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
2012
Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation	A Employer identification number
THE JANE AND DANIEL OCH FAMILY FOUNDATION	26-3791338
Number and street (or P O box number if mail is not delivered to street address) / Room/suite	B Telephone number (see instructions)
C/O BCRS ASSOCIATES, LLC 77 WATER STREET - 9TH FLOOR	(212) 440-0800
City or town, state, and ZIP code NEW YORK, NY 10005	C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] 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)* ▶ $ 159,065,060.

J Accounting method: [X] 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) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	28,000,000.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,093.	4,093.		ATCH 1
	4 Dividends and interest from securities	1,611,097.	1,611,097.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,852,210.			
	b Gross sales price for all assets on line 6a 14,261,393.				
	7 Capital gain net income (from Part IV, line 2)		1,852,210.		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	31,467,400.	3,467,400.	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	12,118.			12,118.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) *	870,928.	870,928.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	12,000.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	1,818.			1,818.
	24 **Total operating and administrative expenses** Add lines 13 through 23	896,864.	870,928.		13,936.
	25 Contributions, gifts, grants paid	18,560,286.			18,560,286.
	26 **Total expenses and disbursements** Add lines 24 and 25	19,457,150.	870,928.	0	18,574,222.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	12,010,250.			
	b **Net investment income** (if negative, enter -0-)		2,596,472.		
	c **Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,360,426.	1,360,426.
	2	Savings and temporary cash investments	6,426,239.	21,226,937.	21,226,937.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 7	39,121,968.	40,508,364.	41,912,999.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 8)	85,299,717.	79,762,450.	94,564,698.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	130,847,924.	142,858,177.	159,065,060.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	130,847,924.	142,858,177.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	130,847,924.	142,858,177.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	130,847,924.	142,858,177.	

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	130,847,924.
2	Enter amount from Part I, line 27a	2	12,010,250.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	3.
4	Add lines 1, 2, and 3	4	142,858,177.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	142,858,177.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
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				
b				
c				
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	1,852,210.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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 the 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))
2011	16,592,285.	142,294,288.	0.116605
2010	13,171,921.	147,816,115.	0.089110
2009	13,694,176.	103,143,136.	0.132769
2008	NONE	98,505,132.	NONE
2007	NONE	NONE	NONE

2 **Total** of line 1, column (d)	2	0.338484
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 (4 YEARS IN BASE PERIOD)	3	0.084621
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	137,739,106.
5 Multiply line 4 by line 3	5	11,655,621.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	25,965.
7 Add lines 5 and 6	7	11,681,586.
8 Enter qualifying distributions from Part XII, line 4	8	18,574,222.

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	25,965.
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	
3	Add lines 1 and 2	3	25,965.
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	25,965.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 31,421.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 15,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	46,421.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	20,456.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 20,456. **Refunded** ▶	11	

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 the 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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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?	4b		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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) ▶ 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*	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 2012 or the taxable year beginning in 2012 (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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	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 ▶ BCRS ASSOCIATES, LLC Telephone no ▶ 212-440-0800

Located at ▶ 77 WATER STREET - 9TH FLOOR NEW YORK, NY ZIP+4 ▶ 10005

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 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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 instructions)?	1b		N/A
	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 2012?	1c		N/A
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ 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)	2b		N/A
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 2012 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 2012)*	3b		N/A
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 2012?	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)? (see instructions) ☐ 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)? **5b** N/A

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? **7b** N/A

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 (see instructions).

(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
ATCH 10		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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		0	0	0

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		

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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL	NONE
2 REVENUE CODE SECTION 501(C)(3).	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	NONE
2 N/A	
All other program-related investments See instructions 3 N/A	
Total. Add lines 1 through 3 ▶	

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	41,432,284.
b	Average of monthly cash balances	1b	5,335,797.
c	Fair market value of all other assets (see instructions)	1c	93,068,575.
d	**Total** (add lines 1a, b, and c)	1d	139,836,656.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	139,836,656.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,097,550.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	137,739,106.
6	**Minimum investment return.** Enter 5% of line 5	6	6,886,955.

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	6,886,955.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	25,965.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	25,965.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	6,860,990.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	6,860,990.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	6,860,990.

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	18,574,222.
b	Program-related investments - total from Part IX-B	1b	
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	18,574,222.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	25,965.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	18,548,257.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					6,860,990.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				NONE	
b Total for prior years 20____,20____,20____					
3 Excess distributions carryover, if any, to 2012					
a From 2007	NONE				
b From 2008	NONE				
c From 2009	8,137,244.				
d From 2010	5,896,625.				
e From 2011	9,526,219.				
f **Total** of lines 3a through e		23,560,088.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 18,574,222.					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2012 distributable amount					6,860,990.
e Remaining amount distributed out of corpus		11,713,232.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		35,273,320.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		35,273,320.			
10 Analysis of line 9					
a Excess from 2008	NONE				
b Excess from 2009	8,137,244.				
c Excess from 2010	5,896,625.				
d Excess from 2011	9,526,219.				
e Excess from 2012	11,713,232.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2a 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 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))

ATTACHMENT 11

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 or e-mail of the person to whom applications should be addressed:

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*				
SEE LIST ATTACHED				18,560,286.
Total . . . . . . ▶ **3a**				18,560,286.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

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 (See instructions.)
	(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			14	4,093.	
4 Dividends and interest from securities			14	1,611,097.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	1,852,210.	
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)				3,467,400.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 3,467,400.

(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). (See instructions.)
	NOT APPLICABLE

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		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) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date: 11/6/13 | Title: TRUSTEE

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOHN D. COOK		11/4/13		P01450182
Firm's name ▶ BCRS ASSOCIATES, LLC			Firm's EIN ▶ 13-4078147	
Firm's address ▶ 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005			Phone no 212-440-0800	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
THE JANE AND DANIEL OCH FAMILY FOUNDATION	26-3791338

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ _______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE JANE AND DANIEL OCH FAMILY FOUNDATION

Employer identification number 26-3791338

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DANIEL S. OCH C/O BCRS ASSOC, LLC; 77 WATER ST-9TH FL NEW YORK, NY 10005	$ 28,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization THE JANE AND DANIEL OCH FAMILY FOUNDATION

Employer identification number 26-3791338

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization THE JANE AND DANIEL OCH FAMILY FOUNDATION

Employer identification number 26-3791338

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.

▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: THE JANE AND DANIEL OCH FAMILY FOUNDATION

Employer identification number: 26-3791338

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					5,951.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,846,259.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	1,852,210.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041 **Schedule D (Form 1041) 2012**

JSA
2F1210 2 000

V 12-6.5T

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			
14	**Net long-term gain or (loss):**				
a	Total for year	14a			1,852,210.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			1,852,210.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17 If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
THE JANE AND DANIEL OCH FAMILY FOUNDATION	26-3791338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE REALIZED G(L) REPORT ATTACHED	VARIOUS	VARIOUS	6,230,765.	6,159,183.	71,582.
CAP GAIN DIST JPM SECONDARY PVT EQTY FD	VARIOUS	VARIOUS	353,448.	NONE	353,448.
GAIN ON PARTIAL DISP FORESTER OFFSHORE FUND LT	3/31/2009	3/31/2012	3,046,199.	2,500,000.	546,199.
GAIN ON FULL DISP FORESTER DIVERSIFIED FUND LTD	3/31/2009	6/30/2012	3,264,634.	2,500,000.	764,634.
GAIN ON PARTIAL DISP GS LIBERTY HARBOR I LTD	11/01/2009	VARIOUS	1,360,396.	1,250,000.	110,396.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 1,846,259.

Form **8868**

(Rev January 2013)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒

• 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.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

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.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions JANE & DANIEL OCH FAMILY FOUNDATION	Employer identification number (EIN) or 26-3791338
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P O box, see instructions. c/o BCRS ASSOCIATES, LLC; 77 WATER STREET - 9TH FL	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10005	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	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

• The books are in the care of ▶ BCRS ASSOCIATES, LLC

Telephone No. ▶ 212-440-0811 FAX No. ▶ N/A

• 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15 , 20 13 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 20 12 or

▶ ☐ tax year beginning ________________, 20 ____, and ending ________________, 20 ____.

2 If the tax year entered in line 1 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**	$ 46,342.00
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.	**3b**	$ 31,342.00
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	**3c**	$ 15,000.00

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.

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

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).

		Enter filer's identifying number, see instructions
Type or print	Name of exempt organization or other filer, see instructions. JANE & DANIEL OCH FAMILY FOUNDATION	Employer identification number (EIN) or 26-3791338
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. c/o BCRS ASSOCIATES, LLC; 77 WATER STREET - 9TH FL	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10005	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	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 ▶ BCRS ASSOCIATES, LLC

Telephone No. ▶ 212-440-0811 FAX No. ▶ N/A

• 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 , 20 13 .

5 For calendar year 2012, or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____ .

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 ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.

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	$ 46,342.00
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	$ 46,342.00
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	$ 0.00

Signature and Verification must be completed for Part II only.

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 ▶ Title ▶ CPA Date ▶ 08/13/2013

THE JANE AND DANIEL OCH FAMILY FOUNDATION **EIN: 26-3791338**

SUPPLEMENTARY STATEMENTS

PART: XV **LINE: 2** **SUPPLEMENTAL INFORMATION**

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST ON CREDIT BALANCE	121.	121.	
INTEREST ON CHECKING	28.	28.	
INTEREST ON MONEY MARKET	3,944.	3,944.	
TOTAL	4,093.	4,093.	

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS	27,090.	27,090.	
INTEREST ON BONDS	1,478,311.	1,478,311.	
DIVIDENDS THRU JP MORGAN SECONDARY PVT EQTY INVESTORS OFFSHORE SPECIAL LP	105,696.	105,696.	
TOTAL	1,611,097.	1,611,097.	

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MORGAN, LEWIS & BOCKIUS LLP	12,118.			12,118.
TOTALS	12,118.			12,118.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES:				
-WILLOUGHBY CAPITAL MGMT LLC	691,807.	691,807.		
-GOLDMAN SACHS & CO.	90,233.	90,233.		
-JPM SECONDARY PVT EQUITY FUND	70,866.	70,866.		
-DPM DIGITAL GROWTH FUND	18,022.	18,022.		
TOTALS	870,928.	870,928.		

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL TAX PAID: -3RD QTR ESTIMATE FYE 12/31/12	12,000.			
TOTALS	12,000.			

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
NEW YORK STATE FILING FEE	1,500.			1,500.
PUBLICATION NOTICE FEE	130.			130.
CHARITABLE EXPENSE	188.			188.
TOTALS	1,818.			1,818.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE LONG POSITION I ATTACHED	1,554,337.	1,526,101.	1,526,101.
SEE LONG POSITION II ATTACHED	76,768.	29,317.	29,317.
SEE LONG POSITION III ATTACHED	25,489,638.	26,605,358.	27,279,575.
SEE LONG POSITION IV ATTACHED	12,001,225.	12,347,588.	13,078,006.
TOTALS	39,121,968.	40,508,364.	41,912,999.

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FORESTER OFFSHORE LTD CL B	12,500,000.	10,000,000.	11,087,994.
FORESTER DIVERSIFIED LTD CL A (FULLY DISPOSED JUNE 2012)	2,500,000.	NONE	NONE
J.P. MORGAN SECONDARY PVT EQTY INVESTORS OFFSHORE SPECIAL LP	3,944,369.	4,748,048.	6,833,376.
J.P. MORGAN DIGITAL GROWTH FUND OFFSHORE SPECIAL LP	2,100,000.	2,500,000.	2,929,695.
GS LIBERTY HARBOR I	5,000,000.	3,750,000.	5,442,829.
ETON PARK OVERSEAS FUND LTD	10,000,000.	10,000,000.	10,708,942.
ANCHORAGE CAPITAL PARTNERS OFFSHORE LTD CL E	15,000,000.	15,000,000.	18,292,206.
CANYON BALANCED FUND (CAYMAN) LTD	5,000,000.	5,000,000.	6,625,249.
CANYON VALUE REALIZATION FUND (CAYMAN), LTD.	5,000,000.	5,000,000.	6,452,022.
KENSICO OFFSHORE FUND II	10,000,000.	10,000,000.	11,616,966.
HIGHFIELDS CAPITAL LTD	2,223,317.	1,683,290.	1,585,021.
ARDEN PROPPARTNERS GLOBAL MACRO FUND LTD	7,000,000.	7,000,000.	7,329,004.
DYNAMIC EQUITY MANAGERS: PORTFOLIO 2 OFFSHORE LP	2,500,000.	2,500,000.	2,796,541.
YACKTMAN FOCUSED FUND	2,528,549.	2,561,432.	2,845,173.
PURCHASED ACCRUED INTEREST #1	NONE	19,680.	19,680.
PURCHASED ACCRUED INTEREST #2	3,482.	NONE	NONE
TOTALS	85,299,717.	79,762,450.	94,564,698.

ATTACHMENT 9

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		3.
	TOTAL	3.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DANIEL S. OCH C/O BCRS ASSOCIATES, LLC 77 WATER STREET - 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
JANE C. OCH C/O BCRS ASSOCIATES, LLC 77 WATER STREET - 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

DANIEL S. OCH; C/O BCRS ASSOCIATES, LLC
77 WATER STREET - 9TH FL, NEW YORK, NY 10005

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					5,951.	
		SEE REALIZED G(L) REPORT ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
6,230,765.		6,159,183.					71,582.	
		CAP GAIN DIST JPM SECONDARY PVT EQTY FD						
353,448.							353,448.	
		GAIN ON PARTIAL DISP FORESTER OFFSHORE F						
3,046,199.		2,500,000.					546,199.	
		GAIN ON FULL DISP FORESTER DIVERSIFIED F						
3,264,634.		2,500,000.					764,634.	
		GAIN ON PARTIAL DISP GS LIBERTY HARBOR I						
1,360,396.		1,250,000.					110,396.	
TOTAL GAIN(LOSS)							1,852,210.	

THE JANE AND DANIEL OCH FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 12/31/2012
EIN: 26-3791338

DATE	CONTRIBUTION/CITY, STATE	AMOUNT
1/12/2012	CONGREGATION BETH-EL NEW YORK, NY	$86,000.00
1/17/2012	THE DAVID PROJECT BOSTON, MA	250,000 00
1/31/2012	GOLDA OCH ACADEMY WEST ORANGE, NJ	2,500,000.00
3/22/2012	THE ISRAEL PROJECT WASHINGTON, DC	250,000.00
4/10/2012	BIRTHRIGHT ISRAEL FOUNDATION NEW YORK, NY	1,000,000.00
5/29/2012	CONGREGATION BETH-EL NEW YORK, NY	13,935.85
6/19/2012	FACING HISTORY & OURSELVES NEW YORK, NY	100,000.00
7/3/2012	BIRTHRIGHT ISRAEL FOUNDATION NEW YORK, NY	1,000,000.00
7/6/2012	AMERICAN JEWISH COMMITTEE NEW YORK, NY	150,000.00
7/20/2012	TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA PHILADELPHIA, PA	3,000,000.00
7/24/2012	COLLEGE SUMMIT WASHINGTON, DC	50,000.00
8/1/2012	UNITED STATES HOLOCAUST MEMORIAL MUSEUM WASHINGTON, DC	100,000.00
8/3/2012	BIRTHRIGHT ISRAEL FOUNDATION NEW YORK, NY	500,000.00
8/7/2012	NEW YORK PRESBYTERIAN FUND, INC. NEW YORK, NY	30,000.00
9/24/2012	CONGREGATION BETH-EL NEW YORK, NY	250,000 00
9/25/2012	TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA PHILADELPHIA, PA	25,000 00
10/4/2012	ROBIN HOOD FOUNDATION NEW YORK, NY	497,250 00
10/24/2012	FOUNDATION FOR JEWISH CAMP NEW YORK, NY	100,000.00
11/1/2012	AMERICAN FRIENDS OF LIBI BROOKLINE, MA	125,000 00

THE JANE AND DANIEL OCH FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 12/31/2012
EIN: 26-3791338

DATE	CONTRIBUTION/CITY, STATE	AMOUNT
12/20/2012	GOLDA OCH ACADEMY WEST ORANGE, NJ	1,000,000.00
12/24/2012	UJA FEDERATION OF NEW YORK NEW YORK, NY	2,176,350.00
12/24/2012	AMERICAN JEWISH COMMITTEE NEW YORK, NY	200,000 00
12/26/2012	FRIENDS OF THE ISRAEL DEFENSE FORCES NEW YORK, NY	4,000.00
12/26/2012	NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY PHILADELPHIA, PA	600,000.00
12/27/2012	NEW YORK PRESBYTERIAN FUND, INC. NEW YORK, NY	2,500,000 00
12/27/2012	WHITE PLAINS HOSPITAL WHITE PLAINS, NY	50,000.00
12/27/2012	ROBIN HOOD FOUNDATION NEW YORK, NY	2,002,750.00
	TOTAL CONTRIBUTIONS PAID *	**$18,560,285.85**

** ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE FUND OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE CLASSIFIED UNDER SECTION 501 (c) (3) OF THE INTERNAL REVENUE CODE.*

Jane & Daniel Och Fam Fdn Corp FI
From 01-Jan-2012 To 31-Dec-2012
Separate Account Strategy GS· Corporate Fixed Income

Base Currency USD

Realized Gains/Losses

Description	Trade Date	Date Sold	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
VIACOM INC CPN 5 6250 08/15/2012	29-Mar-11	11-Jul-12	1,000,000	1,005,030.00	1,054,100 00	(49,070 00)	Long-Term
VERIZON COMMUNICATIONS INC 6 35% 04/01/2019 SR LIEN M-W+75 00BP	8-Jun-09	17-Dec-12	500,000	634,580 00	522,700 00	111,880 00	Long-Term
TYCO INTERNATIONAL GROUP S A. 6 0% 11/15/2013 USD	28-Jul-10	10-Jul-12	1,000,000	1,073,000 00	1,123,070 00	(50,070 00)	Long-Term
TD AMERITRADE HOLDING CORP 2 95% 12/01/2012 M-W+25 00BP	28-Jul-10	1-Dec-12	1,000,000	1,000,000 00	1,023,010 00	(23,010 00)	Long-Term
ST JUDE MEDICAL, INC 4.875% 07/15/2019 SR LIEN M-W+25 00BP	27-Jul-09	18-Apr-12	500,000	566,320.00	496,580 00	69,740.00	Long-Term
KRAFT FOODS INC 6 25% 06/01/2012 USD	9-Aug-10	1-Jun-12	366,000	366,000 00	398,222 64	(32,222 64)	Long-Term
CA, INC 5 375% 12/01/2019 SR LIEN M-W+30.00BP	23-Nov-09	12-Oct-12	500,000	585,835.00	507,350 00	78,485 00	Long-Term
ANHEUSER-BUSCH INBEV WORLDWIDE 3 0% 10/15/2012 SR LIEN M-W+25 00BP	17-Aug-10	15-Oct-12	1,000,000	1,000,000 00	1,034,150 00	(34,150 00)	Long-Term
TOTAL				6,230,765 00	6,159,182 64	71,582 36	

Goldman Sachs

JANE & DANIEL OCH FAMILY FOUNDATION

Holdings

Period Ended December 31, 2012

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
MONEY MARKET FUNDS								
GS FINANCIAL SQUARE TREASURY OBLIGATIONS FUND - FST SHARES Moody's Aaa	1,526,101 120	1 0000	1,526,101 12	1 0000	1,526,101 12	0 00	0 0100	152 61
TOTAL CASH, DEPOSITS & MONEY MARKET FUNDS			1,526,101.12		1,526,101.12	0.00		**152.61**

LONG POSITION I

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
JPM 100% US TREAS SEC MM FD -PREMIER FUND 675	1.00	29,317 18	29,317 18	29,317 18	0.00		
Total			29,317.18	29,317.18	0.00		

JANE & DANIEL OCH FAM FDN CORP FI

Holdings

Period Ended December 31, 2012

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
GS FINANCIAL SQUARE TREASURY OBLIGATIONS FUND - FST SHARES Moody's Aaa	641,457 100	1 0000	641,457 10	1 0000	641,457 10		0 0100	64 15

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
GENERAL ELECTRIC COMPANY 5 0% 02/01/2013 USD S&P AA+ /Moody's Aa3	1,000,000 00	100 3810	1,003,810 00 20,833 33	100 2907 106 06	1,002,906 57 1,060,600 00	903 43 (56,790 00)	1 6302	50,000 00
THE KROGER CO 5 5% 02/01/2013 S&P BBB /Moody's Baa2	1,000,000 00	100 3770	1,003,770 00 22,916 67	100 3303 109 33	1,003,303 02 1,093,300 00	466 98 (89,530 00)	1 6698	55,000 00
THE HOME DEPOT, INC 5 25% 12/16/2013 M-W+15 00BP S&P A- /Moody's A3	1,000,000 00	104 6260	1,046,260 00 2,187.50	103 0831 110 58	1,030,831 00 1,105,810 00	15,429 00 (59,550 00)	1 9871	52,500 00
VERIZON WIRELESS CAPITAL LLC 5 55% 02/01/2014 SER B SR LIEN M-W+75 00BP S&P A- /Moody's A2	1,000,000 00	104 9740	1,049,740 00 23,125 00	104 1023 112 85	1,041,023.42 1,128,540 00	8,716 58 (78,800 00)	1 7231	55,500 00
INTERNATIONAL PAPER COMPANY 7 4% 06/15/2014 S&P BBB /Moody's Baa3	1,000,000 00	108 3080	1,083,080 00 3,288 89	106 5556 114 09	1,065,556 37 1,140,890 00	17,523 63 (57,810 00)	2 7741	74,000 00
VIACOM INC 4 375% 09/15/2014 M-W+35 00BP S&P BBB+ /Moody's Baa1	1,000,000 00	105 9520	1,059,520 00 12,881 94	103 5970 108 38	1,035,969 59 1,083,824 00	23,550 41 (24,304 00)	2 2121	43,750 00
MORGAN STANLEY 4 2% 11/20/2014 S&P A- /Moody's Baa1	1,000,000 00	104 3390	1,043,390 00 4,783 33	100 8991 101 96	1,008,990 87 1,019,570 00	34,399 13 23,820 00	3 7020	42,000 00
ADOBE SYSTEMS INC 3 25% 02/01/2015 SR LIEN M-W+15 00BP S&P BBB+ /Moody's Baa1	600,000 00	104 7180	628,308 00 8,125 00	101 0861 102 08	606,516 41 612,480 00	21,791 59 15,828 00	2 7111	19,500 00
DIRECTV HOLDINGS LLC 3 55% 03/15/2015 M-W+20 00BP S&P BBB /Moody's Baa2	700,000 00	105 1960	736,372 00 7,316 94	101 1245 102 04	707,871 43 714,288 00	28,500 57 22,084 00	3 0187	24,850 00
CVS CAREMARK CORPORATION 3 25% 05/18/2015 SR LIEN M-W+15 00BP S&P BBB+ /Moody's Baa2	500,000 00	106 0170	530,085 00 1,940 97	101 6355 103 18	508,177 43 515,900 00	21,907 57 14,185 00	2 5377	16,250 00
TEVA PHARMACEUTICAL FIN II BV 3 0% 06/15/2015 SR LIEN M-W+15 00BP S&P A- /Moody's A3	1,000,000 00	105 1370	1,051,370 00 1,333 33	102 3001 104 40	1,023,000 67 1,043,970 00	28,369 33 7,400 00	2 0351	30,000 00
SYMANTEC CORP 2 75% 09/15/2015 M-W+20 00BP S&P BBB /Moody's Baa2	800,000 00	103 4260	827,408 00 6,477 78	98 8684 98 05	790,947 00 784,368 00	36,461 00 43,040 00	3 2031	22,000 00
KRAFT FOODS INC 4 125% 02/09/2016 SR LIEN S&P BBB- /Moody's Baa2	750,000 00	108 9510	817,132 50 12,203 12	103 5420 105 63	776,565 10 792,250 50	40,567 40 24,882 00	2 9260	30,937 50

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
AT&T INC 2 95% 05/15/2016 SR LIEN M-W+15 00BP S&P A- /Moody's A2	700,000 00	105 8720	741,104 00 2,638 61	99 8180	698,726 00	42,378 00	2 9889	20,650 00
AMGEN INC 2 3% 06/15/2016 SR LIEN M-W+15 00BP S&P A+ /Moody's Baa1	500,000 00	103 9650	519,825 00 511 11	99 8210	499,105 00	20,720 00	2 3386	11,500 00
MCDONALD'S CORPORATION MTN 5 8% 10/15/2017 SR LIEN M-W+20 00BP S&P A /Moody's A2	600,000 00	121 4960	728,976 00 7,346 67	105 3429 108 51	632,057 27 651,047 00	96,918 73 77,929 00	4 5470	34,800 00
HEWLETT-PACKARD COMPANY 5 5% 03/01/2018 M-W+30 00BP S&P BBB+ /Moody's Baa1	500,000 00	108 1570	540,785 00 9,166 67	104 2209 106 54	521,104 58 532,705 00	19,680 42 8,080 00	4 5731	27,500 00
ORACLE CORPORATION 5 75% 04/15/2018 SR LIEN M-W+35 00BP S&P A+ /Moody's A1	600,000 00	121 7010	730,206 00 7,283 33	104 8656 107 39	629,193 38 644,350 00	101,012 62 85,856 00	4 7008	34,500 00
PHILIP MORRIS INTERNATIONAL IN 5 65% 05/16/2018 SR LIEN S&P A /Moody's A2	500,000 00	121 2390	606,195 00 3,531 25	102 1327 103 33	510,663 54 516,650 00	95,531 46 89,545 00	5 1774	28,250 00
PEPSICO, INC 5 0% 06/01/2018 SR LIEN S&P A- /Moody's Aa3	500,000 00	118 6050	593,025 00 2,083 33	100 8963 101 37	504,481 72 506,835 00	88,543 28 86,190 00	4 8101	25,000 00
TIME WARNER INC 6 875000 06/15/2018 S&P BBB /Moody's Baa2	250,000 00	126 0180	315,045.00 763 89	105 9100 108 78	264,774 90 271,940 00	50,270 10 43,105 00	5 6061	17,187 50
NOVARTIS SECURITIES INVESTMENT 5 125% 02/10/2019 M-W+40 00BP S&P AA- /Moody's Aa2	500,000 00	119 5170	597,585 00 10,036 46	101 5205 102 20	507,602 56 511,010 00	89,982 44 86,575 00	4 8346	25,625 00
AT&T INC 5.8% 02/15/2019 SR LIEN M-W+45 00BP S&P A- /Moody's A2	500,000 00	122.7030	613,515 00 10,955 56	101 9357 102 79	509,678 42 513,950 00	103,836 58 99,565 00	5 4243	29,000 00
CISCO SYSTEMS, INC 4 95% 02/15/2019 S&P A+ /Moody's A1	600,000 00	118 3820	710,292.00 11,220 00	100 5234 100 82	603,140 48 604,940.00	107,151 52 105,352 00	4 8427	29,700 00
BECTON, DICKINSON AND CO 5 0% 05/15/2019 SR LIEN M-W+30 00BP S&P A /Moody's A3	500,000 00	118 5310	592,655 00 3,194 44	101 8945 102 70	509,472 49 513,515 00	83,182 51 79,140 00	4 6530	25,000 00
COMCAST CORPORATION 5.7% 07/01/2019 M-W+35 00BP S&P BBB+ /Moody's Baa1	1,175,000 00	121 8440	1,431,667.00 33,487 50	117 0931 118 71	1,375,843.51 1,394,783 75	55,823 49 36,883 25	2 8059	66,975 00

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
PEPSICO, INC 4 5% 01/15/2020 M-W+15 00BP S&P A- /Moody's Aa3	750,000 00	115 6440	867,330 00 15,562 50	116 1970 116 23	871,477 48 871,687 50	(4,147 48) (4,357 50)	2 0200	33,750 00
CBS CORPORATION 5 75% 04/15/2020 SR LIEN M-W+30 00BP S&P BBB /Moody's Baa2	300,000 00	119 7760	359,328 00 3,641 67	119 7548 120 80	359,264 30 362,406 00	63 70 (3,078 00)	2 7411	17,250 00
LOWE'S COMPANIES, INC 4 625% 04/15/2020 USD SR LIEN M-W+15 00BP Next Call Dt 10 15 19 S&P A- /Moody's A3	1,200,000 00	117 3660	1,408,392 00 11,716 67	116 0336 116 31	1,392,403 74 1,395,765 00	15,988 26 12,627 00	2 0809	55,500 00
CVS CAREMARK CORPORATION 4 75% 05/18/2020 USD SR LIEN M-W+20 00BP Next Call Dt. 12 18 19 S&P BBB+ /Moody's Baa2	600,000 00	117 3740	704,244 00 3,404 17	115 0896 115 97	690,537 45 695,808 00	13,706 55 8,436 00	2 3619	28,500 00
CIGNA CORPORATION 5 125% 06/15/2020 SR LIEN M-W+25 00BP S&P BBB /Moody's Baa2	700,000 00	114 1200	798,840 00 1,594 44	116 2779 116 68	813,945 25 816,746 00	(15,105 25) (17,906 00)	2 7000	35,875 00
MEDCO HEALTH SOLUTIONS, INC 4 125% 09/15/2020 M-W+25 00BP S&P BBB+ /Moody's Baa3	1,000,000 00	109 2910	1,092,910 00 12,145 83	108 4962 108 93	1,084,962 29 1,089,250 00	7,947 71 3,660 00	2 8870	41,250 00
WAL-MART STORES, INC 3 625% 07/08/2020 SR LIEN S&P AA /Moody's Aa2	725,000 00	111 1660	805,953 50 12,629 60	106 7401 107 16	773,865 80 776,890 75	32,087 70 29,062 75	2 6446	26,281 25
TOTAL GS CORPORATE FIXED INCOME			27,279,575.10		26,605,357.60	674,217.50		

Goldman Sachs

JANE & DANIEL OCH FAM FDN GOVT FI

Holdings

Period Ended December 31, 2012

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT FIXED INCOME								
GS FINANCIAL SQUARE TREASURY OBLIGATIONS FUND - FST SHARES Moody's Aaa	414,195 770	1 0000	414,195 77	1 0000	414,195 77		0 0100	41 42

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
FFCB 1 75% 02/21/2013 FA S&P AA+ /Moody's Aaa	700,000 00	100 2080	701,456 00 4,423 61	100 1378 101 84	700,964 60 712,880 00	491 40 (11,424 00)	0 7710	12,250 00
FHLB 3 625% 10/18/2013 AO SR LIEN S&P AA+ /Moody's Aaa	700,000 00	102 7170	719,019 00 5,145 49	101 9571 106 22	713,699 38 743,519 00	5,319 62 (24,500 00)	1 1492	25,375 00
U S TREASURY NOTE 1 000000% 01/15/2014 JJ ON THE RUN Moody's Aaa	675,000 00	100 8360	680,643 00 3,125 34	99 9060	674,365 50	6,277 50	1 0339	6,750 00
FHLB 5 250000% 06/18/2014 JD S&P AA+ /Moody's Aaa	600,000 00	107 3570	644,142 00 1,137 50	105 4421 111 82	632,652 78 670,926 00	11,489 22 (26,784 00)	1 4790	31,500 00
U S TREASURY NOTE 1 375000% 11/30/2015 MN ON THE RUN Moody's Aaa	700,000 00	102 9380	720,566 00 817 47	98 4788 97 55	689,351 93 682,857 00	31,214 07 37,709 00	1 9235	9,625 00
U S TREASURY NOTE 3 250000% 05/31/2016 MN ON THE RUN SR LIEN Moody's Aaa	500,000 00	109 5000	547,500 00 1,383 93	98 9453	494,726 57	52,773 43	3 4217	16,250 00
U S TREASURY NOTE 4 875000% 08/15/2016 FA ON THE RUN Moody's Aaa	500,000 00	115 7500	578,750 00 9,215.75	105 7945 110 80	528,972 64 553,986 38	49,777 36 24,763 62	3 1700	24,375 00
FFCB 5 125% 08/25/2016 FA S&P AA+ /Moody's Aaa	700,000 00	116 5640	815,948 00 12,556 25	104 9226 109 04	734,458 34 763,266 00	81,489 66 52,682 00	3 6721	35,875 00
U S TREASURY NOTE 1 000000% 08/31/2016 FA ON THE RUN Moody's Aaa	325,000 00	101 9060	331,194 50 1,086 30	100 4450 100 60	326,446 20 326,942 38	4,748 30 4,252 12	0 8763	3,250 00
EDC 1 25% 10/26/2016 AO S&P AAA /Moody's Aaa	875,000 00	102 5640	897,435 00 1,974 83	101 2612 101 57	886,035 59 888,737 50	11,399 41 8,697 50	0 9132	10,937 50
FHLB 4 875% 05/17/2017 MN S&P AA+ /Moody's Aaa	500,000 00	117 8440	589,220 00 2,979 17	102 5730 104 34	512,864 90 521,720 00	76,355 10 67,500 00	4 2250	24,375 00
U S TREASURY NOTE 4 750000% 08/15/2017 FA ON THE RUN Moody's Aaa	500,000 00	118 7270	593,635 00 8,979 45	105 0091 108 30	525,045 36 541,523 44	68,589 64 52,111 56	3 5654	23,750 00
U S TREASURY NOTE 4 250000% 11/15/2017 MN ON THE RUN Moody's Aaa	600,000 00	117 0940	702,564 00 3,213 70	103 4554 105 56	620,732 30 633,377 40	81,831 70 69,186 60	3 4730	25,500 00

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT FIXED INCOME								
U S TREASURY NOTE 3 500000% 02/15/2018 FA ON THE RUN Moody's Aaa	700,000 00	113 8670	797,069 00 9,263 01	100 7407 101 17	705,184 58 708,205 93	91,884 42 88,863 07	3 3415	24,500 00
TENN VALLEY AUTH MTN 4 5% 04/01/2018 AO Moody's Aaa	500,000 00	117 9160	589,580 00 5,625 00	100 2822 100 43	501,411 20 502,165 00	88,168 80 87,415 00	4 4391	22,500 00
U S TREASURY NOTE 4 000000% 08/15/2018 FA Moody's Aaa	650,000 00	117 5000	763,750 00 9,830 14	101 8021 102 75	661,713 65 667,901 04	102,036 35 95,848 96	3 6436	26,000 00
U S TREASURY NOTE 3 750000% 11/15/2018 MN ON THE RUN SR LIEN Moody's Aaa	350,000 00	116 4450	407,557 50 1,654 11	100 0608 100 39	350,212 81 351,369 15	57,344 69 56,188 35	3 7008	13,125 00
U S TREASURY NOTE 2 750000% 02/15/2019 FA ON THE RUN SR LIEN Moody's Aaa	400,000 00	110 7270	442,908 00 4,158 90	107 9355 109 10	431,742 17 436,406 25	11,165 83 6,501 75	1 3937	11,000 00
U S TREASURY NOTE 3 125000% 05/15/2019 MN ON THE RUN SR LIEN Moody's Aaa	450,000 00	113 2500	509,625 00 1,772 26	100 4428 100 30	451,992 63 451,330 07	57,632 37 58,294 93	3 0737	14,062 50
BRITISH COLUMBIA (PROVINCE OF 2 65% 09/22/2021 SR LIEN S&P AAA /Moody's Aaa	600,000 00	105 2080	631,248 00 4,372 50	101 0828 101 20	606,496 99 607,188 00	24,751 01 24,060 00	2 5110	15,900 00
TOTAL GS GOVERNMENT FIXED INCOME			13,078,005 77		12,347,588 38	730,417 39	2 5750	376,941 42