



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE JURIE FOUNDATION		A Employer identification number 52-6860064
Number and street (or P O box number if mail is not delivered to street address) BESSEMER TRUST, 630 FIFTH AVENUE	Room/suite 34 FL.	B Telephone number 212-708-9216
City or town, state, and ZIP code NEW YORK, NY 10111		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,557,083.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		

Part II Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	30,028.	30,028.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	19,977.			
b Gross sales price for all assets on line 6a 283,942.				
7 Capital gain net income (from Part IV, line 2)		19,977.		
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	154.	154.		STATEMENT 2
12 Total. Add lines 1 through 11	50,159.	50,159.		
13 Compensation of officers, directors, trustees, etc.	6,556.	3,615.		2,941.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	1,219.	0.		1,219.
b Accounting fees STMT 4	2,500.	0.		2,500.
c Other professional fees				
17 Interest				
18 Taxes STMT 5	3,219.	457.		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	13,494.	4,072.		6,660.
25 Contributions, gifts, grants paid	40,000.			40,000.
26 Total expenses and disbursements. Add lines 24 and 25	53,494.	4,072.		46,660.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<3,335.>			
b Net investment income (if negative, enter -0-)		46,087.		
c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
 MAY 21 2013
 COOPER, UT
 MAY 22 2013
 SCANNED

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					
	2 Savings and temporary cash investments		236,626.	72,667.	72,667.	
	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 6		671,177.	972,166.	1,047,858.	
	c Investments - corporate bonds STMT 7		389,263.	345,316.	337,431.	
11 Investments - land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 8		202,482.	106,064.	99,127.		
14 Land, buildings, and equipment: basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)		1,499,548.	1,496,213.	1,557,083.		
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 ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds		1,499,548.	1,496,213.		
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		1,499,548.	1,496,213.			
31 Total liabilities and net assets/fund balances		1,499,548.	1,496,213.			

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	1,499,548.
2 Enter amount from Part I, line 27a	2	<3,335.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,496,213.
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	1,496,213.

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 LITIGATION	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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 95,111.		96,686.	<1,575.>
b 172,151.		167,279.	4,872.
c 176.			176.
d 16,504.			16,504.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<1,575.>
b			4,872.
c			176.
d			16,504.
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	19,977.
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 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	56,669.	1,581,144.	.035841
2010	97,932.	1,530,052.	.064006
2009	92,080.	1,423,874.	.064669
2008	115,000.	1,696,887.	.067771
2007	96,000.	2,003,829.	.047908

2 Total of line 1, column (d)	2	.280195
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	.056039
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,511,343.
5 Multiply line 4 by line 3	5	84,694.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	461.
7 Add lines 5 and 6	7	85,155.
8 Enter qualifying distributions from Part XII, line 4	8	46,660.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	922.
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	922.
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	922.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,634.
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	1,634.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	712.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax 712. Refunded	11	0.

Part VII A Statements Regarding Activities

	Yes	No
1a		X
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.		
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		X
If "Yes," attach a detailed description of the activities.		
3	X	
4a		X
4b	N/A	
5		X
If "Yes," attach the statement required by General Instruction T.		
6	X	
7	X	
If "Yes," complete Part II, col. (c), and Part XV.		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>MD</u>	
8b	X	
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		
9		X
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		
10		X
Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of BESSEMER TRUST CO., NA 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
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? 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.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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?
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? 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.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes 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? Yes No

5b		
6b		X
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
BESSEMER TRUST CO., N.A. C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	CORPORATE TRUSTEE 4.00	6,556.	0.	0.
JEONG H. KIM C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	TRUSTEE 2.00	0.	0.	0.
CYNTHIA H. KIM C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	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.	
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	1,443,635.
b	Average of monthly cash balances	1b	90,723.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,534,358.
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	1,534,358.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,015.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,511,343.
6	Minimum investment return. Enter 5% of line 5	6	75,567.

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	75,567.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	922.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	922.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	74,645.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	74,645.
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	74,645.

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	46,660.
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	46,660.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	46,660.

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				74,645.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	59,087.			
e From 2011				
f Total of lines 3a through e	59,087.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 46,660.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				46,660.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	27,985.			27,985.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	31,102.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	31,102.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	31,102.			
d Excess from 2011				
e Excess from 2012				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DURIHANA, INC 760 7TH STREET SE WASHINGTON, DC 20003	N/A	PUBLIC CHARITY	GENERAL	5,000.
JOBS HAVE PRIORITY INC 1526 PENNSYLVANIA AVE SE WASHINGTON, DC 20003	N/A	PUBLIC CHARITY	GENERAL	5,000.
KOREAN AMERICAN DISABLED PEOPLE'S ASSOC. 3448 ELLICOTT CENTER DRIVE, UNIT 4E ELLICOTT CITY, ME 21043	N/A	PUBLIC CHARITY	GENERAL	5,000.
KOREAN AMERICAN EDUCATION FOUNDATION P.O. BOX 10667 ROCKVILLE, MD 20849	N/A	PUBLIC CHARITY	EDUCATIONAL	5,000.
KOREAN AMERICAN FAMILY COUNSELING CENTER 1952 GALLOWS RD #204 VIENNA, VA 22182	N/A	PUBLIC CHARITY	GENERAL	5,000.
Total			SEE CONTINUATION SHEET(S)	40,000.
b Approved for future payment				
NONE				
Total			SEE CONTINUATION SHEET(S)	0.

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content includes '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... [] Yes [X] No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes 'N/A'.

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: [Signature], Date: 1/5/10/13, Title: Corp Trustee.

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

Paid Preparer Use Only section containing fields for Print/Type preparer's name, Preparer's signature, Date, Check self-employed, PTIN, Firm's name, Firm's EIN, Firm's address, and Phone no.

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BESSEMER TRUST	46,532.	16,504.	30,028.
TOTAL TO FM 990-PF, PART I, LN 4	46,532.	16,504.	30,028.

FORM 990-PF	OTHER INCOME	STATEMENT	2
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN CURRENCY	154.	154.	
TOTAL TO FORM 990-PF, PART I, LINE 11	154.	154.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
-------------	------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	1,219.	0.		1,219.
TO FM 990-PF, PG 1, LN 16A	1,219.	0.		1,219.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	2,500.	0.		2,500.
TO FORM 990-PF, PG 1, LN 16B	2,500.	0.		2,500.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	719.	457.		0.
2011 EXTENSION PAYMENT	2,500.	0.		0.
TOTAL TO FORM 990-PF, PG 1, LN 18	3,219.	457.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	972,166.	1,047,858.
TOTAL TO FORM 990-PF, PART II, LINE 10B	972,166.	1,047,858.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	345,316.	337,431.
TOTAL TO FORM 990-PF, PART II, LINE 10C	345,316.	337,431.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	COST	106,064.	99,127.
TOTAL TO FORM 990-PF, PART II, LINE 13		106,064.	99,127.

Account Details

Report dated December 31, 2012
Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Average cost per share/unit	Shares/ units	Market value per share/unit	Cost	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE JURIE FOUNDATION U/A 5/29/97											
CASH AND SHORT TERM											
CASH											
999994	PRINCIPAL CASH		\$0.00	0.000	\$0.000	\$0	\$0	0.0%	\$0	\$0	\$0
999995	INCOME CASH		\$0.00	0.000	\$0.000	\$0	\$0	0.0%	\$0	\$0	\$0
999996	NET CASH		\$0.00	0.000	\$0.000	\$0	\$0	0.0%	\$0	\$0	\$0
Total CASH					\$0	\$0	\$0	0.0%	\$0	\$0	\$0
CASH EQUIVALENTS											
999990	BESSEMER SWEEP PROGRAM		\$1.00	33,419.830	\$1.000	\$33,419	\$33,419	46.0%	\$0	\$0	\$3 0.01%
Total CASH EQUIVALENTS					\$1.00	\$39,248	\$39,248	54.0%	\$0	\$0	\$3 0.01%
Total CASH AND SHORT TERM						\$72,667	\$72,667	100.0%	\$0	\$0	\$6 0.01%
Total CASH AND SHORT TERM						\$72,667	\$72,667	100.0%	\$0	\$0	\$6 0.01%
FIXED INCOME											
BOND FUNDS											
861017	OW FIXED INCOME FUND	680414406	\$11.83	29,189.615	\$11.560	\$345,316	\$337,431	100.0%	(\$7,884)	\$7,122	2.11%
Total BOND FUNDS						\$345,316	\$337,431	100.0%	(\$7,884)	\$7,122	2.11%
Total FIXED INCOME						\$345,316	\$337,431	100.0%	(\$7,884)	\$7,122	2.11%
LARGE CAP CORE - U.S.											
INFORMATION TECHNOLOGY											
842450	INTERNATIONAL BUS MACHINES	459200101	\$189.90	30.000	\$191.533	\$5,697	\$5,746	5.3%	\$49	\$102	1.78%
851360	MICROSOFT CORP	594918104	\$27.39	205.000	\$26.707	\$5,614	\$5,475	5.0%	(\$138)	\$188	3.43%
867793	QUALCOMM INC	747525103	\$62.40	75.000	\$61.853	\$4,680	\$4,639	4.3%	(\$40)	\$75	1.62%
902312	ACCENTURE PLC CL A	G1151C101	\$57.13	70.000	\$66.500	\$3,999	\$4,655	4.3%	\$655	\$113	2.43%
903654	SEAGATE TECHNOLOGY PLC	G7945M107	\$27.53	70.000	\$30.414	\$1,927	\$2,129	2.0%	\$202	\$106	4.98%
904587	AVAGO TECHNOLOGIES	Y0486S104	\$35.22	85.000	\$31.647	\$2,994	\$2,690	2.5%	(\$304)	\$57	2.12%
Total INFORMATION TECHNOLOGY						\$24,911	\$25,334	23.2%	\$424	\$641	2.53%
INDUSTRIALS											

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

Report dated December 31, 2012

Account Details

Amortized tax cost
Trade 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
THE JURIE FOUNDATION U/A 5/29/97											
LARGE CAP CORE - U.S.											
INDUSTRIALS											
833750	GENERAL DYNAMICS CORP	369550108	35 000	\$67.49	\$2,362	\$69,257	\$2,424	2.2%	\$62	\$71	2.93%
886665	WASTE MANAGEMENT INC NEW	94106L109	100,000	\$33.48	\$3,348	\$33,740	\$3,374	3.1%	\$25	\$142	4.21%
Total INDUSTRIALS					\$5,710		\$5,798	5.3%	\$87	\$213	2.03%
TELECOM SERVICES											
815785	CENTURYLINK INC	156700106	75 000	\$37.52	\$2,814	\$39,120	\$2,934	2.7%	\$119	\$217	7.40%
Total TELECOM SERVICES					\$2,814		\$2,934	2.7%	\$119	\$217	3.99%
HEALTH CARE											
800258	AETNA INC NEW	00817Y108	80 000	\$43.69	\$3,495	\$46,300	\$3,704	3.4%	\$209	\$64	1.73%
843800	JOHNSON & JOHNSON	478160104	65 000	\$63.72	\$4,142	\$70,092	\$4,556	4.2%	\$414	\$158	3.47%
880100	THERMO FISHER SCIENTIFIC	883556102	80,000	\$58.04	\$4,643	\$63,775	\$5,102	4.7%	\$458	\$48	0.94%
881943	UNITEDHEALTH GROUP INC	91324P102	85,000	\$50.04	\$4,253	\$42,235	\$4,610	4.2%	\$357	\$72	1.56%
888967	ZIMMER HLDGS INC	98956P102	90,000	\$63.20	\$5,688	\$66,656	\$5,999	5.5%	\$310	\$64	1.07%
Total HEALTH CARE					\$22,221		\$23,971	22.0%	\$1,748	\$406	2.27%
FINANCIALS											
817156	CITIGROUP INC	172967424	80,000	\$29.82	\$2,386	\$39,550	\$3,164	2.9%	\$778	\$3	0.09%
986524	ACE LIMITED	H0023R105	60,000	\$51.62	\$3,097	\$79,800	\$4,788	4.4%	\$1,690	\$117	2.44%
Total FINANCIALS					\$5,483		\$7,952	7.3%	\$2,468	\$120	2.73%
CONSUMER STAPLES											
822151	CVS/CAREMARK CORP	126650100	75,000	\$39.53	\$2,965	\$48,347	\$3,626	3.3%	\$660	\$67	1.85%
886461	WALGREEN CO	931422109	150,000	\$36.28	\$5,442	\$37,007	\$5,551	5.1%	\$108	\$165	2.97%
Total CONSUMER STAPLES					\$8,407		\$9,177	8.4%	\$768	\$232	2.91%
MATERIALS											
857450	NEWMONT MINING CORP	651639106	55,000	\$60.24	\$3,313	\$46,436	\$2,554	2.3%	(\$759)	\$77	3.01%
Total MATERIALS					\$3,313		\$2,554	2.3%	(\$759)	\$77	2.21%
CONSUMER DISCRETIONARY											

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

Report dated December 31, 2012

Amortized tax cost
Trade date basis

Account Details

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Market value Cost per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Current yield
THE JURIE FOUNDATION U/A 5/29/97										
LARGE CAP CORE - U.S.										
CONSUMER DISCRETIONARY										
705591	DOLLAR GENERAL CORP	256677105	80,000	\$43.54	\$3,483	\$3,527	3.2%	\$43	\$0	0.00%
817591	COACH INC	189754104	65,000	\$55.11	\$3,582	\$3,608	3.3%	\$25	\$78	2.16%
847586	LOWES COS INC	548661107	125,000	\$29.34	\$3,668	\$4,440	4.1%	\$771	\$80	1.80%
848064	MACY'S INC	55616P104	115,000	\$35.17	\$4,044	\$4,487	4.1%	\$442	\$92	2.05%
878468	TARGET CORP	87612E106	55,000	\$50.58	\$2,782	\$3,254	3.0%	\$472	\$79	2.43%
Total CONSUMER DISCRETIONARY					\$17,559	\$19,316	17.7%	\$1,753	\$329	1.92%
ENERGY										
819413	CONOCOPHILLIPS	20825C104	60,000	\$54.43	\$3,266	\$3,479	3.2%	\$213	\$158	4.54%
848843	MARATHON OIL CORP	565849106	125,000	\$30.02	\$3,752	\$3,832	3.5%	\$79	\$85	2.22%
Total ENERGY					\$7,018	\$7,311	6.7%	\$292	\$243	3.99%
UTILITIES										
823500	DETROIT ENERGY CO	233331107	35,000	\$51.83	\$1,814	\$2,101	1.9%	\$287	\$86	4.09%
828398	EXELON CORP	30161N101	90,000	\$40.84	\$3,676	\$2,676	2.5%	(\$999)	\$189	7.06%
Total UTILITIES					\$5,490	\$4,777	4.4%	(\$712)	\$275	4.87%
Total LARGE CAP CORE - U.S.					\$102,926	\$109,124	100.0%	\$6,188	\$2,753	2.52%
LARGE CAP CORE - NON U.S.										
INDUSTRIALS										
900927	EAST JAPAN RAIL ADR	273202101	475,000	\$10.27	\$4,879	\$5,109	4.3%	\$230	\$92	1.80%
906092	NIKON CORP PLC UNSPON-ADR	654111202	85,000	\$27.40	\$2,329	\$2,483	2.1%	\$153	\$34	1.37%
914067	EMBRAER SA ADR	29082A107	115,000	\$28.13	\$3,235	\$3,278	2.8%	\$42	\$0	0.00%
Total INDUSTRIALS					\$10,443	\$10,870	9.2%	\$425	\$126	2.03%
TELECOM SERVICES										
901909	CHINA TELECOM ADR	169426103	80,000	\$59.45	\$4,756	\$4,548	3.8%	(\$208)	\$78	1.72%
905147	TIM PARTICIPACOE SA ADR	88708P205	125,000	\$28.54	\$3,567	\$2,477	2.1%	(\$1,089)	\$35	1.41%

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.

Report dated December 31, 2012

Account Details

Amortized tax cost
Trade 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 Current annual income	Current yield
THE JURIE FOUNDATION U/A 5/29/97											
LARGE CAP CORE - NON U.S.											
TELECOM SERVICES											
905422	TELE2 AB ADR	87952P307	250 000	\$9 35	\$2,337	\$9 000	\$2,250	1 9%	(\$87)	\$83 3 69%	
956823	VODAFONE GP PLC NEW ADR	92857W209	150 000	\$27 35	\$4,102	\$25,187	\$3,778	3.2%	(\$324)	\$225 5 96%	
Total TELECOM SERVICES					\$14,762		\$13,053	11.0%	(\$1,708)	\$421 3.99%	
HEALTH CARE											
907989	SANOFI - ADR	80105N105	105 000	\$34.75	\$3,649	\$47,371	\$4,974	4 2%	\$1,325	\$150 3 02%	
927371	ITOCHU CORP ADR	465717106	215 000	\$21.09	\$4,534	\$20,977	\$4,510	3.8%	(\$23)	\$210 4.66%	
958901	TEVA PHARM INDS LTD ADR	881624209	120 000	\$42.58	\$5,109	\$37,333	\$4,480	3 8%	(\$628)	\$86 2.14%	
Total HEALTH CARE					\$13,292		\$13,964	11.8%	\$674	\$456 2.27%	
FINANCIALS											
900901	MUNICH RE GROUP ADR	626188106	275 000	\$12.29	\$3,380	\$17,927	\$4,930	4 2%	\$1,549	\$150 3 04%	
904004	CHINA CONSTRUCTION ADR	168919108	265 000	\$14.76	\$3,912	\$16,049	\$4,253	3.6%	\$340	\$165 3.88%	
905386	SUNCORP GROUP ADR	86723Y100	275 000	\$8.63	\$2,374	\$10,556	\$2,903	2.5%	\$529	\$98 3 38%	
905424	NORDEA BK SWEDEN AB ADR	65557A206	325 000	\$7.88	\$2,560	\$9,545	\$3,102	2.6%	\$542	\$89 2.87%	
905438	WHARF HOLDINGS ADR	962257200	105 000	\$10.34	\$1,086	\$15,629	\$1,641	1.4%	\$555	\$27 1.65%	
914068	ALLIANZ AKTIENGES ADR	018805101	210 000	\$10.59	\$2,224	\$13 814	\$2,901	2.5%	\$676	\$90 3 10%	
968662	SUMITOMO MITSUI FIN ADR	86562M209	675 000	\$6.09	\$4,113	\$7,339	\$4,954	4.2%	\$840	\$153 3.09%	
Total FINANCIALS					\$19,649		\$24,684	20.9%	\$5,031	\$772 2.73%	
CONSUMER STAPLES											
900061	AB FOODS LTD ADR	045519402	195 000	\$17.86	\$3,483	\$25,421	\$4,957	4.2%	\$1,474	\$76 1.53%	
926008	IMPERIAL TOBACCO LT ADR	453142101	75 000	\$74.56	\$5,592	\$77,133	\$5,785	4.9%	\$193	\$253 4 37%	
933964	KON AHOLD ADR	500467402	400 000	\$13.47	\$5,388	\$13,360	\$5,344	4 5%	(\$43)	\$174 3 26%	
Total CONSUMER STAPLES					\$14,463		\$16,086	13.6%	\$1,624	\$503 2.91%	
MATERIALS											
802483	BARRICK GOLD CORP	067901108	140 000	\$46.83	\$6,556	\$35,007	\$4,901	4.1%	(\$1,655)	\$56 1 14%	

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.

Account Details

Report dated December 31, 2012

Page 8 of 9

Amortized tax cost
Trade 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
THE JURIE FOUNDATION U/A 5/29/97											
LARGE CAP CORE - NON U.S.											
MATERIALS											
901454	AKZO NOBEL NV ADR	010199305	95,000	\$16.66	\$1,583	\$21,853	\$2,076	1.8%	\$493	\$47	2.26%
904977	BHP BILLITON PLC-ADR	05545E209	45,000	\$58.36	\$2,626	\$70,356	\$3,166	2.7%	\$539	\$100	3.16%
Total MATERIALS					\$10,765		\$10,143	8.6%	(\$623)	\$203	2.21%
CONSUMER DISCRETIONARY											
848349	MAGNA INTL INC CL A	559222401	65,000	\$39.26	\$2,552	\$50,015	\$3,251	2.8%	\$699	\$93	2.86%
901588	VOLKSWAGEN AG ADR	928662402	50,000	\$32.74	\$1,637	\$45,380	\$2,269	1.9%	\$631	\$29	1.28%
905379	DAIHATSU MOTOR CO LTD ADR	23381A108	75,000	\$37.64	\$2,823	\$39,573	\$2,968	2.5%	\$145	\$84	2.83%
Total CONSUMER DISCRETIONARY					\$7,012		\$8,488	7.2%	\$1,475	\$206	1.92%
ENERGY											
915019	ENI S P A ADR	26874R108	100,000	\$43.12	\$4,312	\$49,140	\$4,914	4.2%	\$601	\$214	4.35%
948208	SINOPEC/CHINA PETE&CHM ADR	16941R108	45,000	\$108.00	\$4,860	\$114,911	\$5,171	4.4%	\$310	\$191	3.69%
959209	TOTAL SA ADR	89151E109	110,000	\$52.81	\$5,809	\$52,009	\$5,721	4.8%	(\$88)	\$275	4.81%
Total ENERGY					\$14,981		\$15,806	13.4%	\$823	\$680	3.99%
UTILITIES											
900767	SSE PLC ADR	78467K107	130,000	\$20.25	\$2,632	\$23,046	\$2,996	2.5%	\$363	\$162	5.41%
905429	TOKYO GAS LTD ADR	899115101	112,000	\$17.34	\$1,942	\$18,268	\$2,046	1.7%	\$103	\$41	2.00%
Total UTILITIES					\$4,574		\$5,042	4.3%	\$466	\$203	4.87%
Total LARGE CAP CORE - NON U.S.					\$109,941		\$118,136	100.0%	\$8,187	\$3,570	3.02%
LARGE CAP STRATEGIES											
LARGE CAP STRATEGIES FUNDS											
943344	OW LARGE CAP STRATEGIES FD	680414109	23,056,234	\$9.45	\$217,896	\$10,020	\$231,023	100.0%	\$13,126	\$1,683	0.73%
Total LARGE CAP STRATEGIES FUNDS					\$217,896		\$231,023	100.0%	\$13,126	\$1,683	0.73%
Total LARGE CAP STRATEGIES					\$217,896		\$231,023	100.0%	\$13,126	\$1,683	0.73%
GLOBAL SMALL & MID CAP											

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 Details

Report dated December 31, 2012

Amortized tax cost

Trade date basis

Page 9 of 9

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Market value per share/unit	Cost	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE JURIE FOUNDATION U/A 5/29/97											
GLOBAL SMALL & MID CAP											
GLOBAL SMALL & MID CAP FUNDS											
905637	OW GLOBAL SML & MID CAP FD	680414604	16,899.634	\$12.82	\$14.690	\$216,687	\$248,255	100.0%	\$31,568	\$2,771	1.12%
Total GLOBAL SMALL & MID CAP FUNDS						\$216,687	\$248,255	100.0%	\$31,568	\$2,771	1.12%
Total GLOBAL SMALL & MID CAP						\$216,687	\$248,255	100.0%	\$31,568	\$2,771	1.12%
GLOBAL OPPORTUNITIES											
GLOBAL OPPORTUNITIES FUNDS											
943328	OW GLOBAL OPPORTUNITIES FD	680414802	45,148.264	\$7.19	\$7.560	\$324,716	\$341,320	100.0%	\$16,604	\$10,835	3.17%
Total GLOBAL OPPORTUNITIES FUNDS						\$324,716	\$341,320	100.0%	\$16,604	\$10,835	3.17%
Total GLOBAL OPPORTUNITIES						\$324,716	\$341,320	100.0%	\$16,604	\$10,835	3.17%
REAL RETURN/COMMODITIES											
REAL RETURN FUNDS											
860093	OW REAL RETURN FUND	680414703	10,693.353	\$9.92	\$9.270	\$106,064	\$99,127	100.0%	(\$6,937)	\$245	0.25%
Total REAL RETURN FUNDS						\$106,064	\$99,127	100.0%	(\$6,937)	\$245	0.25%
Total REAL RETURN/COMMODITIES						\$106,064	\$99,127	100.0%	(\$6,937)	\$245	0.25%
Total						\$1,496,213	\$1,557,083		\$60,852	\$28,985	1.86%

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

Report run on Apr 16, 2013 by RONG
Version 10.1.1.3