Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning JUL 1, 2009 **, and ending** JUN 30, 2010

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
BOMAN CHARITABLE FOUNDATION
C/O BESSEMER TRUST CO. OF FLORIDA

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
222 ROYAL PALM WAY

City or town, state, and ZIP code
PALM BEACH, FL 33480

A Employer identification number
20-5878265

B Telephone number
212-708-9216

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)* ▶$ 821,495.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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	18,219.	18,219.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,262.			
b Gross sales price for all assets on line 6a 160,662.				
7 Capital gain net income (from Part IV, line 2)		2,262.		
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	671.	0.		STATEMENT 2
12 **Total.** Add lines 1 through 11	21,152.	20,481.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees STMT 3	3,780.	1,480.		2,300.
17 Interest				
18 Taxes STMT 4	186.	186.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 **Total operating and administrative expenses.** Add lines 13 through 23	3,966.	1,666.		2,300.
25 Contributions, gifts, grants paid	45,700.			45,700.
26 **Total expenses and disbursements.** Add lines 24 and 25	49,666.	1,666.		48,000.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	<28,514.>			
b **Net investment income** (if negative, enter -0-)		18,815.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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923501 02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.** Form **990-PF** (2009)

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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	60,328.	7,143.	7,143.
	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			
	b	Investments - corporate stock STMT 5	680,244.	658,539.	570,381.
	c	Investments - corporate bonds STMT 6	181,915.	228,291.	243,971.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	922,487.	893,973.	821,495.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	922,487.	893,973.	
	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**	922,487.	893,973.	
	31	**Total liabilities and net assets/fund balances**	922,487.	893,973.	

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	922,487.
2	Enter amount from Part I, line 27a	2	<28,514.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	893,973.
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	893,973.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	99,664.		105,480.	<5,816.>
b	59,544.		52,920.	6,624.
c	1,454.			1,454.
d				
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				<5,816.>
b				6,624.
c				1,454.
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,262.
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	51,862.	983,814.	.052715
2007	9,737.	1,031,930.	.009436
2006	3,875.	999,117.	.003878
2005			
2004			

2 Total of line 1, column (d)	2	.066029
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	.022010
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	871,370.
5 Multiply line 4 by line 3	5	19,179.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	188.
7 Add lines 5 and 6	7	19,367.
8 Enter qualifying distributions from Part XII, line 4	8	48,000.

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 ▶ [X] and enter 1% of Part I, line 27b			1	188.
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	188.
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	188.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	412.		
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	412.
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	224.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 224. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BESSEMER TRUST COMPANY, N.A. Telephone no ▶212-708-9216
Located at ▶630 FIFTH AVENUE, NEW YORK, NY ZIP+4 ▶10111

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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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

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 (No)

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 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
GERALD E. BOMAN BESSEMER TRUST - 630 FIFTH AVENUE, NEW YORK, NY 10111	CO-TRUSTEE 2.00	0.	0.	0.
MARY JOAN BOMAN BESSEMER TRUST - 630 FIFTH AVENUE, NEW YORK, NY 10111	CO-TRUSTEE 2.00	0.	0.	0.
JANET B. COE BESSEMER TRUST - 630 FIFTH AVENUE, NEW YORK, NY 10111	CO-TRUSTEE 2.00	0.	0.	0.
GREGORY BOMAN BESSEMER TRUST - 630 FIFTH AVENUE, NEW YORK, NY 10111	CO-TRUSTEE 2.00	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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	851,111.
b	Average of monthly cash balances	1b	33,529.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	884,640.
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	884,640.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,270.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	871,370.
6	**Minimum investment return.** Enter 5% of line 5	6	43,569.

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	43,569.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 188.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	188.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	43,381.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	43,381.
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	43,381.

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	48,000.
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	48,000.
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	188.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	47,812.

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				43,381.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			45,617.	
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 ▶ $ 48,000.				
a Applied to 2008, but not more than line 2a			45,617.	
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				2,383.
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				40,998.
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 7

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

NONE

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

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

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

SEE STATEMENT 8

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CHAMPION MINISTRIES PO BOX 1323 CASTLE ROCK, CO 80104	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	25,500.
CONFLUENCE MINISTRIES 1400 QUITMAN STREET DENVER, CO 80204	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	4,000.
DESERT STREAM MINISTRIES 706 MAIN STREET GRANDVIEW, MO 64030	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	14,000.
MERCY MUSIC INTERNATIONAL 6429 W 70TH AVENUE ARVADA, CO 80003	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	700.
MUKILTEO PRESBYTERIAN CHURCH 4514 84TH STREET SW MUKILTEO, WA 98275	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	1,500.
Total			▶ 3a	45,700.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	18,219.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					671.
8 Gain or (loss) from sales of assets other than inventory			18	2,262.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		20,481.	671.

13 Total. Add line 12, columns (b), (d), and (e) 13 21,152.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	NONE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Gerald E Boman 2-22-11

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Parag Shah | Date: 2/10/11 | Check if self-employed ☐ | Preparer's identifying number: P00324356

Firm's name (or yours if self-employed), address, and ZIP code: BESSEMER TRUST, 630 FIFTH AVENUE, 34TH FLOOR, NEW YORK, NY 10111-0333

EIN

Phone no 212-708-9100

FORM 990-PF. DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BESSEMER TRUST	19,673.	1,454.	18,219.
TOTAL TO FM 990-PF, PART I, LN 4	19,673.	1,454.	18,219.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL EXCISE TAX REFUND	671.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	671.	0.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	1,480.	1,480.		0.
FINANCIAL SERVICE FEES	2,300.	0.		2,300.
TO FORM 990-PF, PG 1, LN 16C	3,780.	1,480.		2,300.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	186.	186.		0.
TO FORM 990-PF, PG 1, LN 18	186.	186.		0.

FORM 990-PF. CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	658,539.	570,381.
TOTAL TO FORM 990-PF, PART II, LINE 10B	658,539.	570,381.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	228,291.	243,971.
TOTAL TO FORM 990-PF, PART II, LINE 10C	228,291.	243,971.

FORM 990-PF PART XV - LINE 1A STATEMENT 7
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

GERALD E. BOMAN
MARY JOAN BOMAN

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

N/A

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
	N/A

FORM AND CONTENT OF APPLICATIONS

N/A

ANY SUBMISSION DEADLINES

N/A
N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

N/A

- 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	Name of exempt organization BOMAN CHARITABLE FOUNDATION C/O BESSEMER TRUST CO. OF FLORIDA	**Employer identification number** 20-5878265
File by the extended due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 222 ROYAL PALM WAY	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PALM BEACH, FL 33480	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ▶ 630 FIFTH AVENUE - NEW YORK, NY 10111

  Telephone No. ▶ 212-708-9216 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 MAY 15, 2011 .

5 For calendar year ______ , or other tax year beginning JUL 1, 2009 , and ending JUN 30, 2010 .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL INFORMATION IS NEEDED TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 188.
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**	$ 412.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, 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 ▶ [signature] Title ▶ Agent Date ▶ 2/10/11

923842
01-03-11

Bessemer Trust

Account Summary

Report dated June 30, 2010
Amortized tax cost
Settle date basis

BOMAN CHARITABLE FOUNDATION IM	Cost	Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
CASH AND SHORT TERM	$7,143	$7,143	0.9%	$0	0 0%	$0	0 00%
FIXED INCOME	$228,291	$243,971	29.7%	$16,273	7 1%	$7,853	3 22%
U S. LARGE CAP	$197,950	$182,814	22 3%	($1,969)	(1 0%)	$3,391	1 85%
NON-U.S. LARGE CAP	$149,144	$89,968	11.0%	($59,176)	(39 7%)	$1,453	1.62%
GLOBAL SMALL & MID CAP	$108,085	$121,260	14 8%	$13,175	12 2%	$1,026	0 85%
GLOBAL OPPORTUNITIES	$138,410	$127,856	15 6%	($10,553)	(7 6%)	$3,928	3 07%
REAL RETURN/COMMODITIES	$64,950	$48,483	5 9%	($16,467)	(25 4%)	$478	0 99%
Total	**$893,973**	**$821,495**	**100.0%**	**($58,717)**	**(6.6%)**	**$18,129**	**2.21%**

Market prices are updated nightly and therefore will not reflect pricing changes made intraday.
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices.

Bessemer Trust

Account Analysis

Report dated June 30, 2010
Amortized tax cost
Settle date basis

Group and industry	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
BOMAN CHARITABLE FOUNDATION IM						
CASH AND SHORT TERM						
CASH AVAILABLE	$7,143	$7,143	100 0%	0 9%	$0	0 00%
Total CASH AND SHORT TERM	**$7,143**	**$7,143**	**100.0%**	**0.9%**	**$0**	**0.00%**
FIXED INCOME						
BOND FUNDS	$228,291	$243,971	100 0%	29.7%	$7,853	3 22%
Total FIXED INCOME	**$228,291**	**$243,971**	**100.0%**	**29.7%**	**$7,853**	**3.22%**
U.S. LARGE CAP						
INFORMATION TECHNOLOGY	$33,123	$30,993	17.0%	3 8%	$492	1 59%
INDUSTRIALS	$34,522	$32,121	17.6%	3 9%	$726	2 26%
HEALTH CARE	$17,384	$16,521	9 0%	2 0%	$360	2 18%
FINANCIALS	$31,854	$28,425	15.5%	3 5%	$438	1 54%
CONSUMER STAPLES	$22,411	$19,788	10 8%	2 4%	$618	3 12%
MATERIALS	$15,286	$13,850	7 6%	1 7%	$325	2 35%
CONSUMER DISCRETIONARY	$21,744	$21,106	11 5%	2 6%	$258	1 22%
ENERGY	$21,626	$20,010	10 9%	2 4%	$174	0 87%
Total U.S. LARGE CAP	**$197,950**	**$182,814**	**100.0%**	**22.3%**	**$3,391**	**1.85%**
NON-U.S. LARGE CAP						
NON-U.S. LARGE CAP FUNDS	$149,144	$89,968	100 0%	11 0%	$1,453	1 62%
Total NON-U.S. LARGE CAP	**$149,144**	**$89,968**	**100.0%**	**11.0%**	**$1,453**	**1.62%**
GLOBAL SMALL & MID CAP						
GLOBAL SMALL & MID CAP FUNDS	$108,085	$121,260	100 0%	14 8%	$1,026	0 85%
Total GLOBAL SMALL & MID CAP	**$108,085**	**$121,260**	**100.0%**	**14.8%**	**$1,026**	**0.85%**
GLOBAL OPPORTUNITIES						
GLOBAL OPPORTUNITIES FUNDS	$138,410	$127,856	100 0%	15 6%	$3,928	3 07%
Total GLOBAL OPPORTUNITIES	**$138,410**	**$127,856**	**100.0%**	**15.6%**	**$3,928**	**3.07%**
REAL RETURN/COMMODITIES						
REAL RETURN FUNDS	$64,950	$48,483	100 0%	5.9%	$478	0 99%
Total REAL RETURN/COMMODITIES	**$64,950**	**$48,483**	**100.0%**	**5.9%**	**$478**	**0.99%**

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Account Analysis

Report dated June 30, 2010
Amortized tax cost
Settle date basis

Group and industry	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
BOMAN CHARITABLE FOUNDATION IM						
Total	**$893,973**	**$821,495**		**100.0%**	**$18,129**	**2.21%**

Account Details

Report dated June 30, 2010
Amortized tax cost
Settle date basis

BOMAN CHARITABLE FOUNDATION IM

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
CASH AND SHORT TERM											
CASH AVAILABLE											
999994	PRINCIPAL CASH		0 000	$0 00	$0	$0.000	$0	0 0%	$0	$0	
999995	INCOME CASH		0 000	$0.00	$0	$0.000	$0	0 0%	$0	$0	
999996	NET CASH		7,143.130	$0 00	$7,143	$0.000	$7,143	100 0%	$0	$0	0 00%
Total CASH AVAILABLE					**$7,143**		**$7,143**	**100.0%**	**$0**	**$0**	**0.00%**
Total CASH AND SHORT TERM					**$7,143**		**$7,143**	**100.0%**	**$0**	**$0**	**0.00%**
FIXED INCOME											
BOND FUNDS											
861017	OLD WESTBURY FIXED INC FD	680414406	20,887 938	$10.93	$228,291	$11 680	$243,971	100.0%	$16,273	$7,853	3 22%
Total BOND FUNDS					**$228,291**		**$243,971**	**100.0%**	**$16,273**	**$7,853**	**3.22%**
Total FIXED INCOME					**$228,291**		**$243,971**	**100.0%**	**$16,273**	**$7,853**	**3.22%**
U.S. LARGE CAP											
INFORMATION TECHNOLOGY											
817150	CISCO SYSTEMS INC	17275R102	275 000	$26 65	$7,329	$21 309	$5,860	3 2%	($1,469)	$0	0 00%
825987	EMC CORP	268648102	275 000	$11 41	$3,137	$18.298	$5,032	2.8%	$1,895	$0	0 00%
836142	GOOGLE INC	38259P508	11 000	$411 27	$4,524	$444 909	$4,894	2.7%	$0	$0	0 00%
851360	MICROSOFT CORP	594918104	250.000	$27.61	$6,902	$23 008	$5,752	3.1%	$0	$130	2 26%
863118	PAYCHEX INC	704326107	225.000	$29.61	$6,663	$25.969	$5,843	3 2%	$0	$279	4 77%
867793	QUALCOMM INC	747525103	110.000	$41 53	$4,568	$32 836	$3,612	2 0%	$0	$83	2 30%
Total INFORMATION TECHNOLOGY					**$33,123**		**$30,993**	**17.0%**	**$426**	**$492**	**1.59%**
INDUSTRIALS											
801237	HONEYWELL INTL INC	438516106	150.000	$43 83	$6,574	$39 027	$5,854	3.2%	$0	$181	3 09%
810900	BOEING COMPANY	097023105	70 000	$66.14	$4,630	$62 743	$4,392	2 4%	$0	$117	2 66%
833900	GENERAL ELECTRIC CO	369604103	550 000	$16 58	$9,119	$14 420	$7,931	4.3%	$0	$220	2 77%
901201	TYCO INTL LTD NEW	H89128104	200 000	$35.58	$7,115	$35 230	$7,046	3.9%	$0	$152	2.16%

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Account Details

Report dated June 30, 2010
Amortized tax cost
Settle date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
	BOMAN CHARITABLE FOUNDATION IM										
U.S. LARGE CAP											
INDUSTRIALS											
902026	INGERSOLL-RAND PUBLIC LTD	G47791101	200 000	$35 42	$7,084	$34 490	$6,898	3 8%	$0	$56	0.81%
Total INDUSTRIALS					**$34,522**		**$32,121**	**17.6%**	**$0**	**$726**	**2.26%**
HEALTH CARE											
815323	CELGENE CORP	151020104	85.000	$52 98	$4,503	$50.812	$4,319	2 4%	($184)	$0	0 00%
864075	PFIZER INC	717081103	400 000	$17 56	$7,023	$14.260	$5,704	3.1%	$0	$288	5 05%
958901	TEVA PHARM INDS LTD ADR	881624209	125 000	$46 86	$5,858	$51.984	$6,498	3 6%	$640	$72	1 11%
Total HEALTH CARE					**$17,384**		**$16,521**	**9.0%**	**$456**	**$360**	**2.18%**
FINANCIALS											
803330	AMERICAN EXPRESS	025816109	195 000	$43.58	$8,498	$39 697	$7,741	4 2%	($805)	$140	1.81%
843894	JPMORGAN CHASE & CO	46625H100	175 000	$42.85	$7,499	$36.606	$6,406	3 5%	$0	$35	0 55%
854169	MORGAN STANLEY GRP INC	617446448	245 000	$30 02	$7,356	$23 208	$5,686	3 1%	($738)	$49	0 86%
878279	T ROWE PRICE GROUP INC	74144T108	95.000	$43.74	$4,155	$44.389	$4,217	2.3%	$179	$102	2 42%
986524	ACE LIMITED	H0023R105	85 000	$51 13	$4,346	$51.471	$4,375	2 4%	$0	$112	2 56%
Total FINANCIALS					**$31,854**		**$28,425**	**15.5%**	**($1,364)**	**$438**	**1.54%**
CONSUMER STAPLES											
845261	KRAFT FOODS INC	50075N104	225.000	$30 75	$6,919	$28.000	$6,300	3.4%	$0	$261	4 14%
866630	PROCTER & GAMBLE CO	742718109	90.000	$67.23	$6,051	$59.978	$5,398	3.0%	($653)	$173	3 20%
886461	WALGREEN CO	931422109	150 000	$36 43	$5,465	$26 700	$4,005	2.2%	$0	$82	2 05%
886463	WAL-MART STORES INC	931142103	85 000	$46 78	$3,976	$48 059	$4,085	2.2%	$109	$102	2 50%
Total CONSUMER STAPLES					**$22,411**		**$19,788**	**10.8%**	**($544)**	**$618**	**3.12%**
MATERIALS											
824450	DOW CHEMICAL	260543103	250 000	$26 55	$6,637	$23 720	$5,930	3 2%	$0	$150	2 53%
842900	INTERNATIONAL PAPER	460146103	350 000	$24 71	$8,649	$22 629	$7,920	4.3%	($729)	$175	2 21%
Total MATERIALS					**$15,286**		**$13,850**	**7.6%**	**($729)**	**$325**	**2.35%**
CONSUMER DISCRETIONARY											

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BOMAN CHARITABLE FOUNDATION IM

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
U.S. LARGE CAP											
CONSUMER DISCRETIONARY											
823615	DISNEY (WALT) HOLDING CO	254687106	175 000	$33 74	$5,905	$31.497	$5,512	3 0%	($392)	$61	1 11%
845207	KOHL'S CORP	500255104	120 000	$35 44	$4,253	$47 500	$5,700	3 1%	$1,446	$0	0 00%
847586	LOWES COS INC	548661107	200.000	$20 96	$4,193	$20.420	$4,084	2 2%	($109)	$88	2 15%
876205	STAPLES INC	855030102	305.000	$24 24	$7,393	$19 049	$5,810	3 2%	($1,582)	$109	1 88%
Total CONSUMER DISCRETIONARY					**$21,744**		**$21,106**	**11.5%**	**($637)**	**$258**	**1.22%**
ENERGY											
806043	APACHE CORP	037411105	65 000	$82 11	$5,337	$84.185	$5,472	3 0%	$215	$39	0 71%
826663	EOG RES INC	26875P101	25 000	$75 16	$1,879	$98 360	$2,459	1 3%	$208	$15	0 61%
839788	HESS CORP	42809H107	125 000	$55 06	$6,883	$50 336	$6,292	3 4%	$0	$50	0 79%
854973	NATIONAL OILWELL VARCO INC	637071101	175 000	$43.01	$7,527	$33 069	$5,787	3.2%	$0	$70	1 21%
Total ENERGY					**$21,626**		**$20,010**	**10.9%**	**$423**	**$174**	**0.87%**
Total U.S. LARGE CAP					**$197,950**		**$182,814**	**100.0%**	**($1,969)**	**$3,391**	**1.85%**
NON-U.S. LARGE CAP											
NON-U.S. LARGE CAP FUNDS											
943344	OLD WESTBURY NON-US LC FD	680414109	11,093 480	$13 44	$149,144	$8 110	$89,968	100 0%	($59,176)	$1,453	1 62%
Total NON-U.S. LARGE CAP FUNDS					**$149,144**		**$89,968**	**100.0%**	**($59,176)**	**$1,453**	**1.62%**
Total NON-U.S. LARGE CAP					**$149,144**		**$89,968**	**100.0%**	**($59,176)**	**$1,453**	**1.62%**
GLOBAL SMALL & MID CAP											
GLOBAL SMALL & MID CAP FUNDS											
905637	OLD WEST GL SM & MD CAP FD	680414604	9,874 659	$10 95	$108,085	$12 280	$121,260	100 0%	$13,175	$1,026	0 85%
Total GLOBAL SMALL & MID CAP FUNDS					**$108,085**		**$121,260**	**100.0%**	**$13,175**	**$1,026**	**0.85%**
Total GLOBAL SMALL & MID CAP					**$108,085**		**$121,260**	**100.0%**	**$13,175**	**$1,026**	**0.85%**
GLOBAL OPPORTUNITIES											
GLOBAL OPPORTUNITIES FUNDS											

Bessemer Trust

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Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
	BOMAN CHARITABLE FOUNDATION IM										
GLOBAL OPPORTUNITIES											
GLOBAL OPPORTUNITIES FUNDS											
943328	OLD WESTBURY GL OPPTIES FD	680414802	17,856 984	$7 75	$138,410	$7 160	$127,856	100 0%	($10,553)	$3,928	3 07%
Total GLOBAL OPPORTUNITIES FUNDS					**$138,410**		**$127,856**	**100.0%**	**($10,553)**	**$3,928**	**3.07%**
Total GLOBAL OPPORTUNITIES					**$138,410**		**$127,856**	**100.0%**	**($10,553)**	**$3,928**	**3.07%**
REAL RETURN/COMMODITIES											
REAL RETURN FUNDS											
860093	OLD WESTBURY REAL RETRN FD	680414703	5,503.220	$11 80	$64,950	$8 810	$48,483	100.0%	($16,467)	$478	0 99%
Total REAL RETURN FUNDS					**$64,950**		**$48,483**	**100.0%**	**($16,467)**	**$478**	**0.99%**
Total REAL RETURN/COMMODITIES					**$64,950**		**$48,483**	**100.0%**	**($16,467)**	**$478**	**0.99%**
Total					**$893,973**		**$821,495**		**($58,717)**	**$18,129**	**2.21%**

Market prices are updated nightly and therefore will not reflect pricing changes made intraday
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices.