	(15,000 00)
11/15/05	Historic District Council	501(c)(3) Public Charity	232 East 11th Street, New York, NY 10003	Grant	(5,000 00)
11/15/05	Holy Apostles Soup Kitchen	501(c)(3) Public Charity	296 Ninth Avenue, New York, NY 10001	Grant	(10,000 00)
11/15/05	International Rescue Committee	501(c)(3) Public Charity	122 East 42nd Street, New York, NY 10168-1289	Grant	(15,000 00)
11/15/05	Museum of the City of NY	501(c)(3) Public Charity	1220 Fifth Avenue, New York, NY 10029	Grant	(15,000 00)
11/15/05	National Resources Defense Council	501(c)(3) Public Charity	40 West 20th Street, New York, NY 10011	Grant	(25,000 00)
11/15/05	Project Hospitality	501(c)(3) Public Charity	100 Park Avenue, Staten Island 10302	Grant	(10,000 00)
11/15/05	Red Hook Initiative	501(c)(3) Public Charity	201 Richards Street, Suite 108, Brooklyn, NY 11231	Grant	(10,000 00)
11/15/05	Restaurant Opportunities Center	501(c)(3) Public Charity	275 Seventh Ave, Suite 1703, New York, NY 10001	Grant	(10,000 00)
11/15/05	Shakespeare Society	501(c)(3) Public Charity	500 Eighth Ave, Fifth Floor, New York, NY 10018	Grant	(10,000 00)
11/15/05	Storefront for Art and Architecture	501(c)(3) Public Charity	97 Kenmare Street, New York, NY 10012	Grant	(10,000 00)
11/15/05	Symphony Space	501(c)(3) Public Charity	2537 Broadway, New York, NY 10025	Grant	(7,000 00)
11/15/05	Workforce Professionals Training Institute	501(c)(3) Public Charity	11 Park Place, Suite 701, New York, NY 10007	Grant	(10,000 00)
11/19/05	Cooper Hewitt National Design Museum	501(c)(3) Public Charity	2 East 91st Street, New York, NY 10128-0669	Grant	(200,000 00)
11/19/05	Judd Foundation	501(c)(3) Public Charity	101 Spring Street, New York, NY 10011	Grant	(5,000 00)
11/19/05	Jazz Foundation of America	501(c)(3) Public Charity	322 West 48th Street, 6th Floor, New York, NY 10036	Grant	(5,000 00)
12/10/05	Ethical Culture Fieldston School	501(c)(3) Public Charity	33 Central Park West, New York, NY 10023	Grant	(5,000 00)
12/10/05	Natural Resources Defense Council	501(c)(3) Public Charity	40 West 20th Street, New York, NY 10011	Grant	(5,000 00)
12/10/05	Studio In A School	501(c)(3) Public Charity	410 West 59th Street, New York, NY 10019	Grant	(5,000 00)
12/10/05	Chess-in-the-Schools	501(c)(3) Public Charity	520 8th Avenue, 2nd Floor, New York, NY 10018	Grant	(5,000 00)
12/10/05	Streetwise Partners	501(c)(3) Public Charity	11 Park Place, Suite 701, New York, NY 10007	Grant	(1,500 00)
12/10/05	Public Art Fund	501(c)(3) Public Charity	One East 53rd Street, New York, NY 10022	Grant	(1,000 00)
12/17/05	Elizabeth Foundation for the Arts	501(c)(3) Public Charity	323 West 39th Street, 3rd Floor, New York, NY 10018	Grant	(5,000 00)
12/17/05	BRIC Arts	501(c)(3) Public Charity	647 Fulton Street, Brooklyn, NY 11217	Grant	(5,000 00)
12/17/05	AIR Gallery	501(c)(3) Public Charity	111 Front Street, #228, Brooklyn, NY 11201	Grant	(5,000 00)
12/17/05	Esopus Foundation	501(c)(3) Public Charity	64 West Third Street, # 210, New York, NY 10012	Grant	(5,000 00)
12/17/05	Chinese Staff and Workers Association	501(c)(3) Public Charity	P O Box 130401, New York, NY 10003	Grant	(10,000 00)
Total 2009 Grants					(1,762,800 00)

Acct #: 59333000 Phone #:

3/25/2010 Corporation Cash NonTaxable Domestic NY IA Fee=Y DISC/CMN=N FI Acct=N Capital Appreciation IPO=N DOB=

Capital Gains

LILY AUCHINCLOSS FOUNDATION, INC
16 EAST 79TH STREET - STE #31
NEW YORK NY 10075-0150

Capital Gains Summary From 01/01/2009 To 12/31/2009

Description	Totals
Short Term Gain/Loss	173,900.36
Long Term Gain/Loss	-1,239,264.17
Total Short Sale Gain/Loss	0.00
Discount Income	0.00
Total Capital Gains/Losses	-1,065,363.81
Adjusted Basis	6,391,357.07
Proceeds	5,325,993.26
Total Curr Gain/Loss	0.00

EQUITIES

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
05/14/2008	01/23/2009	2,230.00	0.00	NGG	***NATIONAL GRID PLC NEW SPONSORED	70.422	43.757	157,041.06	97,577.11	ST	-59,463.95	0.00	157,041.06	0.00	0.00
10/03/2008	02/13/2009	2,720.00	0.00	BWA	ADR BORG WARNER AUTOMOTIVE	28.983	20.817	78,834.57	56,621.92	ST	-22,212.65	0.00	78,834.57	0.00	0.00
10/03/2008	03/10/2009	2,465.00	0.00	BWA	BORG WARNER AUTOMOTIVE INC	28.983	16.028	71,443.84	39,509.78	ST	-31,934.06	0.00	71,443.84	0.00	0.00
10/03/2008	03/19/2009	255.00	0.00	BWA	BORG WARNER AUTOMOTIVE INC	28.983	20.052	7,390.74	5,113.28	ST	-2,277.46	0.00	7,390.74	0.00	0.00
12/04/2008	04/14/2009	615.00	0.00	ICE	BORG WARNER AUTOMOTIVE INC INTERCONTINENTAL EXCHANGE INC	68.591	89.451	42,183.16	55,011.01	ST	12,827.85	0.00	42,183.16	0.00	0.00

12/04/2008	05/06/2009	2,475.00	0.00	ICE	INTERCONTINE NTALEXCHAN GE INC	68.591	98.832	169,761.49	244,602.42	ST	74,840.93	0.00	169,761.49	0.00	0.00
01/28/2009	06/03/2009	150.00	0.00	ICE	INTERCONTINE NTALEXCHAN GE INC	60.579	113.762	9,086.85	17,063.80	ST	7,976.95	0.00	9,086.85	0.00	0.00
12/04/2008	06/03/2009	1,085.00	0.00	ICE	INTERCONTINE NTALEXCHAN GE INC	68.591	113.762	74,420.69	123,428.16	ST	49,007.47	0.00	74,420.69	0.00	0.00
04/15/2009	08/24/2009	3,020.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	22.701	26.421	68,556.11	79,789.68	ST	11,233.57	0.00	68,556.11	0.00	0.00
01/28/2009	10/08/2009	1,200.00	0.00	ICE	INTERCONTINE NTALEXCHAN GE INC	60.579	94.142	72,694.80	112,967.97	ST	40,273.17	0.00	72,694.80	0.00	0.00
01/28/2009	10/09/2009	410.00	0.00	ICE	INTERCONTINE NTALEXCHAN GE INC	60.579	94.340	24,837.39	38,678.49	ST	13,841.10	0.00	24,837.39	0.00	0.00
02/03/2009	10/09/2009	1,285.00	0.00	ICE	INTERCONTINE NTALEXCHAN GE INC	57.787	94.340	74,255.91	121,224.04	ST	48,968.13	0.00	74,255.91	0.00	0.00
05/11/2009	11/03/2009	1,595.00	0.00	CNI	***CANADIAN NATIONAL RAILROAD	41.030	50.198	65,442.85	80,063.11	ST	14,620.26	0.00	65,442.85	0.00	0.00
05/11/2009	11/12/2009	505.00	0.00	CNI	***CANADIAN NATIONAL RAILROAD	41.030	53.596	20,720.15	27,065.23	ST	6,345.08	0.00	20,720.15	0.00	0.00
05/11/2009	11/13/2009	200.00	0.00	CNI	***CANADIAN NATIONAL RAILROAD	41.030	53.741	8,206.00	10,747.82	ST	2,541.82	0.00	8,206.00	0.00	0.00
04/15/2009	11/16/2009	2,255.00	0.00	GENZ	GENZYME CORP-GENER AL DIVISION GENERAL DIVISION	55.580	50.052	125,332.67	112,864.58	ST	-12,468.09	0.00	125,332.67	0.00	0.00
06/16/2009	11/16/2009	1,775.00	0.00	GENZ	GENZYME CORP-GENER AL DIVISION GENERAL DIVISION	53.090	50.052	94,234.75	88,840.19	ST	-5,394.56	0.00	94,234.75	0.00	0.00
04/24/2009	11/16/2009	790.00	0.00	GENZ	GENZYME CORP-GENER AL DIVISION GENERAL DIVISION	52.959	50.052	41,837.37	39,540.15	ST	-2,297.22	0.00	41,837.37	0.00	0.00
07/23/2009	12/02/2009	1,015.00	0.00	DHR	DANAHER CORP	62.015	72.151	62,945.43	73,230.87	ST	10,285.44	0.00	62,945.43	0.00	0.00
04/16/2009	12/02/2009	1,060.00	0.00	DHR	DANAHER CORP	54.048	72.151	57,290.99	76,477.57	ST	19,186.58	0.00	57,290.99	0.00	0.00

ST - TERM	27,105 00					1,326,516.82	1,500,417.18	ST	173,900 36	0.00	1,326,516.82	0.00	0.00
TOTAL													
01/30/2007 01/15/2009	1,885 00	0.00	MMM	75 342	54,601	142,020.05	102,922.31	LT	0.00	-39,097.74	142,020.05	0.00	0.00
05/25/2007 01/15/2009	3,906 00	0.00	BK	42 168	22 630	164,709.07	88,391 50	LT	0.00	-76,317 57	164,709.07	0.00	0.00
09/19/2006 01/15/2009	1,039 00	0.00	BK	37 334	22 630	38,790.21	23,512 23	LT	0.00	-15,277.98	38,790 21	0.00	0.00
07/05/2005 01/23/2009	880 00	0.00	NGG	53 952	43 757	47,477 49	38,505 77	LT	0.00	-8,971.72	47,477 49	0.00	0.00
01/02/2008 01/30/2009	840.00	0.00	MAN	55 036	28 786	46,230.24	24,180.02	LT	0.00	-22,050 22	46,230.24	0.00	0.00
11/07/2005 02/13/2009	655.00	0.00	BWA	29.514	20 817	19,331.93	13,635.06	LT	0.00	-5,696 87	19,331 93	0.00	0.00
01/06/2006 02/13/2009	500 00	0.00	BWA	29.053	20.817	14,526.33	10,408.44	LT	0.00	-4,117.89	14,526 33	0.00	0.00
09/01/2005 03/05/2009	100.00	0.00	NGG	48 581	40 382	4,858 10	4,038.18	LT	0.00	-819 92	4,858 10	0.00	0.00
07/05/2005 03/05/2009	700 00	0.00	NGG	53 952	40 382	37,766.19	28,267.24	LT	0.00	-9,498 95	37,766 19	0.00	0.00
07/13/2005 03/05/2009	570 00	0.00	NGG	52 840	40 382	30,118 92	23,017.61	LT	0.00	-7,101.31	30,118.92	0.00	0.00
07/27/2006 03/10/2009	2,835.00	0.00	LBTYA	21 256	10 105	60,261 33	28,647 79	LT	0.00	-31,613 54	60,261 33	0.00	0.00
12/01/2005 03/10/2009	3,000.00	0.00	LBTYA	22.917	10.105	68,751 00	30,315 13	LT	0.00	-38,435 87	68,751 00	0.00	0.00
11/07/2005 03/10/2009	4,950.00	0.00	LBTYA	25.236	10.105	124,916 71	50,019.96	LT	0.00	-74,896 75	124,916 71	0.00	0.00
11/05/2004 03/10/2009	520.00	0.00	LBTYK	17 651	9 751	9,178 50	5,070.33	LT	0.00	-4,108 17	9,178 50	0.00	0.00
04/13/2005 03/10/2009	1,000 00	0.00	LBTYK	20 484	9 751	20,483 75	9,750.64	LT	0.00	-10,733 11	20,483 75	0.00	0.00

07/07/2005	03/10/2009	200.00	0.00	LBTK	LIBERTY GLOBAL INC SERIES C	21 912	9 751	4,382.44	1,950.13	LT	0.00	-2,432.31	4,382.44	0.00	0.00
07/20/2004	03/10/2009	1,060.00	0.00	LBTK	LIBERTY GLOBAL INC SERIES C	15.689	9 751	16,630.49	10,335.69	LT	0.00	-6,294.80	16,630.49	0.00	0.00
08/31/2005	03/10/2009	900.00	0.00	LBTK	LIBERTY GLOBAL INC SERIES C	24.119	9.751	21,706.68	8,775.58	LT	0.00	-12,931.10	21,706.68	0.00	0.00
07/20/2004	03/10/2009	4,395.00	0.00	LBTK	LIBERTY GLOBAL INC SERIES C	15.809	9 751	69,482.10	42,854.08	LT	0.00	-26,628.02	69,482.10	0.00	0.00
03/08/2006	03/19/2009	1,700.00	0.00	BWA	BORG WARNER AUTOMOTIVE INC	27 386	20.052	46,555.78	34,088.55	LT	0.00	-12,467.23	46,555.78	0.00	0.00
03/02/2006	03/19/2009	2,050.00	0.00	BWA	BORG WARNER AUTOMOTIVE INC	27 757	20 052	56,901.44	41,106.78	LT	0.00	-15,794.66	56,901.44	0.00	0.00
01/12/2006	03/19/2009	1,200.00	0.00	BWA	BORG WARNER AUTOMOTIVE INC	28.080	20 052	33,696.54	24,062.50	LT	0.00	-9,634.04	33,696.54	0.00	0.00
09/22/2006	03/19/2009	2,300.00	0.00	BWA	BORG WARNER AUTOMOTIVE INC	26 289	20 052	60,464.59	46,119.80	LT	0.00	-14,344.79	60,464.59	0.00	0.00
11/05/2004	05/13/2009	525.00	0.00	MAN	MANPOWER INC-WISC	48 027	42 332	25,214.17	22,223.52	LT	0.00	-2,990.65	25,214.17	0.00	0.00
01/02/2008	05/13/2009	4,150.00	0.00	MAN	MANPOWER INC-WISC	55 036	42.332	228,399.40	175,671.62	LT	0.00	-52,727.78	228,399.40	0.00	0.00
08/08/2007	07/16/2009	1,880.00	0.00	TXN	TEXAS INSTRUMENTS INC	33.954	22.128	63,833.52	41,599.19	LT	0.00	-22,234.33	63,833.52	0.00	0.00
11/10/2005	07/28/2009	3,200.00	0.00	MAN	MANPOWER INC-WISC	46.585	47 690	149,071.36	152,604.39	LT	0.00	3,533.03	149,071.36	0.00	0.00
02/04/2005	07/28/2009	200.00	0.00	MAN	MANPOWER INC-WISC	44 507	47 690	8,901.48	9,537.78	LT	0.00	636.30	8,901.48	0.00	0.00
03/01/2004	07/28/2009	100.00	0.00	MAN	MANPOWER INC-WISC	45 070	47 690	4,506.99	4,768.89	LT	0.00	261.90	4,506.99	0.00	0.00
11/05/2004	07/28/2009	1,275.00	0.00	MAN	MANPOWER INC-WISC	48 027	47 690	61,234.43	60,803.31	LT	0.00	-431.12	61,234.43	0.00	0.00
11/05/2004	08/13/2009	300.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	36 608	26.244	10,982.37	7,873.12	LT	0.00	-3,109.25	10,982.37	0.00	0.00
11/07/2005	08/13/2009	4,070.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	36 358	26.244	147,976.25	106,811.96	LT	0.00	-41,164.29	147,976.25	0.00	0.00

01/04/2006	08/13/2009	2,200.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	37,040	26,244	81,488.00	57,735.20	LT	0.00	-23,751.80	81,488.00	0.00	0.00
08/01/2007	08/13/2009	2,100.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	40,389	26,244	84,816.90	55,111.82	LT	0.00	-29,705.08	84,816.90	0.00	0.00
11/07/2005	08/24/2009	1,030.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	36,358	26,421	37,448.53	27,213.03	LT	0.00	-10,235.50	37,448.53	0.00	0.00
06/10/2005	08/24/2009	900.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	32,180	26,421	28,962.09	23,778.38	LT	0.00	-5,183.71	28,962.09	0.00	0.00
04/29/2005	08/24/2009	750.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	33,143	26,421	24,857.10	19,815.32	LT	0.00	-5,041.78	24,857.10	0.00	0.00
03/23/2006	08/24/2009	1,500.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	33,129	26,421	49,693.35	39,630.63	LT	0.00	-10,062.72	49,693.35	0.00	0.00
04/27/2005	08/24/2009	2,300.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	34,221	26,421	78,707.84	60,766.97	LT	0.00	-17,940.87	78,707.84	0.00	0.00
05/15/2002	08/24/2009	3,760.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	28,250	26,421	106,220.00	99,340.78	LT	0.00	-6,879.22	106,220.00	0.00	0.00
11/03/2004	08/24/2009	2,300.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	35,980	26,421	82,754.00	60,766.97	LT	0.00	-21,987.03	82,754.00	0.00	0.00
10/14/2003	08/24/2009	2,100.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	30,668	26,421	64,403.01	55,482.88	LT	0.00	-8,920.13	64,403.01	0.00	0.00
10/13/2003	08/24/2009	100.00	0.00	WSH	***WILLIS GROUP HOLDINGS LTD	31,200	26,421	3,120.00	2,642.04	LT	0.00	-477.96	3,120.00	0.00	0.00
06/06/2006	09/28/2009	2,400.00	0.00	UNH	UNITEDHEALT H GROUP INC	46,028	25,741	110,466.48	61,776.81	LT	0.00	-48,689.67	110,466.48	0.00	0.00
11/08/2006	09/28/2009	550.00	0.00	UNH	UNITEDHEALT H GROUP INC	47,940	25,741	26,366.78	14,157.19	LT	0.00	-12,209.59	26,366.78	0.00	0.00
12/03/2002	09/28/2009	1,200.00	0.00	UNH	UNITEDHEALT H GROUP INC	19,657	25,741	23,588.40	30,888.41	LT	0.00	7,300.01	23,588.40	0.00	0.00

03/11/2008	09/28/2009	4,500.00	0.00	UNH	40 510	25 741	182,295.90	115,831.52	LT	0 00	-66,464.38	182,295.90	0.00	0 00
09/09/2003	09/28/2009	900.00	0 00	UNH	25 240	25 741	22,716 00	23,166.30	LT	0 00	450.30	22,716 00	0 00	0 00
04/10/2008	09/28/2009	3,120 00	0 00	UNH	37,387	25,741	116,646 19	80,309.86	LT	0 00	-36,336 33	116,646 19	0 00	0 00
10/13/2003	09/28/2009	600 00	0 00	UNH	26,500	25,741	15,900.00	15,444 20	LT	0 00	-455.80	15,900 00	0 00	0 00
11/08/2002	09/28/2009	800.00	0.00	UNH	22,038	25,741	17,630 76	20,592 27	LT	0 00	2,961 51	17,630 76	0 00	0 00
05/04/2006	09/28/2009	725.00	0.00	UNH	46,810	25,741	33,937.03	18,661 75	LT	0 00	-15,275 28	33,937 03	0 00	0 00
01/20/2006	10/15/2009	4,150.00	0.00	SNI	46,094	38,089	191,289 04	158,065.29	LT	0 00	-33,223 75	191,289 04	0 00	0 00
12/01/2006	10/15/2009	1,785.00	0.00	SNI	45 620	38,089	81,431 43	67,987.12	LT	0 00	-13,444.31	81,431 43	0 00	0 00
03/07/2006	10/28/2009	1,100 00	0.00	NATI	32,422	28,016	35,664 31	30,816 36	LT	0 00	-4,847.95	35,664 31	0 00	0 00
07/09/2004	10/28/2009	365.00	0.00	NATI	28,725	28 016	10,484 62	10,225.43	LT	0 00	-259.19	10,484.62	0 00	0 00
11/05/2004	10/28/2009	500 00	0 00	NATI	29,032	28 016	14,516 15	14,007.44	LT	0 00	-508 71	14,516 15	0 00	0 00
04/28/2004	10/28/2009	1,800 00	0.00	NATI	32,480	28 016	58,464 00	50,426 78	LT	0 00	-8,037.22	58,464.00	0 00	0 00
11/05/2004	11/13/2009	900.00	0.00	CNI	27,980	53,741	25,182.00	48,365 21	LT	0 00	23,183 21	25,182 00	0 00	0 00
03/07/2006	11/13/2009	785 00	0.00	ALTR	19 963	21 128	15,670 88	16,585.44	LT	0 00	914 56	15,670 88	0 00	0 00
07/05/2005	11/13/2009	700.00	0.00	ALTR	20 082	21 128	14,057.26	14,789.57	LT	0 00	732 31	14,057.26	0 00	0 00
04/21/2004	11/13/2009	1,895 00	0 00	ALTR	20,268	21,128	38,407 48	40,037 48	LT	0 00	1,630 00	38,407 48	0 00	0 00
05/13/2008	11/13/2009	1,745 00	0 00	GENZ	67 849	50 126	118,396 16	87,468.49	LT	0 00	-30,927.67	118,396 16	0 00	0 00
12/13/2007	11/13/2009	6,600 00	0 00	GENZ	72,222	50,126	476,667.18	330,826.39	LT	0 00	-145,840 79	476,667 18	0 00	0 00

05/04/2006	11/13/2009	1,765.00	0.00	SNI	43 543	40,489	76,854.24	71,460.54	LT	0.00	-5,393.70	76,854.24	0.00	0.00
					SCRIPPS NETWORKS INTERACTIVE INC CL A									
12/01/2006	11/13/2009	415.00	0.00	SNI	45,620	40,489	18,932.24	16,802.34	LT	0.00	-2,129.90	18,932.24	0.00	0.00
					SCRIPPS NETWORKS INTERACTIVE INC CL A									
05/13/2008	11/16/2009	2,075.00	0.00	GENZ	67 849	50 052	140,786.26	103,855.44	LT	0.00	-36,930.82	140,786.26	0.00	0.00
					GENZYME CORP-GENER AL DIVISION GENERAL DIVISION									
10/31/2007	12/01/2009	5,635.00	0.00	CMCSK	20,782	14 112	117,107.70	79,518.51	LT	0.00	-37,589.19	117,107.70	0.00	0.00
					COMCAST CORPORATIO N NEW SPL CLASS A									
11/29/2007	12/01/2009	7,455.00	0.00	CMCSK	20,003	14,112	149,123.86	105,201.51	LT	0.00	-43,922.35	149,123.86	0.00	0.00
					COMCAST CORPORATIO N NEW SPL CLASS A									
09/09/2005	12/02/2009	1,235.00	0.00	ALTR	19,793	22 171	24,443.98	27,379.99	LT	0.00	2,936.01	24,443.98	0.00	0.00
03/07/2006	12/02/2009	1,515.00	0.00	ALTR	19,963	22,171	30,243.79	33,587.59	LT	0.00	3,343.80	30,243.79	0.00	0.00
10/09/2008	12/02/2009	380.00	0.00	DHR	57,821	72,151	21,972.02	27,416.48	LT	0.00	5,444.46	21,972.02	0.00	0.00
					DANAHER CORP									
04/20/2007	12/02/2009	2,495.00	0.00	INTU	29 538	29,571	73,696.31	73,777.50	LT	0.00	81.19	73,696.31	0.00	0.00
05/15/2006	12/02/2009	265.00	0.00	SNI	43 500	39,498	11,527.62	10,466.75	LT	0.00	-1,060.87	11,527.62	0.00	0.00
					SCRIPPS NETWORKS INTERACTIVE INC CL A									
05/04/2006	12/02/2009	335.00	0.00	SNI	43,543	39,498	14,587.06	13,231.56	LT	0.00	-1,355.50	14,587.06	0.00	0.00
					SCRIPPS NETWORKS INTERACTIVE INC CL A									
05/15/2006	12/03/2009	1,985.00	0.00	SNI	43 500	39 283	86,348.36	77,975.54	LT	0.00	-8,372.82	86,348.36	0.00	0.00
					SCRIPPS NETWORKS INTERACTIVE INC CL A									
06/10/2008	12/03/2009	2,585.00	0.00	SNI	43 235	39 283	111,762.83	101,544.98	LT	0.00	-10,217.85	111,762.83	0.00	0.00
					SCRIPPS NETWORKS INTERACTIVE INC CL A									
11/29/2007	12/04/2009	245.00	0.00	CMCSK	20 003	15 207	4,900.78	3,725.64	LT	0.00	-1,175.14	4,900.78	0.00	0.00
					COMCAST CORPORATIO N NEW SPL CLASS A									
04/16/2002	12/04/2009	2,100.00	0.00	CMCSK	19,669	15 207	41,304.48	31,934.08	LT	0.00	-9,370.40	41,304.48	0.00	0.00
					COMCAST CORPORATIO N NEW SPL CLASS A									

09/09/2003	12/04/2009	1,520.00	0.00	CMCSK	COMCAST CORPORATIO N NEW SPL CLASS A	19,500	15,207	29,640.00	23,114.20	LT	0.00	-6,525.80	29,640.00	0.00	0.00
LT TERM		141,050.00						5,064,840.25	3,825,575.08	LT	0.00	-1,239,264.17	-5,064,840.25	0.00	0.00
TOTAL															
SECTION		168,155.00						6,391,357.07	-5,325,993.26			-1,239,264.17	6,391,357.07	0.00	0.00
TOTAL															

Indicators

ST - Short Term
 LT - Long Term
 WO - Written Option
 SS - Short Sale
 P - Purchase includes option premium
 S - Sale includes option premium

*** This report is intended to be an internal worksheet and should not be relied upon for accuracy, unless it confirms with the official records of the firm
 *** Mortgage backed factors are updated on the 8th business day of the month

Source Neuberger Berman

This capital gain and loss summary is provided for information purposes only and does not conform to tax preparation standards, please refer to your account statement or other statement provided by your custodian for the official records of your account(s). It is provided for your personal record keeping purposes only. This review contains information supplied by third parties, including but not limited to the client. This report is based upon information that we consider reliable, but we do not represent that it is accurate or complete, and it should not be relied upon as such. It is accordingly not a substitute Form 1099 and should not be supplied to the Internal Revenue Service. This report should not be relied on in extending credit to the client or any individual or entity affiliated with the client.

PLEASE CONSULT YOUR TAX ADVISOR

LT is the designation for a gain or loss on a security held for more than twelve (12) months

ST is the designation for a gain or loss on a security held for twelve (12) months

The Internal Revenue Code (If Applicable)

SECTION 1091 - WASH SALES

SECTION 1092 - STRADDLES

SECTION 1259 - CONSTRUCTIVE SALES

Any adjustments to the result of Mutual Fund (& Closed-End Fund) Transactions required by Section 852(b) (4) are not reflected above

Closing Transactions due to taxable merger involving cash and stock may be reflected differently on the above Capital Gains/Losses Statement and on the Form 1099 you will or have received at the end of the year

Please note that the Cost Basis used to determine Gains or Losses as listed in this report for Master Limited Partnerships (MLP), Original Issue Discount (OID) and certain municipal bonds may have been adjusted for reallocated income, gains, losses or return of capital

For securities not purchased through Neuberger Berman but purchased elsewhere and later transferred in, you will need to supply relevant information to your tax advisor. It is your responsibility to ensure the accuracy of this information since Neuberger Berman has no knowledge of such assets' cost basis.

Exchange rates used to derive foreign exchange gains and losses may be provided from various outside sources and may not reflect realizable rates. Neuberger Berman does not warrant the accuracy of these sources and is not responsible for inaccuracies. Rates may also be subject to change without notice.

Certain companies, such as Real Estate Investment Trusts, commonly known as REITs, pay distributions throughout the year and reallocate these distributions at year-end as all or some of the following: Return of Capital, Short Term Gain, Long Term Gain, and Regular Income. Due to this late reallocation, these entries may be posted to your account in the beginning of the following year resulting in an amended Capital Gains Report.

This material may contain multiple Neuberger Berman account information. Such aggregate information is provided for discussion purposes only and is not necessarily representative of any one of the individual accounts comprising this combined report. Clients should review each individual account statement for specific holdings and gains and losses.

Capital Gains

LILY AUCHINCLOSS FOUNDATION, INC (FIXED INCOME ACCOUNT)
16 EAST 79TH STREET-STE 31
NEW YORK NY 10075-0150

Capital Gains Summary From 01/01/2009 To 12/31/2009

Description	Totals
Short Term Gain/Loss	-51,201.72
Long Term Gain/Loss	63,650.10
Total Short Sale Gain/Loss	0.00
Discount Income	0.00
Total Capital Gains/Losses	12,448.38
Adjusted Basis	5,854,687.69
Proceeds	5,867,136.07
Total Curr Gain/Loss	0.00

FIXED INCOME

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
07/15/2008	01/09/2009	110,000.00	0.00	912828HE3	UNITED STATES TREASURY NOTES 4.25000% 09/30/2012	105.063	111.703	115,569.12	122,873.07	ST	7,303.95	0.00	115,569.12	0.00	0.00
05/15/2008	01/25/2009	3,398.91	0.00	31414BK58	MS_30 FNMA GTD PASS THRU POOL#961205 6.00000% 01/01/2038	102.059	100.000	3,468.88	3,398.91	ST	-69.97	0.00	3,468.88	0.00	0.00
05/21/2008	01/26/2009	16,303.57	0.00	31414PZM4	31414BK58 FNMA GTD PASS THRU POOL#972448 6.00000% 03/01/2038	102.500	100.000	16,711.16	16,303.57	ST	-407.59	0.00	16,711.16	0.00	0.00

12/31/2008	02/11/2009	70,000.00	0.00	912828HH6	UNITED STATES	117.821	111.668	82,474.50	78,167.30	ST	-4,307.20	0.00	82,474.50	0.00	0.00
					TREASURY NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN_15										
05/15/2008	02/25/2009	3,172.17	0.00	31414BKS8	FNMA GTD	102.059	100.000	3,237.47	3,172.17	ST	-65.30	0.00	3,237.47	0.00	0.00
					PASS THRU										
					POOL#961205										
					6.00000%										
					01/01/2038										
					31414BKS8										
05/21/2008	02/25/2009	20,363.61	0.00	31414PZM4	FNMA GTD	102.500	100.000	20,872.70	20,363.61	ST	-509.09	0.00	20,872.70	0.00	0.00
					PASS THRU										
					POOL#972448										
					6.00000%										
					03/01/2038										
					31414PZM4										
03/04/2008	03/03/2009	45,000.00	0.00	416515AU8	HARTFORD	100.165	57.750	45,074.25	25,987.50	ST	-19,086.75	0.00	45,074.25	0.00	0.00
					FINL SVCS										
					GROUP INC SR										
					NT 6.30000%										
					03/15/2018										
					416515AU8										
					MS_15										
05/15/2008	03/25/2009	6,098.43	0.00	31414BKS8	FNMA GTD	102.059	100.000	6,223.97	6,098.43	ST	-125.54	0.00	6,223.97	0.00	0.00
					PASS THRU										
					POOL#961205										
					6.00000%										
					01/01/2038										
					31414BKS8										
05/21/2008	03/25/2009	26,709.81	0.00	31414PZM4	FNMA GTD	102.500	100.000	27,377.56	26,709.81	ST	-667.75	0.00	27,377.56	0.00	0.00
					PASS THRU										
					POOL#972448										
					6.00000%										
					03/01/2038										
					31414PZM4										
09/30/2008	04/02/2009	190,000.00	0.00	912828HE3	UNITED STATES	106.059	109.757	201,511.96	208,539.21	ST	7,027.25	0.00	201,511.96	0.00	0.00
					TREASURY NOTES										
					4.25000%										
					09/30/2012										
					912828HE3										
					MS_30										

07/15/2008	04/02/2009	80,000.00	0.00	912828HE3	UNITED STATES	105 063	109,757	84,050 27	87,805.98	ST	3,755.71	0 00	84,050 27	0.00	0 00
					TREASURY NOTES										
					4.25000%										
					09/30/2012										
					912828HE3										
					MS_30										
05/15/2008	04/25/2009	3,804.52	0.00	31414BKS8	FNMA GTD	102 059	100,000	3,882.84	3,804.52	ST	-78.32	0.00	3,882.84	0.00	0 00
					PASS THRU										
					POOL#961205										
					6.00000%										
					01/01/2038										
					31414BKS8										
05/21/2008	04/25/2009	16,798.22	0.00	31414PZM4	FNMA GTD	102,500	100,000	17,218 18	16,798.22	ST	-419.96	0.00	17,218.18	0.00	0.00
					PASS THRU										
					POOL#972448										
					6.00000%										
					03/01/2038										
					31414PZM4										
05/21/2008	04/28/2009	575,740.74	0.00	31414PZM4	FNMA GTD	102,500	104,688	590,134 26	602,728.59	ST	12,594.33	0.00	590,134.26	0.00	0 00
					PASS THRU										
					POOL#972448										
					6 00000%										
					03/01/2038										
					31414PZM4										
12/31/2008	06/08/2009	285,000.00	0.00	912828HH6	UNITED STATES	117 821	103,558	335,789 06	295,140.85	ST	-40,648 21	0.00	335,789 06	0.00	0.00
					TREASURY NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN_15										
06/12/2009	06/30/2009	70,000.00	0.00	9128277B2	UNITED STATES	107,785	108 179	75,449 84	75,725.55	ST	275 71	0.00	75,449.84	0.00	0.00
					TREASURY NOTES										
					5.00000%										
					08/15/2011										
					9128277B2										
					FA_15										
04/02/2009	07/10/2009	185,000 00	0.00	717081DA8	PFIZER INC NT	106,872	109 473	197,713.20	202,525 05	ST	4,811 85	0.00	197,713.20	0.00	0.00
					5.35000%										
					03/15/2015										
					717081DA8										
					MS_15										

04/28/2009	08/06/2009	60,000.00	0.00	912828KJ8	UNITED STATES	99 168	96 257	59,500.98	57,754.49	ST	-1,746.49	0.00	59,500.98	0.00	0.00
					UNITED STATES										
					TREASURY										
					NOTE										
					1.75000%										
					03/31/2014										
					912828KJ8										
					MS_31										
02/27/2009	08/13/2009	55,000.00	0.00	912828HH6	UNITED STATES	109.914	105 199	60,452.96	57,859.35	ST	-2,593.61	0.00	60,452.96	0.00	0.00
					UNITED STATES										
					TREASURY										
					NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN_15										
12/31/2008	08/13/2009	70,000.00	0.00	912828HH6	UNITED STATES	117.821	105.199	82,474.50	73,639.17	ST	-8,835.33	0.00	82,474.50	0.00	0.00
					UNITED STATES										
					TREASURY										
					NOTES										
					4 25000%										
					11/15/2017										
					912828HH6										
					MN_15										
04/14/2009	11/16/2009	90,000.00	0.00	912828HH6	UNITED STATES	112 805	107.839	101,524.58	97,055.50	ST	-4,469.08	0.00	101,524.58	0.00	0.00
					UNITED STATES										
					TREASURY										
					NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN_15										
03/06/2009	11/16/2009	20,000.00	0.00	912828HH6	UNITED STATES	111 879	107 839	22,375.86	21,567.89	ST	-807.97	0.00	22,375.86	0.00	0.00
					UNITED STATES										
					TREASURY										
					NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN_15										
03/03/2009	11/16/2009	20,000.00	0.00	912828HH6	UNITED STATES	111 239	107.839	22,247.74	21,567.89	ST	-679.85	0.00	22,247.74	0.00	0.00
					UNITED STATES										
					TREASURY										
					NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN_15										

02/27/2009	11/16/2009	70,000.00	0.00	912828HH6	UNITED STATES	109.914	107.839	76,940.12	75,487.61	ST	-1,452.51	0.00	76,940.12	0.00	0.00
					TREASURY										
					NOTES										
					4.25000%										
					11/15/2017										
					912828HH6										
					MN 15										
					ST - TERM	2,092,389.98		2,252,275.96	2,201,074.24	ST	-51,201.72	0.00	2,252,275.96	0.00	0.00
					TOTAL										
04/10/2007	01/25/2009	4,214.01	0.00	31411WD79	FNMA GTD	98.688	100.000	4,158.70	4,214.01	LT	0.00	55.31	4,158.70	0.00	0.00
					PASS THRU										
					POOL#916426										
					5.50000%										
					05/01/2037										
					31411WD79										
06/01/2007	01/25/2009	275.10	0.00	31413AER0	FNMA GTD	97.371	100.000	267.87	275.10	LT	0.00	7.23	267.87	0.00	0.00
					PASS THRU										
					POOL#939444										
					5.50000%										
					06/01/2037										
					31413AER0										
08/20/2007	01/25/2009	1,426.17	0.00	31413BTW1	FNMA GTD	97.156	100.000	1,385.61	1,426.17	LT	0.00	40.56	1,385.61	0.00	0.00
					PASS THRU										
					POOL#940765										
					5.50000%										
					06/01/2037										
					31413BTW1										
04/10/2007	02/25/2009	7,334.40	0.00	31411WD79	FNMA GTD	98.688	100.000	7,238.14	7,334.40	LT	0.00	96.26	7,238.14	0.00	0.00
					PASS THRU										
					POOL#916426										
					5.50000%										
					05/01/2037										
					31411WD79										
06/01/2007	02/25/2009	5,654.85	0.00	31413AER0	FNMA GTD	97.371	100.000	5,506.19	5,654.85	LT	0.00	148.66	5,506.19	0.00	0.00
					PASS THRU										
					POOL#939444										
					5.50000%										
					06/01/2037										
					31413AER0										
08/20/2007	02/25/2009	5,344.16	0.00	31413BTW1	FNMA GTD	97.156	100.000	5,192.19	5,344.16	LT	0.00	151.97	5,192.19	0.00	0.00
					PASS THRU										
					POOL#940765										
					5.50000%										
					06/01/2037										
					31413BTW1										

03/04/2008	03/06/2009	45,000.00	0.00	416515AU8	HARTFORD FINL SVCS	100 165	55.250	45,074.25	24,862.50	LT	0.00	-20,211.75	45,074.25	0.00	0.00
					GROUP INC SR										
					NT 6 30000%										
					03/15/2018										
					416515AU8										
					MS_15										
04/11/2007	03/19/2009	45,000.00	0.00	59156RAD0	METLIFE INC	100 608	94 307	45,273.60	42,438.15	LT	0.00	-2,835.45	45,273.60	0.00	0.00
					SENIOR										
					NOTES										
					5.37500%										
					12/15/2012										
					59156RAD0										
					JD_15										
04/11/2007	03/20/2009	20,000.00	0.00	59156RAD0	METLIFE INC	100 608	94 267	20,121.60	18,853.40	LT	0.00	-1,268.20	20,121.60	0.00	0.00
					SENIOR										
					NOTES										
					5.37500%										
					12/15/2012										
					59156RAD0										
					JD_15										
04/11/2007	03/24/2009	50,000.00	0.00	59156RAD0	METLIFE INC	100.608	93.989	50,304.00	46,994.50	LT	0.00	-3,309.50	50,304.00	0.00	0.00
					SENIOR										
					NOTES										
					5.37500%										
					12/15/2012										
					59156RAD0										
					JD_15										
04/10/2007	03/25/2009	20,075.04	0.00	31411WD79	FNMA GTD	98 688	100.000	19,811.55	20,075.04	LT	0.00	263.49	19,811.55	0.00	0.00
					PASS THRU										
					POOL#916426										
					5.50000%										
					05/01/2037										
					31411WD79										
06/01/2007	03/25/2009	5,214.95	0.00	31413AER0	FNMA GTD	97.371	100.000	5,077.85	5,214.95	LT	0.00	137.10	5,077.85	0.00	0.00
					PASS THRU										
					POOL#939444										
					5.50000%										
					06/01/2037										
					31413AER0										
08/20/2007	03/25/2009	8,080.38	0.00	31413BTTW1	FNMA GTD	97 156	100.000	7,850.59	8,080.38	LT	0.00	229.79	7,850.59	0.00	0.00
					PASS THRU										
					POOL#940765										
					5.50000%										
					06/01/2037										
					31413BTTW1										
04/10/2007	04/25/2009	24,229.93	0.00	31411WD79	FNMA GTD	98.688	100 000	23,911.91	24,229.93	LT	0.00	318.02	23,911.91	0.00	0.00
					PASS THRU										
					POOL#916426										
					5.50000%										
					05/01/2037										
					31411WD79										

06/01/2007	04/25/2009	8,755.63	0.00	31413AER0	FNMA GTD PASS THRU POOL#939444 5 50000% 06/01/2037 31413AER0	97 371	100 000	8,525.45	8,755.63	LT	0.00	230.18	8,525.45	0.00	0.00
08/20/2007	04/25/2009	7,162.81	0.00	31413BTW1	FNMA GTD PASS THRU POOL#940765 5 50000% 06/01/2037 31413BTW1	97 156	100 000	6,959.12	7,162.81	LT	0.00	203.69	6,959.12	0.00	0.00
01/14/2008	05/08/2009	150,000.00	0.00	36962G3H5	GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NTS 5 62500% 09/15/2017 36962G3H5 MS_15	102 891	92.544	154,336.50	138,816.00	LT	0.00	-15,520.50	154,336.50	0.00	0.00
04/10/2007	05/25/2009	25,742.35	0.00	31411WD79	FNMA GTD PASS THRU POOL#916426 5 50000% 05/01/2037 31411WD79	98.688	100.000	25,404.48	25,742.35	LT	0.00	337.87	25,404.48	0.00	0.00
06/01/2007	05/25/2009	7,568.72	0.00	31413AER0	FNMA GTD PASS THRU POOL#939444 5 50000% 06/01/2037 31413AER0	97 371	100.000	7,369.75	7,568.72	LT	0.00	198.97	7,369.75	0.00	0.00
08/20/2007	05/25/2009	8,207.37	0.00	31413BTW1	FNMA GTD PASS THRU POOL#940765 5.50000% 06/01/2037 31413BTW1	97 156	100 000	7,973.97	8,207.37	LT	0.00	233.40	7,973.97	0.00	0.00
05/15/2008	05/25/2009	3,164.42	0.00	31414BKS8	FNMA GTD PASS THRU POOL#961205 6 00000% 01/01/2038 31414BKS8	102.059	100 000	3,229.56	3,164.42	LT	0.00	-65.14	3,229.56	0.00	0.00
05/21/2008	05/25/2009	8,113.26	0.00	31414PZM4	FNMA GTD PASS THRU POOL#972448 6 00000% 03/01/2038 31414PZM4	102 500	100 000	8,316.09	8,113.26	LT	0.00	-202.83	8,316.09	0.00	0.00

04/11/2007	06/12/2009	70,000.00	0.00	441812JW5	HOUSEHOLD FINANCE CO 6.3750% 10/15/2011 441812JW5 AO_15	104.029	101.849	72,820.30	71,294.30	LT	0.00	-1,526.00	72,820.30	0.00	0.00
04/10/2007	06/25/2009	6,064.56	0.00	31411WD79	FNMA GTD PASS THRU POOL#916426 5.50000% 05/01/2037 31411WD79	98.688	100.000	5,984.96	6,064.56	LT	0.00	79.60	5,984.96	0.00	0.00
06/01/2007	06/25/2009	8,819.72	0.00	31413AER0	FNMA GTD PASS THRU POOL#939444 5.50000% 06/01/2037 31413AER0	97.371	100.000	8,587.86	8,819.72	LT	0.00	231.86	8,587.86	0.00	0.00
08/20/2007	06/25/2009	7,607.57	0.00	31413BTW1	FNMA GTD PASS THRU POOL#940765 5.50000% 06/01/2037 31413BTW1	97.156	100.000	7,391.23	7,607.57	LT	0.00	216.34	7,391.23	0.00	0.00
05/15/2008	06/25/2009	6,210.84	0.00	31414BKS8	FNMA GTD PASS THRU POOL#961205 6.00000% 01/01/2038 31414BKS8	102.059	100.000	6,338.70	6,210.84	LT	0.00	-127.86	6,338.70	0.00	0.00
05/21/2008	06/25/2009	5,169.68	0.00	31414PZM4	FNMA GTD PASS THRU POOL#972448 6.00000% 03/01/2038 31414PZM4	102.500	100.000	5,298.92	5,169.68	LT	0.00	-129.24	5,298.92	0.00	0.00
10/16/2007	07/10/2009	100,000.00	0.00	233835AK3	DAIMLER CHRYSLER NA HLDGS 8.00000% 06/15/2010 233835AK3 JD_15	107.002	103.204	107,002.00	103,204.00	LT	0.00	-3,798.00	107,002.00	0.00	0.00
01/28/2008	07/10/2009	150,000.00	0.00	931142CJ0	WAL MART STORES INC NT 5.80000% 02/15/2018 931142CJ0 FA_15	106.374	109.899	159,561.00	164,848.50	LT	0.00	5,287.50	159,561.00	0.00	0.00

04/10/2007	07/25/2009	27,315.17	0.00	31411WD79	FNMA GTD	98.688	100 000	26,956.66	27,315.17	LT	0.00	358.51	26,956.66	0.00	0.00
					PASS THRU										
					POOL#916426										
					5 50000%										
					05/01/2037										
					31411WD79										
06/01/2007	07/25/2009	6,238.70	0.00	31413AER0	FNMA GTD	97.371	100.000	6,074.69	6,238.70	LT	0.00	164.01	6,074.69	0.00	0.00
					PASS THRU										
					POOL#939444										
					5 50000%										
					06/01/2037										
					31413AER0										
08/20/2007	07/25/2009	7,630.84	0.00	31413BTDW1	FNMA GTD	97.156	100.000	7,413.84	7,630.84	LT	0.00	217.00	7,413.84	0.00	0.00
					PASS THRU										
					POOL#940765										
					5 50000%										
					06/01/2037										
					31413BTDW1										
05/15/2008	07/25/2009	3,601.97	0.00	31414BKX8	FNMA GTD	102.059	100 000	3,676.12	3,601.97	LT	0.00	-74.15	3,676.12	0.00	0.00
					PASS THRU										
					POOL#961205										
					6 00000%										
					01/01/2038										
					31414BKX8										
05/21/2008	07/25/2009	9,496.00	0.00	31414PZM4	FNMA GTD	102.500	100.000	9,733.40	9,496.00	LT	0.00	-237.40	9,733.40	0.00	0.00
					PASS THRU										
					POOL#972448										
					6 00000%										
					03/01/2038										
					31414PZM4										
05/21/2008	08/17/2009	257,035.15	20,000.00	31414PZM4	FNMA GTD	102.500	105.250	263,461.03	270,529.50	LT	0.00	7,068.47	263,461.03	0.00	0.00
					PASS THRU										
					POOL#972448										
					6.00000%										
					03/01/2038										
					31414PZM4										
04/10/2007	08/25/2009	10,613.45	0.00	31411WD79	FNMA GTD	98.688	100.000	10,474.15	10,613.45	LT	0.00	139.30	10,474.15	0.00	0.00
					PASS THRU										
					POOL#916426										
					5 50000%										
					05/01/2037										
					31411WD79										
06/01/2007	08/25/2009	5,990.53	0.00	31413AER0	FNMA GTD	97.371	100 000	5,833.04	5,990.53	LT	0.00	157.49	5,833.04	0.00	0.00
					PASS THRU										
					POOL#939444										
					5 50000%										
					06/01/2037										
					31413AER0										

08/20/2007	08/25/2009	6,530.34	0 00	314138TW1	FNMA GTD PASS THRU POOL#940765 5.50000% 06/01/2037	97 156	100.000	6,344.63	6,530.34	LT	0.00	185.71	6,344.63	0.00	0.00
05/15/2008	08/25/2009	4,056.91	0 00	314148KS8	314138TW1 FNMA GTD PASS THRU POOL#961205 6 00000% 01/01/2038	102.059	100.000	4,140.43	4,056.91	LT	0.00	-83.52	4,140.43	0 00	0 00
05/21/2008	08/25/2009	6,932.38	0 00	31414PZM4	314148KS8 FNMA GTD PASS THRU POOL#972448 6 00000% 03/01/2038	102.500	100.000	7,105.69	6,932.38	LT	0 00	-173.31	7,105.69	0 00	0.00
04/10/2007	09/23/2009	622,357.46	00,000 00	31411WD79	31414PZM4 FNMA GTD PASS THRU POOL#916426 5 50000% 05/01/2037	98.688	104.328	614,189.02	651,861.11	LT	0.00	37,672.09	614,189.02	0 00	0.00
06/01/2007	09/23/2009	173,686.46	45,000 00	31413AER0	31411WD79 FNMA GTD PASS THRU POOL#939444 5.50000% 06/01/2037	97.371	104.328	169,120.40	181,203.82	LT	0 00	12,083.42	169,120.40	0.00	0.00
08/20/2007	09/23/2009	145,089.36	26,754 00	314138TW1	31413AER0 FNMA GTD PASS THRU POOL#940765 5 50000% 06/01/2037	97.156	104.328	140,963.40	151,369.01	LT	0 00	10,405.61	140,963.40	0.00	0 00
05/15/2008	09/23/2009	213,529.93	84,731 00	314148KS8	314138TW1 FNMA GTD PASS THRU POOL#961205 6 00000% 01/01/2038	102.059	105.250	217,925.63	224,740.26	LT	0.00	6,814.63	217,925.63	0 00	0 00
05/21/2008	09/23/2009	215,873.29	77,640 00	31414PZM4	314148KS8 FNMA GTD PASS THRU POOL#972448 6 00000% 03/01/2038	102.500	105.250	221,270.12	227,206.64	LT	0 00	5,936.52	221,270.12	0 00	0.00

04/10/2007	09/25/2009	7,183.77	0.00	31411WD79	FNMA GTD PASS THRU POOL#916426 5.50000% 05/01/2037	98.688	100.000	7,089.48	7,183.77	LT	0.00	94.29	7,089.48	0.00	0.00
					31411WD79										
06/01/2007	09/25/2009	4,748.51	0.00	31413AER0	FNMA GTD PASS THRU POOL#939444 5.50000% 06/01/2037	97.371	100.000	4,623.68	4,748.51	LT	0.00	124.83	4,623.68	0.00	0.00
					31413AER0										
08/20/2007	09/25/2009	3,493.05	0.00	31413BTW1	FNMA GTD PASS THRU POOL#940765 5.50000% 06/01/2037	97.156	100.000	3,393.72	3,493.05	LT	0.00	99.33	3,393.72	0.00	0.00
					31413BTW1										
05/15/2008	09/25/2009	3,822.79	0.00	31414BKS8	FNMA GTD PASS THRU POOL#961205 6.00000% 01/01/2038	102.059	100.000	3,901.49	3,822.79	LT	0.00	-78.70	3,901.49	0.00	0.00
					31414BKS8										
05/21/2008	09/25/2009	7,136.83	0.00	31414PZM4	FNMA GTD PASS THRU POOL#972448 6.00000% 03/01/2038	102.500	100.000	7,315.25	7,136.83	LT	0.00	-178.42	7,315.25	0.00	0.00
					31414PZM4										
09/30/2008	11/16/2009	350,000.00	0.00	912828HE3	UNITED STATES TREASURY NOTES 4.25000% 09/30/2012	106.059	108.492	371,206.25	379,721.48	LT	0.00	8,515.23	371,206.25	0.00	0.00
					912828HE3										
04/11/2007	11/16/2009	50,000.00	0.00	92976WBA3	MS_30 WACHOVIA CORP GLOBAL MEDIUM TERM SR NTS 5.70000% 08/01/2013	102.187	108.275	51,093.50	54,137.50	LT	0.00	3,044.00	51,093.50	0.00	0.00
					92976WBA3 FA_01										

04/11/2007	12/04/2009	45,000.00	0.00	92976WBA3	WACHOVIA CORP	102 187	108 363	45,984.15	48,763.35	LT	0.00	2,779.20	45,984.15	0.00	0.00
					GLOBAL										
					MEDIUM TERM										
					SR NTS										
					5.70000%										
					08/01/2013										
					92976WBA3										
					FA_01										
04/11/2007	12/07/2009	5,000.00	0.00	59018YUW9	MERRILL LYNCH & CO	96.921	102.893	4,846.05	5,144.65	LT	0.00	298.60	4,846.05	0.00	0.00
					INC MEDIUM										
					TERM NTS										
					5.00000%										
					01/15/2015										
					59018YUW9										
					JJ_15										
04/11/2007	12/08/2009	25,000.00	0.00	244217BG9	DEERE JOHN CAPITAL	107.554	112.478	26,888.50	28,119.50	LT	0.00	1,231.00	26,888.50	0.00	0.00
					CORP NOTES										
					7.00000%										
					03/15/2012										
					244217BG9										
					MS_15										
09/08/2006	12/31/2009	225,000.00	0.00	3133XGRD8	FEDERAL HOME LOAN	100 350	103.434	225,778.47	232,726.50	LT	0.00	6,948.03	225,778.47	0.00	0.00
					BANK										
					5 12500%										
					09/29/2010										
					3133XGRD8										
					MS_29										
LT TERM		3,256,798.81						3,303,076.73	3,366,061.83	LT	0.00	62,985.10	3,303,076.73	0.00	0.00
TOTAL															
SECTION		5,349,188.79						5,555,352.69	5,567,136.07			62,985.10	5,555,352.69	0.00	0.00
TOTAL															

MATURITIES

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
04/11/2007	08/15/2009	200,000.00	0.00	31428XAP1	FEDEX CORP	100.787	100.000	201,574.00	200,000.00	LT	0.00	-1,574.00	201,574.00	0.00	0.00
					NTS 5.50000%										
					08/15/2009										
					31428XAP1										
					FA_15										
04/11/2007	09/15/2009	100,000.00	0.00	079860AF9	BELLSOUTH CORP	97.761	100.000	97,761.00	100,000.00	LT	0.00	2,239.00	97,761.00	0.00	0.00
					4 20000%										
					09/15/2009										
					079860AF9										
					MS_15										

LT - TERM	300,000.00	299,335.00	300,000.00	LT	0.00	665.00	299,335.00	0.00	0.00
TOTAL									
SECTION	300,000.00	299,335.00	300,000.00		0.00	665.00	299,335.00	0.00	0.00
TOTAL									

Indicators

- ST - Short Term
- LT - Long Term
- WO - Written Option
- SS - Short Sale
- P - Purchase includes option premium
- S - Sale includes option premium

*** This report is intended to be an internal worksheet and should not be relied upon for accuracy, unless it confirms with the official records of the firm
 *** Mortgage backed factors are updated on the 8th business day of the month

Source Neuberger Berman

This capital gain and loss summary is provided for information purposes only and does not conform to tax preparation standards, please refer to your account statement or other statement provided by your custodian for the official records of your account(s). It is provided for your personal record keeping purposes only. This review contains information supplied by third parties, including but not limited to the client. This report is based upon information that we consider reliable, but we do not represent that it is accurate or complete, and it should not be relied upon as such. It is accordingly not a substitute Form 1099 and should not be supplied to the Internal Revenue Service. This report should not be relied on in extending credit to the client or any individual or entity affiliated with the client.

PLEASE CONSULT YOUR TAX ADVISOR

LT is the designation for a gain or loss on a security held for more than twelve (12) months

ST is the designation for a gain or loss on a security held for twelve (12) months

- The Internal Revenue Code (If Applicable)
- SECTION 1091 - WASH SALES
- SECTION 1092 - STRADDLES
- SECTION 1259 - CONSTRUCTIVE SALES

Any adjustments to the result of Mutual Fund (& Closed-End Fund) Transactions required by Section 852(b) (4) are not reflected above

Closing Transactions due to taxable merger involving cash and stock may be reflected differently on the above Capital Gains/Losses Statement and on the Form 1099 you will or have received at the end of the year

Please note that the Cost Basis used to determine Gains or Losses as listed in this report for Master Limited Partnerships (MLP), Original Issue Discount (OID) and certain municipal bonds may have been adjusted for reallocated income, gains, losses or return of capital

For securities not purchased through Neuberger Berman but purchased elsewhere and later transferred in, you will need to supply relevant information to your tax advisor. It is your responsibility to ensure the accuracy of this information since Neuberger Berman has no knowledge of such assets cost basis.

Exchange rates used to derive foreign exchange gains and losses may be provided from various outside sources and may not reflect realizable rates. Neuberger Berman does not warrant the accuracy of these sources and is not responsible for inaccuracies. Rates may also be subject to change without notice.

Certain companies, such as Real Estate Investment Trusts, commonly known as REITs pay distributions throughout the year and reallocate these distributions at year-end as all or some of the following: Return of Capital, Short Term Gain, Long Term Gain, and Regular Income. Due to this late reallocation, these entries may be posted to your account in the beginning of the following year resulting in an amended Capital Gains Report.

This material may contain multiple Neuberger Berman account information. Such aggregate information is provided for discussion purposes only and is not necessarily representative of any one of the individual accounts comprising this combined report. Clients should review each individual account statement for specific holdings and gains and losses.

Capital Gains

LILY AUCHINCLOSS FDN INC
16 EAST 79TH STREET-STE 31
NEW YORK NY 10075-0150

Capital Gains Summary From 01/01/2009 To 11/12/2009	
Description	Totals
Short Term Gain/Loss	-1,755,978.71
Long Term Gain/Loss	-3,299,880.56
Total Short Sale Gain/Loss	0.00
Discount Income	0.00
Total Capital Gains/Losses	-5,055,859.27
Adjusted Basis	13,797,588.31
Proceeds	8,741,729.04
Total Curr Gain/Loss	0.00

EQUITIES

Purchase Date	Close Date	No. of Shares	Orig Price	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount Inc	St Gain/Loss	Li Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
10/24/2008	02/02/2009	2,100.00	0.00	MMM	3M COMPANY	60.378	51.456	126,794.01	108,056.78	ST	-18,737.23	0.00	126,794.01	0.00
06/25/2008	02/02/2009	1,500.00	0.00	BA	BOEING CO	69.566	40.439	104,349.24	60,658.90	ST	-43,690.34	0.00	104,349.24	0.00
06/17/2008	02/02/2009	12,700.00	0.00	L	LOEWS CORP	50.631	23.192	643,019.80	284,535.99	ST	-348,483.81	0.00	643,019.80	0.00
03/28/2008	02/02/2009	5,000.00	0.00	PXD	PIONEER NATURAL RESOURCES CO	48.805	14.246	244,022.95	71,228.10	ST	-172,794.85	0.00	244,022.95	0.00
10/24/2008	02/02/2009	4,800.00	0.00	PXD	PIONEER NATURAL RESOURCES CO	25.090	14.246	120,430.17	68,378.97	ST	-52,051.20	0.00	120,430.17	0.00
12/31/2008	02/03/2009	6,000.00	0.00	BACPRE	BANK AMER CORP DEPOSITARY SH REPSTG 1/1000TH	11.519	6.083	69,115.80	36,496.59	ST	-32,619.21	0.00	69,115.80	0.00

12/31/2008	02/04/2009	18,000.00	0.00	BACPRE	BANK AMER CORP	11 519	5.157	207,347.40	92,832.68	ST	-114,514.72	0 00	207,347.40	0 00	0.00
					DEPOSITORY SH REPSTG 1/1000TH										
01/02/2009	02/04/2009	5,000.00	0.00	BACPRE	BANK AMER CORP	11,936	5.157	59,682.00	25,786.85	ST	-33,895.15	0.00	59,682.00	0.00	0.00
					DEPOSITORY SH REPSTG 1/1000TH										
12/31/2008	02/10/2009	6,600.00	0.00	METPRB	METLIFE INC 6.5% NON CUM PFD SER B	17,135	17.865	113,092.32	117,909.65	ST	4,817.33	0.00	113,092.32	0.00	0.00
05/30/2008	02/26/2009	16,000.00	0.00	NOK	***NOKIA CORPORATIO N SPONSORED ADR REPSTG 1 SER A FM 5 PAR	28,421	9.608	454,729.92	153,727.62	ST	-301,002.30	0.00	454,729.92	0.00	0.00
10/24/2008	02/26/2009	1,600.00	0.00	NOK	***NOKIA CORPORATIO N SPONSORED ADR REPSTG 1 SER A FM 5 PAR	15 459	9.608	24,734.17	15,372.76	ST	-9,361.41	0.00	24,734.17	0.00	0.00
10/15/2008	03/03/2009	3,500.00	0.00	UN	***UNILEVER N V NEW YORK SHS NEW	24,458	18.040	85,602.33	63,141.33	ST	-22,461.00	0.00	85,602.33	0.00	0.00
10/14/2008	03/03/2009	6,000.00	0.00	UN	***UNILEVER N V NEW YORK SHS NEW	26 213	18.040	157,277.58	108,242.27	ST	-49,035.31	0 00	157,277.58	0.00	0.00
10/30/2008	03/03/2009	10,000.00	0.00	WSH	***MILLIS GROUP HOLDINGS LTD	25,903	20.345	259,026.00	203,452.56	ST	-55,573.44	0.00	259,026.00	0.00	0.00
12/12/2008	03/03/2009	6,000.00	0 00	KR	KROGER CO	25 683	20.322	154,099.98	121,933.77	ST	-32,166.21	0 00	154,099.98	0.00	0.00
12/31/2008	03/03/2009	13,400.00	0.00	METPRB	METLIFE INC 6.5% NON CUM PFD SER B	17,135	9.847	229,611.68	131,951.74	ST	-87,659.94	0 00	229,611.68	0.00	0.00
12/12/2008	03/03/2009	1,200.00	0.00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATE D	37,627	25.580	45,152.10	30,695.51	ST	-14,456.59	0.00	45,152.10	0.00	0 00
10/09/2008	03/03/2009	3,300.00	0 00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATE D	36,293	25.580	119,766.57	84,412.67	ST	-35,353.90	0.00	119,766.57	0.00	0.00

10/02/2008	03/03/2009	3,000.00	0.00	TRV	TRAVELERS COMPANIES INC THE	38.413	34.952	115,239.03	104,855.41	ST	-10,383.62	0.00	115,239.03	0.00	0.00
10/30/2008	03/04/2009	8,000.00	0.00	UN	***UNILEVER N V NEW YORK SHS NEW	23.358	17.900	186,860.80	143,199.19	ST	-43,661.61	0.00	186,860.80	0.00	0.00
10/15/2008	03/04/2009	500.00	0.00	UN	***UNILEVER N V NEW YORK SHS NEW	24.458	17.900	12,228.91	8,949.95	ST	-3,278.96	0.00	12,228.91	0.00	0.00
10/24/2008	03/04/2009	1,000.00	0.00	UN	***UNILEVER N V NEW YORK SHS NEW	23.021	17.900	23,021.43	17,899.90	ST	-5,121.53	0.00	23,021.43	0.00	0.00
12/31/2008	03/04/2009	5,000.00	0.00	WSH	***MILLIS GROUP HOLDINGS LTD	24.532	19.915	122,658.20	99,572.44	ST	-23,085.76	0.00	122,658.20	0.00	0.00
12/12/2008	03/04/2009	1,000.00	0.00	WSH	***MILLIS GROUP HOLDINGS LTD	23.264	19.915	23,264.05	19,914.49	ST	-3,349.56	0.00	23,264.05	0.00	0.00
10/30/2008	03/04/2009	4,000.00	0.00	WSH	***MILLIS GROUP HOLDINGS LTD	25.903	19.915	103,610.40	79,657.95	ST	-23,952.45	0.00	103,610.40	0.00	0.00
02/09/2009	03/04/2009	5,700.00	0.00	KR	KROGER CO	22.824	20.430	130,098.57	116,450.34	ST	-13,648.23	0.00	130,098.57	0.00	0.00
12/12/2008	03/04/2009	300.00	0.00	KR	KROGER CO	25.683	20.430	7,705.00	6,128.97	ST	-1,576.03	0.00	7,705.00	0.00	0.00
12/31/2008	03/04/2009	10,000.00	0.00	PKG	PACKAGING CORP AMER	13.398	10.007	133,975.30	100,067.44	ST	-33,907.86	0.00	133,975.30	0.00	0.00
12/31/2008	03/04/2009	1,700.00	0.00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATE D	42.416	25.090	72,107.32	42,652.76	ST	-29,454.56	0.00	72,107.32	0.00	0.00
02/02/2009	03/04/2009	1,000.00	0.00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATE D	36.344	25.090	36,344.13	25,089.86	ST	-11,254.27	0.00	36,344.13	0.00	0.00
12/12/2008	03/04/2009	1,800.00	0.00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATE D	37.627	25.090	67,728.15	45,161.74	ST	-22,566.41	0.00	67,728.15	0.00	0.00
02/02/2009	03/04/2009	3,000.00	0.00	TRV	TRAVELERS COMPANIES INC THE	38.413	34.950	115,239.03	104,849.41	ST	-10,389.62	0.00	115,239.03	0.00	0.00
06/17/2008	03/04/2009	10,000.00	0.00	XRX	XEROX CORP	13.753	4.622	137,526.70	46,217.74	ST	-91,308.96	0.00	137,526.70	0.00	0.00
SYSTEM TOTAL		178,700.00						4,505,461.04	2,749,482.33	ST	-1,755,978.71	0.00	4,505,461.04	0.00	0.00

08/09/2005	01/20/2009	9,000.00	0.00	WFC	WELLS FARGO & CO-NEW	30,232	16,318	179,516.43	146,858.47	LT	0.00	-32,657.96	272,086.65	0.00	0.00
01/19/2007	01/21/2009	1,100.00	0.00	IBM	INTERNATION AL BUSINESS MACHINES	95,573	89,361	105,130.74	98,296.63	LT	0.00	-6,834.11	105,130.74	0.00	0.00
12/22/2005	01/27/2009	5,140.00	0.00	WFC	CORP	31,804	16,107	163,473.07	82,787.97	LT	0.00	-80,685.10	163,473.07	0.00	0.00
08/09/2005	01/27/2009	460.00	0.00	WFC	WELLS FARGO & CO-NEW	30,232	16,107	13,906.65	7,409.04	LT	0.00	-6,497.61	13,906.65	0.00	0.00
05/18/2006	02/02/2009	6,500.00	0.00	CNQ	***CANADIAN NATURAL RESOURCES LTD	52,325	33,955	340,111.85	220,706.46	LT	0.00	-119,405.39	340,111.85	0.00	0.00
01/31/2008	02/02/2009	1,900.00	0.00	BA	BOEING CO	82,894	40,438	157,499.36	76,834.60	LT	0.00	-80,664.76	157,499.36	0.00	0.00
03/22/2007	02/02/2009	9,300.00	0.00	L	LOEWS CORP	46,195	23,192	429,614.43	215,693.83	LT	0.00	-213,930.60	429,614.43	0.00	0.00
12/22/2005	02/02/2009	860.00	0.00	WFC	WELLS FARGO & CO-NEW	31,804	18,935	27,351.53	16,284.18	LT	0.00	-11,067.35	27,351.53	0.00	0.00
03/08/2007	02/02/2009	1,000.00	0.00	WFC	WELLS FARGO & CO-NEW	34,610	18,935	34,610.00	18,935.09	LT	0.00	-15,674.91	34,610.00	0.00	0.00
01/28/2008	02/02/2009	3,400.00	0.00	WFC	WELLS FARGO & CO-NEW	31,300	18,935	106,419.32	64,378.32	LT	0.00	-42,040.00	106,419.32	0.00	0.00
01/19/2007	02/10/2009	2,200.00	0.00	IBM	INTERNATION AL BUSINESS MACHINES CORP	95,573	95,559	210,261.48	210,227.54	LT	0.00	-33.94	210,261.48	0.00	0.00
10/05/2007	02/12/2009	3,200.00	0.00	UNM	UNUM GROUP	25,778	12,736	134,043.00	66,226.82	LT	0.00	-67,816.18	134,043.00	0.00	0.00
04/06/2006	02/19/2009	3,400.00	0.00	UNM	UNUM GROUP	20,024	10,907	69,081.60	37,083.25	LT	0.00	-30,998.35	69,081.60	0.00	0.00
08/09/2005	02/19/2009	3,400.00	0.00	UNM	UNUM GROUP	19,614	10,907	86,301.16	47,990.09	LT	0.00	-38,311.07	86,301.16	0.00	0.00
11/14/2007	02/20/2009	3,000.00	0.00	NUE	NUCOR CORP	53,831	38,358	484,483.50	345,223.03	LT	0.00	-139,260.47	484,483.50	0.00	0.00
01/28/2008	02/20/2009	2,000.00	0.00	NUE	NUCOR CORP	54,491	38,358	108,982.80	76,716.23	LT	0.00	-32,266.57	108,982.80	0.00	0.00
10/27/2006	02/20/2009	3,500.00	0.00	OXY	OCCIDENTAL PETE CORP	48,409	49,941	314,655.90	324,612.34	LT	0.00	9,956.44	314,655.90	0.00	0.00
01/18/2007	02/26/2009	1,000.00	0.00	OXY	OCCIDENTAL PETE CORP	43,980	53,304	43,980.20	53,303.80	LT	0.00	9,323.60	43,980.20	0.00	0.00
10/27/2006	02/26/2009	1,000.00	0.00	OXY	OCCIDENTAL PETE CORP	48,409	53,304	48,408.60	53,303.80	LT	0.00	4,895.20	48,408.60	0.00	0.00
09/07/2007	02/27/2009	2,000.00	0.00	PKG	PACKAGING CORP AMER	25,688	10,640	256,875.00	106,403.70	LT	0.00	-150,471.30	256,875.00	0.00	0.00
08/07/2006	03/02/2009	3,700.00	0.00	ORCL	ORACLE CORP	14,599	15,425	127,011.30	134,194.05	LT	0.00	7,182.75	127,011.30	0.00	0.00
05/09/2006	03/02/2009	3,000.00	0.00	XRX	XEROX CORP	14,556	4,875	232,902.40	77,991.72	LT	0.00	-154,910.68	232,902.40	0.00	0.00

08/26/2005	03/03/2009	4,400.00	0.00	APC	ANADARKO PETROLEUM CORP	43.582	31.975	191,759.04	140,687.62	LT	0.00	-51,071.42	191,759.04	0.00	0.00
12/22/2005	03/03/2009	4,000.00	0.00	APC	ANADARKO PETROLEUM CORP	48.181	31.975	192,725.20	127,897.84	LT	0.00	-64,827.36	192,725.20	0.00	0.00
08/08/2006	03/03/2009	600.00	0.00	APC	ANADARKO PETROLEUM CORP	46.911	31.975	28,146.54	19,184.68	LT	0.00	-8,961.86	28,146.54	0.00	0.00
11/09/2006	03/03/2009	4,200.00	0.00	COG	CABOT OIL & GAS CORP	27.605	19.035	115,940.58	79,946.68	LT	0.00	-35,993.90	115,940.58	0.00	0.00
12/11/2006	03/03/2009	1,800.00	0.00	COG	CABOT OIL & GAS CORP	32.514	19.035	58,525.92	34,262.86	LT	0.00	-24,263.06	58,525.92	0.00	0.00
01/19/2007	03/03/2009	7,000.00	0.00	COG	CABOT OIL & GAS CORP	29.762	19.035	208,333.30	133,244.46	LT	0.00	-75,088.84	208,333.30	0.00	0.00
12/28/2007	03/03/2009	3,500.00	0.00	DVN	DEVON ENERGY CORPORATIO N NEW	90.519	40.611	316,817.55	142,136.09	LT	0.00	-174,681.46	316,817.55	0.00	0.00
01/19/2007	03/03/2009	1,700.00	0.00	IBM	INTERNATION AL BUSINESS MACHINES CORP	95.573	88.345	162,474.78	150,186.13	LT	0.00	-12,288.65	162,474.78	0.00	0.00
01/22/2007	03/03/2009	2,200.00	0.00	IBM	INTERNATION AL BUSINESS MACHINES CORP	96.826	88.345	213,017.42	194,358.53	LT	0.00	-18,658.89	213,017.42	0.00	0.00
01/18/2007	03/03/2009	2,250.00	0.00	OXY	OCCIDENTAL PETE CORP	43.980	49.425	98,955.45	111,205.65	LT	0.00	12,250.20	98,955.45	0.00	0.00
08/07/2006	03/03/2009	15,000.00	0.00	ORCL	ORACLE CORP	14.599	15.146	218,985.00	227,183.62	LT	0.00	8,198.62	218,985.00	0.00	0.00
11/14/2007	03/03/2009	9,000.00	0.00	PKG	PACKAGING CORP AMER	30.815	9.931	277,337.70	89,379.48	LT	0.00	-187,958.22	277,337.70	0.00	0.00
09/07/2007	03/03/2009	4,000.00	0.00	PKG	PACKAGING CORP AMER	25.688	9.931	102,750.00	39,724.22	LT	0.00	-63,025.78	102,750.00	0.00	0.00
08/08/2005	03/03/2009	18,500.00	0.00	UNM	UNUM GROUP	19.349	8.926	357,954.65	165,123.78	LT	0.00	-192,830.87	357,954.65	0.00	0.00
08/07/2006	03/03/2009	2,500.00	0.00	XRX	XEROX CORP	14.379	4.697	35,947.75	11,742.41	LT	0.00	-24,205.34	35,947.75	0.00	0.00
08/16/2006	03/03/2009	13,000.00	0.00	XRX	XEROX CORP	13.612	4.697	176,954.70	61,060.53	LT	0.00	-115,894.17	176,954.70	0.00	0.00
05/09/2006	03/03/2009	18,000.00	0.00	XRX	XEROX CORP	14.556	4.697	262,015.20	84,545.34	LT	0.00	-177,469.86	262,015.20	0.00	0.00
08/08/2006	03/04/2009	1,400.00	0.00	APC	ANADARKO PETROLEUM CORP	46.911	32.954	65,675.26	46,135.90	LT	0.00	-19,539.36	65,675.26	0.00	0.00
08/11/2006	03/04/2009	5,600.00	0.00	APC	ANADARKO PETROLEUM CORP	46.449	32.954	260,113.28	184,543.60	LT	0.00	-75,569.68	260,113.28	0.00	0.00
07/10/2007	03/04/2009	2,000.00	0.00	APC	ANADARKO PETROLEUM CORP	52.166	32.954	104,331.40	65,908.43	LT	0.00	-38,422.97	104,331.40	0.00	0.00
01/19/2007	03/04/2009	13,000.00	0.00	COG	CABOT OIL & GAS CORP	29.762	20.200	386,904.70	262,603.72	LT	0.00	-124,300.98	386,904.70	0.00	0.00

12/28/2007	03/04/2009	3,500.00	0.00	DVN	DEVON ENERGY CORPORATION NEW	90.519	42.110	316,817.55	147,384.17	LT	0.00	-169,433.38	316,817.55	0.00	0.00
03/08/2007	03/04/2009	3,900.00	0.00	IBM	INTERNATIONAL BUSINESS MACHINES CORP	93.448	88.550	364,446.03	345,343.06	LT	0.00	-19,102.97	364,446.03	0.00	0.00
01/18/2007	03/04/2009	2,250.00	0.00	OXY	OCCIDENTAL PETE CORP	43.980	50.050	98,955.45	112,611.86	LT	0.00	13,656.41	98,955.45	0.00	0.00
08/07/2006	03/04/2009	15,000.00	0.00	ORCL	ORACLE CORP	14.599	15.380	218,985.00	230,698.70	LT	0.00	11,713.70	218,985.00	0.00	0.00
01/28/2008	03/04/2009	3,000.00	0.00	PKG	PACKAGING CORP AMER	23.779	10.007	71,337.60	30,020.23	LT	0.00	-41,317.37	71,337.60	0.00	0.00
08/09/2005	03/04/2009	14,300.00	0.00	UNM	UNUM GROUP	19.614	8.922	280,478.77	127,589.60	LT	0.00	-152,889.17	280,478.77	0.00	0.00
08/08/2005	03/04/2009	4,200.00	0.00	UNM	UNUM GROUP	19.349	8.922	81,265.38	37,473.87	LT	0.00	-43,791.51	81,265.38	0.00	0.00
08/07/2006	03/04/2009	16,500.00	0.00	XRX	XEROX CORP	14.379	4.622	237,255.15	76,259.27	LT	0.00	-160,995.88	237,255.15	0.00	0.00
11/14/2007	03/04/2009	7,000.00	0.00	XRX	XEROX CORP	16.186	4.622	113,300.60	32,352.42	LT	0.00	-80,948.18	113,300.60	0.00	0.00
TOTAL		117,360.00						9,292,127.27	5,992,246.71	LT	0.00	-3,299,880.56	9,292,127.27	0.00	0.00
SECTION TOTAL		490,060.00						13,890,158.53	8,741,729.04	LT	-1,755,978.71	-3,392,450.78	13,890,158.53	0.00	0.00

Indicators

ST	- Short Term
LT	- Long Term
WO	- Written Option
SS	- Short Sale
P	- Purchase includes option premium
S	- Sale includes option premium

*** This report is intended to be an internal worksheet and should not be relied upon for accuracy, unless it confirms with the official records of the firm

*** Mortgage backed factors are updated on the 8th business day of the month

Source Neuberger Berman

This capital gain and loss summary is provided for information purposes only and does not conform to tax preparation standards, please refer to your account statement or other statement provided by your custodian for the official records of your account(s). It is provided for your personal record keeping purposes only. This review contains information supplied by third parties, including but not limited to the client. This report is based upon information that we consider reliable, but we do not represent that it is accurate or complete, and it should not be relied upon as such. It is accordingly not a substitute Form 1099 and should not be supplied to the Internal Revenue Service. This report should not be relied on in extending credit to the client or any individual or entity affiliated with the client.

PLEASE CONSULT YOUR TAX ADVISOR.

LT is the designation for a gain or loss on a security held for more than twelve (12) months.

ST is the designation for a gain or loss on a security held for twelve (12) months

The Internal Revenue Code (If Applicable)

SECTION 1091 - WASH SALES

SECTION 1092 - STRADDLES

SECTION 1259 - CONSTRUCTIVE SALES

Any adjustments to the result of Mutual Fund (& Closed-End Fund) Transactions required by Section 852(b) (4) are not reflected above.

Closing Transactions due to taxable merger involving cash and stock may be reflected differently on the above Capital Gains/Losses Statement and on the Form 1099 you will or have received at the end of the year

Please note that the Cost Basis used to determine Gains or Losses as listed in this report for Master Limited Partnerships (MLP), Original Issue Discount (OID) and certain municipal bonds may have been adjusted for reallocated income, gains, losses or return of capital.

For securities not purchased through Neuberger Berman but purchased elsewhere and later transferred in, you will need to supply relevant information to your tax advisor. It is your responsibility to ensure the accuracy of this information since Neuberger Berman has no knowledge of such assets cost basis

Exchange rates used to derive foreign exchange gains and losses may be provided from various outside sources and may not reflect realizable rates. Neuberger Berman does not warrant the accuracy of these sources and is not responsible for inaccuracies. Rates may also be subject to change without notice.

Certain companies, such as Real Estate Investment Trusts, commonly known as REITs pay distributions throughout the year and reallocate these distributions at year-end as all or some of the following: Return of Capital, Short Term Gain, Long Term Gain, and Regular Income Due to this late reallocation, these entries may be posted to your account in the beginning of the following year resulting in an amended Capital Gains Report.

This material may contain multiple Neuberger Berman account information. Such aggregate information is provided for discussion purposes only and is not necessarily representative of any one of the individual accounts comprising this combined report. Clients should review each individual account statement for specific holdings and gains and losses

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- 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 copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	LILY AUCHINCLOSS FOUNDATION, INC.	13-3935995
	Number, street, and room or suite no. If a P.O. box, see instructions. 16 EAST 79TH STREET, NO. 31	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10021	

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 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

WTAS LLC

- The books are in the care of **452 FIFTH AVE, 23RD FLOOR - NEW YORK, NY 10018-2706**

Telephone No. **(646) 213-5100**

FAX 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 is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010.**

5 For calendar year **2009**, or other tax year beginning , and ending .

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

THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN WAS NOT AVAILABLE AT FILING DATE

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	\$	22,200.
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	\$	45,000.
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 best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Keeny Mavuka** Title **TAX DIRECTOR**

Date **8-2-10**

Form 8868 (Rev. 4-2009)

Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ X
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	LILY AUCHINCLOSS FOUNDATION, INC.	13-3935995
	Number, street, and room or suite no. If a P.O. box, see instructions. 16 EAST 79TH STREET, NO. 31	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10021	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

WTAS LLC

- The books are in the care of ► 452 FIFTH AVE, 23RD FLOOR - NEW YORK, NY 10018-2706

Telephone No. ► (646) 213-5100

FAX 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 is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members 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 until
AUGUST 16, 2010 to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year 2009 or
► ☐ tax year beginning _____, and ending _____.

- 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	\$ 22,200.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 45,000.
c 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). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

Form 8868 (Rev. 4-2009)