



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



Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2013**
Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation THE ANDROCLES FOUNDATION, INC.		A Employer identification number 20-1514742
Number and street (or P O box number if mail is not delivered to street address) C/O LAMB & BARNOSKY LLP 534 BROADHOLLOW ROAD	Room/suite 210	B Telephone number (see instructions) (631) 694-2300
City or town, state or province, country, and ZIP or foreign postal code MELVILLE, NY 11747		C If exemption application is pending check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 39,614,045.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

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	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		4,311,012.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		730,781.	717,696.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		443,775.			
b Gross sales price for all assets on line 6a 11,883,927.					
7 Capital gain net income (from Part IV, line 2)			443,018.		
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 2		8,513.	5,190.		
12 Total. Add lines 1 through 11		5,494,081.	1,165,904.		
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		60,000.	18,000.		42,000.
b Accounting fees (attach schedule) ATCH 4		18,000.	9,000.		9,000.
c Other professional fees (attach schedule) *		195,956.	195,956.		
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 6		48,151.	14,151.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 7		1,869.	1,591.		211.
24 Total operating and administrative expenses. Add lines 13 through 23		323,976.	238,698.		51,211.
25 Contributions, gifts, grants paid		1,500,000.			1,500,000.
26 Total expenses and disbursements. Add lines 24 and 25		1,823,976.	238,698.	0	1,551,211.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		3,670,105.			
b Net investment income (if negative, enter -0-)			927,206.		
c Adjusted net income (if negative, enter -0-)					

JSA For Paperwork Reduction Act Notice, see instructions.

3E1410 1 000

91794S M831 8/6/2014 4:46:54 PM

*ATCH 5

108685

Form 990-PF(2013)

PAGE 3

ENVELOPE
POSTMARK DATE
AUG 08 2014

SCANNED AUG 14 2014

18
NE

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				
	2	Savings and temporary cash investments		2,671,703.	2,587,582.	2,587,582.
	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 8		24,669,289.	27,332,376.	36,703,005.
	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) ATCH 9		115,551.	239,692.	316,100.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ATCH 10)		8,855.	7,358.	7,358.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		27,465,398.	30,167,008.	39,614,045.	
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		27,465,398.	30,167,008.	
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)		27,465,398.	30,167,008.		
31	Total liabilities and net assets/fund balances (see instructions)		27,465,398.	30,167,008.		

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	27,465,398.
2	Enter amount from Part I, line 27a	2	3,670,105.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	31,135,503.
5	Decreases not included in line 2 (itemize) ▶ ATCH 11	5	968,495.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,167,008.

Form 990-PF (2013)

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	443,018.	
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))
2012	1,325,729.	25,331,126.	0.052336
2011	1,130,969.	21,545,411.	0.052492
2010	950,668.	17,852,045.	0.053253
2009	649,000.	13,053,989.	0.049717
2008	730,000.	12,279,506.	0.059449
2 Total of line 1, column (d)			2 0.267247
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 0.053449
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 32,373,185.
5 Multiply line 4 by line 3			5 1,730,314.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,272.
7 Add lines 5 and 6			7 1,739,586.
8 Enter qualifying distributions from Part XII, line 4 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			8 1,551,211.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	18,544.
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	18,544.
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	18,544.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	25,602.	
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	25,602.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,058.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 7,058. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		N/A
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ DE, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ☐ LAMB & BARNOSKY LLP Telephone no ☐ 631-694-2300			
Located at ☐ 534 BROADHOLLOW ROAD SUITE 210 MELVILLE, NY ZIP+4 ☐ 11747				
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				
16	At any time during calendar year 2013, 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	Yes	No
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 2013? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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 2013 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 2013) ☐	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 2013? ☐	4b	X

Form 990-PF (2013)

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 ☒ Nob 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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b** ☒ Xc 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 ☐ NoIf "Yes," attach the statement required by Regulations section 53.4945-5(d) **ATCH 12**6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 13		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				

Total number of other employees paid over \$50,000 ☐

Form 990-PF (2013)

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
ATCH 14		255,956.

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 N/A	
2	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

Form 990-PF (2013)

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	31,787,580.
b	Average of monthly cash balances	1b	755,804.
c	Fair market value of all other assets (see instructions)	1c	322,794.
d	Total (add lines 1a, b, and c)	1d	32,866,178.
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	32,866,178.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	492,993.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	32,373,185.
6	Minimum investment return. Enter 5% of line 5	6	1,618,659.

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

1	Minimum investment return from Part X, line 6	1	1,618,659.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	18,544.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18,544.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,600,115.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,600,115.
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	1,600,115.

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	1,551,211.
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	1,551,211.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,551,211.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,600,115.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11, 20 10, 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 122,828.				
b From 2009				
c From 2010 68,299.				
d From 2011 64,937.				
e From 2012 80,432.				
f Total of lines 3a through e	336,496.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,551,211.				
a Applied to 2012, 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 2013 distributable amount				1,551,211.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 48,904.				48,904.
<i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	287,592.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
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 2008 not applied on line 5 or line 7 (see instructions)	73,924.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	213,668.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010 68,299.				
c Excess from 2011 64,937.				
d Excess from 2012 80,432.				
e Excess from 2013				

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 2013, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	

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))

N/A

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

N/A

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

Check here ☒ 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 address 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	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 ATCH 15				
Total			▶ 3a	1,500,000.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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						
4 Dividends and interest from securities		523000	77.	14	730,704.	
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		523000	757.	18	443,018.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 16 _____			3,323.		5,190.	
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)			4,157.		1,178,912.	
13 Total. Add line 12, columns (b), (d), and (e)						1,183,069.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
| 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. | | |

[illegible]

- 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.

[illegible]

Under penalty 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.

Sign Here ▶ Tim J. H. [Signature] 5/6/14 ▶ SECRETARY/TREASURER

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name RONALD FINKELSTEIN		Preparer's signature <i>Ronald Finkelstein</i>		Date 8-6-74	Check ☐ if self-employed	PTIN P00301744	
	Firm's name ▶ MARCUM LLP					Firm's EIN ▶ 11-1986323		
	Firm's address ▶ 10 MELVILLE PARK RD MELVILLE, NY 11747					Phone no 631 414-4000		

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.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

THE ANDROCLES FOUNDATION, INC.

Employer identification number

20-1514742

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 foundationCheck 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE ANDROCLES FOUNDATION, INC.

Employer identification number
20-1514742**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	LLYR CHARITABLE ANNUITY TRUST C/O LAMB & BARNOSKY 534 BROADHOLLOW ROAD MELVILLE, NY 11747	\$ 3,300,388.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	LLYR CHARITABLE ANNUITY TRUST C/O LAMB & BARNOSKY 534 BROADHOLLOW ROAD MELVILLE, NY 11747	\$ 6,012.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	JANE H. PERKINS CHARITABLE LEAD ANN. TR. C/O LAMB & BARNOSKY 534 BROADHOLLOW ROAD MELVILLE, NY 11747	\$ 1,004,612.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE ANDROCLES FOUNDATION, INC.

Employer identification number

20-1514742

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

Name of organization THE ANDROCLES FOUNDATION, INC.

Employer identification number

20-1514742

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	
----- ----- -----		----- ----- -----	

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

Kind of Property		Description				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)	
		PASS THRU: \$1256 LOSS: POWERSHARES - STC				VAR -1,702.	VAR
		PASS THRU: \$1256 LOSS: POWERSHARES - LTC				VAR -2,552.	VAR
		PASS THRU: ST CAPITAL LOSS: POWERSHARES				VAR -38.	VAR
		PASS THRU: LT CAPITAL LOSS: POWERSHARES				VAR -962.	VAR
		PASS THRU: LT CAPITAL GAIN: APOLLO GLOBA				VAR 12,628.	VAR
4,767,631.		SEE STATEMENT A: ST - UBS 820 4,741,329.				VAR 31,712.	VAR
6,490,482.		SEE STATEMENT A: LT - UBS 820 6,103,774.				VAR 386,708.	VAR
33,913.		SEE STATEMENT B: ST - UBS 308 34,822.				VAR	VAR
522,853.		SEE STATEMENT B: LT - UBS 308 588,137.				VAR -51,824.	VAR
48,347.		CAPITAL GAIN DISTRIBUTIONS: UBS 820				VAR 48,347.	VAR
20,701.		CAPITAL GAIN DISTRIBUTIONS: UBS 308				VAR 20,701.	VAR
TOTAL GAIN(LOSS)						<u>443,018.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME: UBS 820	35,285.	35,285.
INTEREST INCOME: UBS 308	155,393.	155,393.
INTEREST INCOME: POWERSHARES	48.	48.
INTEREST INCOME: APOLLO GLOBAL MGMT	453.	376.
ACCRUED INTEREST PAID: UBS 308	-1,677.	-1,677.
ACCRUED INTEREST PAID: UBS 820	-2,848.	-2,848.
DIVIDEND INCOME: UBS 820	490,495.	490,495.
DIVIDEND INCOME: UBS 308	39,686.	39,686.
DIVIDEND INCOME: APOLLO GLOBAL MGMT	938.	938.
TAX-EXEMPT INTEREST INCOME - UBS 820	1,275.	
TAX-EXEMPT INTEREST INCOME - UBS 308	10,494.	
TAX-EXEMPT ACC. INT. PAID - UBS 820	-556.	
TAX-EXEMPT INTEREST-DIVIDENDS: UBS 820	1,795.	
TOTAL	<u>730,781.</u>	<u>717,696.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION
 ORDINARY LOSS: PASS THRU-PETROLOGISTICS
 OTHER PORTFOLIO INCOME: PASS THRU-APOLLO
 ORDINARY GAIN: PASS THRU-PETROLOGISTICS

REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-17.	-1.
5,191.	5,191.
3,339.	
<u>8,513.</u>	<u>5,190.</u>

TOTALS

ATTACHMENT 3FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	60,000.	18,000.		42,000.
TOTALS	<u>60,000.</u>	<u>18,000.</u>		<u>42,000.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	18,000.	9,000.		9,000.
TOTALS	<u>18,000.</u>	<u>9,000.</u>		<u>9,000.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	195,956.	195,956.
TOTALS	<u>195,956.</u>	<u>195,956.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX WITHHELD: UBS 820	13,357.	13,357.
FOREIGN TAX WITHHELD: UBS 308	794.	794.
FEDERAL EXCISE TAX	34,000.	
TOTALS	<u>48,151.</u>	<u>14,151.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INTEREST EXPENSE: UBS 820	89.	89.	
INVT INT. EXPENSE: APOLLO	80.	27.	
PORTFOLIO DED: POWERSHARES	753.	753.	
PORTFOLIO DED: APOLLO GLOBAL	119.	107.	
DE FILING FEES	211.		211.
INVESTMENT BANK FEES	615.	615.	
NON-DEDUCTIBLE: PETROLOGISTICS	2.		
TOTALS	<u>1,869.</u>	<u>1,591.</u>	<u>211.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITIES: UBS 820 - STMT C	19,610,228.	21,948,110.	31,275,637.
SECURITIES: UBS 308 - STMT D	5,059,061.	5,384,266.	5,427,368.
TOTALS	<u>24,669,289.</u>	<u>27,332,376.</u>	<u>36,703,005.</u>

ATTACHMENT 9FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INV IN POWERSHARE DB COMMODITY	115,551.		
INV IN APOLLO GLOBAL MGMT LLC		239,692.	316,100.
TOTALS	<u>115,551.</u>	<u>239,692.</u>	<u>316,100.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DIVIDEND RECEIVABLE- UBS 308	2,099.	1,758.	1,758.
DIVIDEND RECEIVABLE- UBS 820	6,756.	5,600.	5,600.
TOTALS	<u>8,855.</u>	<u>7,358.</u>	<u>7,358.</u>

ATTACHMENT 11FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ADJUSTMENT DUE TO APPRECIATION ON DONATED STOCK	968,495.
TOTAL	<u>968,495.</u>

ATTACHMENT 12

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: SEE STATEMENTS F & G
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
GRANT DATE:
GRANT AMOUNT:
GRANT PURPOSE:
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS:
VERIFICATION DATE:
RESULTS OF VERIFICATION:

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JENNIFER PERKINS FITZGERALD C/O LAMB & BARNOSKY LLP 534 BROADHOLLOW ROAD 210 MELVILLE, NY 11747	PRESIDENT 5.00	0	0	0
ROY PERKINS C/O LAMB & BARNOSKY LLP 534 BROADHOLLOW ROAD 210 MELVILLE, NY 11747	SENIOR VICE PRESIDENT 5.00	0	0	0
TIMOTHY PERKINS C/O LAMB & BARNOSKY LLP 534 BROADHOLLOW ROAD 210 MELVILLE, NY 11747	SECRETARY/TREASURER 5.00	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
UBS FINANCIAL SERVICES 677 WASHINGTON BOULEVARD- 4TH FLOOR STAMFORD, CT 06901-3707 FINANCIAL AND INVESTMENT ADVISORY SERVICES	ADVISORY	195,956.
LAMB & BARNOSKY LLP 534 BROADHOLLOW ROAD MELVILLE, NY 11747	LEGAL	60,000.
TOTAL COMPENSATION		<u>255,956.</u>

THE ANDROCLES FOUNDATION, INC.

20-1514742

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE STATEMENT H

NONE

501(C)3

SEE STATEMENT H

1,500,000

TOTAL CONTRIBUTIONS PAID

1,500,000

THE ANDROCLES FOUNDATION, INC.

20-1514742

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME	
		AMOUNT	CODE	AMOUNT	
PETROLOGISTICS LP: PASS THRU ORDINARY LOSS	523000	-16.	16	-1.	
APOLLO GLOBAL: PASS THRU OTHER PORTFOLIO INCOME			16	5,191.	
PETROLOGISTICS LP: PASS THRU ORDINARY GAIN	523000	3,339.			
TOTALS		<u>3,323.</u>		<u>5,190.</u>	

**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.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust

THE ANDROCLES FOUNDATION, INC.

Employer identification number

20-1514742

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

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked	4,801,544.	4,776,151.	6,319.	31,712.
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶				7 29,985.

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

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked	7,082,383.	6,691,911.	13,460.	403,932.
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.				12
13 Capital gain distributions.				13
14 Gain from Form 4797, Part I.				14
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶				16 413,790.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

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
17 Net short-term gain or (loss)	17		29,985.
18 Net long-term gain or (loss):			
a Total for year	18a		413,790.
b Unrecaptured section 1250 gain (see line 18 of the wrksh)	18b		
c 28% rate gain	18c		
19 Total net gain or (loss). Combine lines 17 and 18a. ▶	19		443,775.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 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	20	()
a The loss on line 19, column (3) or		
b \$3,000		

Note: If the loss on line 19, 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 18a and 19 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 18b, col (2) or line 18c, 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 18a and 19 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 18b, col (2) or line 18c, col (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22 Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22		
23 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).	23		
24 Add lines 22 and 23	24		
25 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	25		
26 Subtract line 25 from line 24. If zero or less, enter -0-	26		
27 Subtract line 26 from line 21. If zero or less, enter -0-	27		
28 Enter the smaller of the amount on line 21 or \$2,450	28		
29 Enter the smaller of the amount on line 27 or line 28	29		
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . ▶	30		
31 Enter the smaller of line 21 or line 26	31		
32 Subtract line 30 from line 26	32		
33 Enter the smaller of line 21 or \$11,950	33		
34 Add lines 27 and 30	34		
35 Subtract line 34 from line 33. If zero or less, enter -0-	35		
36 Enter the smaller of line 32 or line 35	36		
37 Multiply line 36 by 15% ▶	37		
38 Enter the amount from line 31	38		
39 Add lines 30 and 36	39		
40 Subtract line 39 from line 38. If zero or less, enter -0-	40		
41 Multiply line 40 by 20% ▶	41		
42 Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	42		
43 Add lines 37, 41, and 42	43		
44 Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).	44		
45 Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45		

Schedule D (Form 1041) 2013

Form **8949****Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**► **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

Name(s) shown on return

THE ANDROCLES FOUNDATION, INC.

Social security number or taxpayer identification number

20-1514742

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a, you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☒ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☐ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE STATEMENT A: ST - UBS 820			4,767,631.	4,741,329.	O	5,410.	31,712.
	SEE STATEMENT B: ST - UBS 308			33,913.	34,822.	W	909.	
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked)►				4,801,544.	4776151.		6,319.	31,712.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

JSA
3X2615 2 000Form **8949** (2013)

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

THE ANDROCLES FOUNDATION, INC.

Social security number or taxpayer identification number

20-1514742

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☒ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
☐ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE STATEMENT A: LT - UBS 820			6,490,482.	6,103,774.			386,708.
	SEE STATEMENT B: LT - UBS 308			522,853.	588,137.	0	13,460.	-51,824.
	CAPITAL GAIN DISTRIBUTIONS: UBS			48,347.				48,347.
	CAPITAL GAIN DISTRIBUTIONS: UBS			20,701.				20,701.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				7,082,383.	6691911.		13,460.	403,932.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor
STONEBROOK HERTY
203-719-2900/800-278-1842

Payer

ANDROCLLES FOUNDATION, INC.
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROAD-HOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions

Short-term transactions for covered securities, included in Box 2a.

Acquire	Quantity / Face value (Box 1a)	Original cost basis (f) (Box 1b)	Date acquired (Box 1c)	Date of sale / exchange (Box 1d)	Sale amount (Box 2a) (f)	Cost or other basis (Box 2b) (f)	Wash sale loss disallowed (Box 5) (f)	Federal income tax withheld (Box 4) (f)	Loss not allowed (Box 1e)	Gain/Loss (f)
Description (Box 8) ABBVIE INC COM										
Sell	1,000.0000		10/24/12	01/24/13	37,449.16	34,154.32				3,294.84
Description (Box 8) AMERICA MOVIL S A B DE C V SER L SPON ADR										
Sell	2,000.0000		02/06/13	04/02/13	41,299.10	49,900.00				(8,600.90)
Description (Box 8) AMER CAN CAPITAL AGENCY CORP										
Sell	2,500.0000		02/01/13	11/13/13	53,124.08	79,075.00				(25,950.92)
Sell	1,000.0000		04/08/13	11/13/13	21,249.63	32,699.90				(11,450.27)
Sub Total	3,500.0000				74,373.71	111,774.90				(37,401.19)
Description (Box 8) ANADARKO PETROLEUM CORP										
Sell	3,000.0000		04/02/13	12/23/13	236,095.89	256,650.00				(20,554.11)
Description (Box 8) ARROW ELECTRONICS INC										
Sell	3,000.0000		10/24/12	10/22/13	151,647.36	101,250.00				50,397.36
Sell	3,000.0000		04/03/13	10/22/13	151,647.36	117,300.00				34,347.36
Sub Total	6,000.0000				303,294.72	218,550.00				84,744.72
Description (Box 8) AVISTA CORP										
Sell	2,000.0000		04/03/13	04/08/13	54,198.79	54,800.00				(601.21)

CONTINUED NEXT PAGE

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-5790
Federal ID 13-2638165

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC.
ATTN: JEFFREY ZANKER
LAMAR & BARNOSKY LLP
534 BROAD-HOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 006

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities, included in Box 2a. (continued)

Activity Type	Quantity / Face value (Box 1a)	Original cost basis (\$) (Box 2a)	Date acquired (Box 1b)	Date sold / exchanged (Box 1c)	Sale price / proceeds (Box 2a, 2b)	Cost or other basis (Box 3)	Wash sale loss disallowed (Box 5)	Federal income tax withheld (Box 4)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BANK OF NOVA SCOTIA CANADA CAD										
Sell	1,000.0000		09/13/12	07/30/13	57,159.01	54,700.00				2,459.01
Sell	500.0000		02/01/13	07/30/13	28,579.50	29,500.00				(920.50)
Sub Total	1,500.0000				85,738.51	84,200.00				1,538.51
Description (Box 8) CATAMARAN CORP CAD										
Sell	3,500.0000		11/13/13	12/12/13	152,679.95	167,125.00				(14,445.05)
Description (Box 8) CENT JRYLINK INC										
Sell	2,000.0000		04/10/12	04/02/13	70,205.63	76,000.00				(5,794.37)
Sell	1,000.0000		08/13/13	11/13/13	31,419.45	33,900.00				(2,480.55)
Sub Total	3,000.0000				101,625.08	109,900.00				(8,274.92)
Description (Box 8) CHINA TELECOM CORP LTD REPSTG H SHS SPON ADR										
Sell	474.0000		02/01/13	10/22/13	25,951.05	26,164.80				(213.75)
Sell	525.0000		02/04/13	10/22/13	28,798.00	28,635.44				162.56
Sub Total	1,000.0000				54,749.05	54,800.24				(51.19)
Description (Box 8) COGNIZANT TEC- SOLUTIONS CRP										
Sell	1,000.0000		04/12/12	04/02/13	76,571.74	76,600.00				(28.26)

continued next page

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 007

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DOHERTY
203-779-2900/800-278-1842

Payee

ANDROCLES FOUNDATION, INC
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747 9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities; included in Box 2a. (continued)

Activity type	Quantity / face value (Box 1a)	Original cost basis (\$)	Date acquired (Box 1b)	Date sold / exchange (Box 1c)	Sale amount (Box 1d)	Cost or other basis (Box 1e)	Wash sale loss disallowed (Box 1f)	Federal income tax withheld (Box 1g)	Loss not allowed (Box 1h)	Gain/loss (f)
Description (Box 8) DIAMOND OFFSHORE DRILLING INC										
Sell	1,000.0000		08/31/12	08/21/13	64,598.88	65,927.00				(1,328.12)
Sell	1,000.0000		04/03/13	08/21/13	64,598.87	67,227.00				(2,628.13)
Sub Total	2,000.0000				129,197.75	133,154.00				(3,956.25)
Description (Box 8) DUKE ENERGY CORP NEW										
Sell	1,000.0000		01/25/13	12/12/13	68,308.89	67,800.00				508.89
Sell	2,000.0000		04/03/13	12/12/13	136,617.28	144,000.00				(7,382.72)
Sub Total	3,000.0000				204,926.67	211,800.00				(6,873.33)
Description (Box 8) EDISON INTL										
Sell	1,200.0000		01/25/13	07/30/13	60,348.37	56,220.00				4,128.37
Sell	1,200.0000		02/06/13	07/30/13	60,348.37	57,000.00				3,348.37
Sell	600.0000		04/03/13	07/30/13	30,174.18	30,450.00				(275.82)
Sub Total	3,000.0000				150,870.92	143,670.00				7,200.92
Description (Box 8) FREEPORT-MCMORAN COPPER & GOLD INC										
Sell	1,300.0000		01/24/13	04/02/13	41,846.06	45,110.00				(3,263.94)

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-5790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLIS FOUNDATION, INC
ATTN: EFFREY ZANKEL
LAMIS & BARKOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-6034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities; included in Box 2a. (continued)

Activity type	Quantity rate value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1d)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) HARRIS TETTER SUPERMARKETS INC **MERGER EFF CUSIP 414585109										
Sell	588.0000		01/24/13	02/01/13	22,214.14	23,931.60				(1,717.46)
Sell	1,412.0000		01/25/13	02/01/13	53,344.17	58,033.20				(4,689.03)
Sub Total	2,000.0000				75,558.31	81,964.80				(6,406.49)
Description (Box 8) HEARTWARE INTL INC CUSIP 422369100 Symbol (Box 1d) HTWR										
Sell	524.0000		10/24/12	01/17/13	47,295.18	43,950.60				3,334.58
Sell	1,476.0000		10/24/12	01/17/13	133,220.78	123,954.48				9,266.30
Sub Total	2,000.0000				180,515.96	167,915.08				12,600.88
Description (Box 8) HEARTZ H: CO **MERGER EFF 06/13** CUSIP 423074103										
Exchange	2,200.0000		08/07/12	06/10/13	159,500.00	21,880.00				37,620.00
Exchange	800.0000		12/20/12	06/10/13	58,000.00	47,400.00				10,600.00
Exchange	1,000.0000		01/24/13	06/10/13	72,500.00	60,650.00				11,850.00
Sub Total	4,000.0000				290,000.00	229,930.00				60,070.00
Description (Box 8) LUMANA INC CUSIP 444859102 Symbol (Box 1d) LUM										
Sell	2,000.0000		07/20/12	04/08/13	154,396.54	147,700.00				6,696.54

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LP
534 BROADHOLLOW ROAD, #2-0
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities, included in Box 2a. (continued)

Acct/Inv. type	Quantity / face value (Box 1e)	Original cost basis (Box 1f)	Date acquired (Box 1g)	Date of sale / exchange (Box 1h)	Sale amount (Box 2a) (f)	Cost or other basis (Box 2b) (f)	Wash sale loss disallowed (Box 2c) (f)	Federal income tax withheld (Box 4) (f)	Loss not allocated (Box 2d) (f)	Gain/Loss (f)
Description (Box 8) ILLINOIS TOOL WORKS INC										
						CUSIP: 452308109 Symbol (Box 1d) ITW				
Sell	2,000.0000		01/25/13	07/30/13	144,597.99	130,000.00				14,597.99
Sell	2,000.0000		02/01/13	07/30/13	144,597.98	125,600.00				18,997.98
Sub Total	4,000.0000				289,195.97	255,600.00				33,595.97
Description (Box 8) IS-IARES TR CORE TOTAL US BOND MKT ETF										
						CUSIP: 464287226 Symbol (Box 1d) AGG				
Sell	300.0000		01/24/13	12/12/13	31,982.47	33,255.00				(1,272.53)
Description (Box 8) ITC HOLDINGS CORP										
						CUSIP: 465685105 Symbol (Box 1d) ITC				
Sell	1,100.0000		07/30/13	12/12/13	103,006.61	102,245.00				761.61
Sell	200.0000		08/13/13	12/12/13	18,728.47	17,856.20				872.27
Sell	700.0000		10/23/13	12/12/13	65,549.66	70,245.00				(4,695.34)
Sub Total	2,000.0000				187,284.74	190,346.20				(3,061.46)
Description (Box 8) LAM RESEARCH CORP										
						CUSIP: 512807108 Symbol (Box 1d) LRCX				
Sell	500.0000		08/14/13	10/22/13	26,999.53	24,100.00				2,899.53
Sell	2,600.0000		11/13/13	12/12/13	132,337.70	136,240.00				(3,902.30)
Sub Total	3,100.0000				159,337.23	160,340.00				(1,002.77)
Description (Box 8) NATIONAL GRID PLC NEW SPON ADR										
						CUSIP: 636274300 Symbol (Box 1d) NGG				
Sell	2,600.0000		07/30/13	09/27/13	154,437.31	152,490.00				1,947.31

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor
STONE/DOHERTY
203-779-2900/800-778-1842

Payer:

ANDROCLES FOUNDATION, INC
ATTN JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities, included in Box 2a (continued)

Activity Type	Quantity / Face value (Box 1e)	Original cost basis (\$) (Box 1a)	Date acquired (Box 1b)	Date sold / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 2b) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Less net allowed (Box 2b)	Gain/loss (D)
Description (Box 8) PIMCO HIGH INCOME FUND										
						CUSIP 722014107 Symbol (Box 1d) PHK				
Sell	5.0000		01/02/13	12/12/13	57.70	53.48				4.22
Sell	5.0000		02/01/13	12/12/13	57.70	61.38				(3.68)
Sell	5.0000		03/01/13	12/12/13	57.70	60.95				(3.25)
Sell	5.0000		04/01/13	12/12/13	57.70	62.00				(4.30)
Sell	5.0000		05/01/13	12/12/13	57.70	63.55				(5.85)
Sell	5.0000		06/03/13	12/12/13	57.70	58.00				(0.30)
Sell	5.0000		07/01/13	12/12/13	57.70	59.60				(1.90)
Sell	5.0000		08/01/13	12/12/13	57.69	59.91				(2.22)
Sell	5.0000		09/03/13	12/12/13	57.70	58.77				(1.07)
Sell	5.0000		10/01/13	12/12/13	57.70	59.90				(2.20)
Sell	5.0000		11/01/13	12/12/13	57.70	61.65				(3.95)
Sell	5.0000		12/02/13	12/12/13	57.70	58.89				(1.19)
Sub Total	60.0000				692.39	718.08				(25.69)
Description (Box 8) PIMCO LOW DURATION FUND CL A										
						CUSIP 693390411 Symbol (Box 1d) PTLAX				
Sell	79.4160		12/12/12	12/12/13	821.17	837.04				(15.87)
Sell	16.7940		12/12/12	12/12/13	173.65	177.01				(3.36)
Sell	6.1900		12/11/13	12/12/13	64.00	64.13				(0.13)
Sub Total	102.4000				1,058.82	1,078.18				(19.36)
Description (Box 8) PRIMERICA INC										
						CUSIP 74164M108 Symbol (Box 1d) PRI				
Sell	2,500.0000		04/03/13	04/08/13	78,759.49	79,875.00				(1,115.51)

continued next page

To:

From: URS

Fax: URS

at: 17-APR-2014-09:12 Doc: 596 Page: 011

2013 Informational Statement

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/D'OHERTY
203-719-2900/800-778-842

Payer:

ANDROCLES FOUNDATION, INC
ATTN: JEFFREY ZAK KE.
LAMB & BARYOSKY LLP
534 BROAD-HOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-5034

Account Number: Y2 11820 SD
Tax Identification Number 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities, included in Box 2a. (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$) (Box 1f)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a \$) (Box 2a \$)	Cost or other basis (Box 3) (f)	Wash sale loss disallowed (Box 5) (f)	Federal income tax withheld (Box 4) (f)	Loss not allowed (Box 2b)	Gain/loss (d)
Description (Box 8) QEP RES INC COM										
					CUSIP: 74733V100 Symbol (Box 1d): QEP					
Sell	1,500.0000		02/07/13	12/12/13	44,399.23	44,624.85				(225.62)
Sell	1,200.0000		04/03/13	12/12/13	35,519.38	36,108.00				(588.62)
Sub Total	2,700.0000				79,918.61	80,732.85				(814.24)
Description (Box 8) RENEWABLE ENERGY GROUP INC										
					CUSIP: 75972A301 Symbol (Box 1d): RECI					
Sell	4,000.0000		11/13/13	12/12/13	40,999.69	55,600.00				(14,600.31)
Description (Box 8) RIO TINTO PLC SPON ADR										
					CUSIP: 767204100 Symbol (Box 1d): RIO					
Sell	500.0000		08/13/13	11/13/13	25,549.55	25,100.00				449.55
Description (Box 8) SCHLUMBERGER LTD NETHERLANDS ANTILLES										
					CUSIP: 806857108 Symbol (Box 1d): SLB					
Sell	1,500.0000		10/29/13	12/12/13	129,433.65	140,100.00				(10,666.35)
Sell	500.0000		10/30/13	12/12/13	43,144.55	46,925.00				(3,780.45)
Sub Total	2,000.0000				172,578.20	187,025.00				(14,446.80)
Description (Box 8) SIMON PTY GROUP INC SBI										
					CUSIP: 828806109 Symbol (Box 1d): SPG					
Sell	1,300.0000		07/30/13	12/12/13	193,696.63	212,810.00				(19,113.37)
Sell	150.0000		11/13/13	12/12/13	22,349.61	22,349.66				(0.05)
Sub Total	1,450.0000				216,046.24	235,159.66				(19,113.42)
Description (Box 8) SPDR METALS & MINING ETF										
					CUSIP: 78464A755 Symbol (Box 1d): XME					
Sell	500.0000		01/25/13	08/14/13	18,549.68	22,220.00				(3,670.32)

continued next page

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 012

2013 Informational Statement

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID: 13-2638166Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC.
ATTN: JEFFREY ZANK
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities; included in Box 2a (continued)

Activity type	Quantity / face value (Box 1a)	Original cost basis (\$) (Box 1b)	Date acquired (Box 1c)	Date sold / exchange (Box 1d)	Sale amount (Box 2a)	Cost or other basis (Box 3)	Wash sale loss disallowed (Box 5)	Federal income tax withheld (Box 6)	Less net allowed (Box 7)	Gain/loss (Box 8)
Description (Box 8) TORONTO DOMINION BK NEW CANADA CAD										
Sell	1,000.0000		08/24/12	07/30/13	85,208.51	81,695.00				3,513.51
Sell	100.0000		09/13/12	07/30/13	8,520.85	8,330.00				190.85
Sell	900.0000		09/13/12	07/30/13	76,687.67	75,600.00				1,087.67
Sub Total	2,000.0000				170,417.03	165,625.00				4,792.03
Description (Box 8) TRIUMPH GROUP INC										
Sell	1,300.0000		07/30/13	12/12/13	93,627.55	102,180.00				(8,552.45)
Sell	200.0000		08/12/13	12/12/13	14,404.24	15,270.00				(865.76)
Sell	500.0000		08/13/13	12/12/13	36,010.59	38,150.00				(2,139.41)
Sell	1,000.0000		10/22/13	12/12/13	72,021.19	71,950.00				71.19
Sell	1,500.0000		10/29/13	12/12/13	108,031.79	109,499.85				(1,468.06)
Sub Total	4,500.0000				324,095.36	337,049.85				(12,954.49)
Description (Box 8) UGI CORP NEW										
Sell	2,000.0000		02/01/13	02/19/13	71,586.73	71,800.00				(213.27)
Description (Box 8) VEECO INSTRUMENTS INC DELAWARE										
Sell	178.0000		08/08/12	01/24/13	5,742.15	6,594.90				(852.75)
Sell	322.0000		08/09/12	01/24/13	10,387.49	12,187.70				(1,800.21)
Sell	720.0000		08/20/12	01/24/13	23,226.68	24,336.00				(1,109.32)
Sell	260.0000		08/24/12	01/24/13	8,387.41	8,580.00				(192.59)
Sell	260.0000		08/30/12	01/24/13	8,387.41	8,827.00				(439.59)
Sell	260.0000		08/31/12	01/24/13	8,387.41	8,762.00				(374.59)

continued next page

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09-12 Doc: 596 Page: 013

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC.
ATTN: JEFFREY ZANKEL
LAMB & BARGSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Short-term transactions for covered securities; included in Box 2a. (continued)

Acct. type	Quantity / face value (Box 1e)	Original cost basis (f) (Box 1d)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Cost or other basis (Box 3f)	Wash sale loss disallowed (Box 5f)(6)	Federal income tax withheld (Box 4f)(5)	Loss not allowed (Box 4f)(6)	Gain/loss (2)
Description (Box 8) VEECO INSTRUMENTS INC DELAWARE									
CUSIP 9724-7100 Symbol (Box 1d) VECO									
Sell	3,000.0000		10/25/12	01/24/13	96,777.83	90,750.00			6,027.83
Sell	1,000.0000		12/20/12	01/24/13	32,259.28	29,950.00			2,309.28
Sub Total	6,000.0000				193,555.66	189,987.60			3,568.06
Total	87,112.4000				\$4,661,433.08	\$4,623,700.76			\$37,732.32

Short-term transactions for noncovered securities; included in Box 2a.

Acct. type	Quantity / face value (Box 1e)	Original cost basis (f) (Box 1d)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Cost or other basis (Box 3f)	Wash sale loss disallowed (Box 5f)(6)	Federal income tax withheld (Box 4f)(5)	Loss not allowed (Box 4f)(6)	Gain/loss (2)
Description (Box 8) PETROLOGISTICS LP MLP									
CUSIP 71672U101 Symbol (Box 1d) PDH									
Sell	5,000.0000		04/03/13	05/10/13	58,998.97	65,550.00			(6,551.03)
Sell	4,000.0000		04/05/13	09/10/13	47,199.18	51,978.52			(4,779.34)
Sub Total	9,000.0000				106,198.15	117,628.52			(11,430.37)
Total	9,000.0000				\$106,198.15	\$117,628.52			\$11,430.37

CONTINUED next page

UBS Financial Services Inc.

300 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Payer

ANDROCLES FOUNDATION, INC.
ATTN JEFFREY ZAK-KEL
LAMB & BARNOSKY, LP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities, included in Box 2a

Activity type	Quantity/ trade value (Box 1a)	Original cost basis (b) (Box 1b)	Date acquired (Box 1c)	Date of sale / exchange (Box 1d)	Sale amount (Box 2a) (b) (Box 2a)	Cost or other basis (Box 3) (c) (Box 3)	Wash sale loss disallowed (Box 5) (f) (Box 5)	Federal income tax withheld (Box 6) (g) (Box 6)	Loss not allowed (Box 7) (h) (Box 7)	Capital loss (Box 8) (i) (Box 8)
Description (Box 8) APACHE CORP										
Sell	1,000.0000		08/18/11	04/02/13	76,198.29	96,980.00				(20,781.71)
Description (Box 8) ASTRAZENECA PLC SPON ADR										
Sell	2,500.0000		08/02/11	11/13/13	130,831.98	119,224.75				11,607.23
Sell	1,500.0000		08/18/11	11/13/13	78,499.18	67,470.00				11,029.18
Sell	1,000.0000		07/20/12	11/13/13	52,332.79	46,800.00				5,532.79
Sell	1,000.0000		10/24/12	11/13/13	52,332.79	46,300.00				6,032.79
Sub Total	6,000.0000				313,996.74	279,794.75				34,201.99
Description (Box 8) BANK OF NOVA SCOTIA CANADA CAD										
Sell	1,000.0000		04/20/11	07/30/13	57,159.01	59,950.00				(2,790.99)
Sell	2,000.0000		06/07/11	07/30/13	114,318.01	117,300.00				(2,981.99)
Sell	1,000.0000		08/18/11	07/30/13	57,159.00	52,647.80				4,511.20
Sub Total	4,000.0000				228,636.02	229,897.80				(1,261.78)
Description (Box 8) BARRICK GOLD CORP CAD										
Sell	2,000.0000		06/02/11	07/30/13	34,459.40	92,200.00				(57,740.60)
Sell	1,000.0000		06/05/11	07/30/13	17,229.70	45,450.00				(28,220.30)
Sub Total	3,000.0000				51,689.10	137,650.00				(85,960.90)

continued next page

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 015

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:

STONE/DOHERTY
203-792-2900/800-278-1842

Payer

ANACROLES FOUNDATION, INC
ATTN: JEFFREY ZANKEL
LAMAR & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD

Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities, included in Box 2a. (continued)

Acct ID / SEC#	Quantity: face value (Box 1e)	Cost basis (A) cost basis (B)	Date acquired (Box 1b)	Date of sale / exchange (Box 1d)	Sale amount (Box 2d) (B)	Cost or other basis (Box 3) (B)	Wash sale loss disallowed (Box 5) (F)	Federal income tax withheld (Box 4) (D)	Loss not allowed (Box 2) (E)	Gain/loss (G)
Description (Box 8) CENTURYLINK INC										
					CUSIP 156700106 Symbol (Box 1d) CTL					
Sell	650.0000		04/10/12	11/13/13	20,422.64	24,700.00				(4,277.36)
Sell	1,350.0000		07/20/12	11/13/13	42,416.27	55,025.00				(13,608.73)
Sub Total	2,000.0000				62,838.91	80,725.00				(17,886.09)
Description (Box 8) CHINA TELECOM CORP LTD REPSTG H SHS SPON ADR										
					CUSIP 169426103 Symbol (Box 1d) CTA					
Sell	200.0000		01/24/12	10/22/13	10,949.81	10,880.00				69.81
Sell	400.0000		04/10/12	10/22/13	21,899.62	20,840.00				1,059.62
Sell	900.0000		04/10/12	10/22/13	49,274.14	47,025.00				2,249.14
Sell	500.0000		04/11/12	10/22/13	27,374.52	26,500.00				874.52
Sub Total	2,000.0000				109,498.09	105,245.00				4,253.09
Description (Box 8) COCA-COLA ENTERPRISES INC NEW										
					CUSIP 912271109 Symbol (Box 1d) CCF					
Sell	2,000.0000		04/12/12	09/27/13	81,198.59	54,800.00				26,398.59
Sell	1,000.0000		04/12/12	10/29/13	42,359.26	27,400.00				14,959.26
Sell	2,000.0000		04/13/12	10/29/13	84,718.53	55,000.00				29,718.53
Sell	2,000.0000		08/03/12	10/29/13	84,718.52	59,400.00				25,318.52
Sub Total	7,000.0000				292,994.90	196,600.00				96,394.90
Description (Box 8) COGNIZANT TECH SOLUTIONS CRP										
					CUSIP 192446102 Symbol (Box 1d) CTSH					
Sell	2,000.0000		03/04/11	04/02/13	153,143.47	152,400.00				743.47

Continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID: 13-2638166

Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer

ANDROCLES FOUNDATION, N.C.
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROAD-HOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities; included in Box 2a: (continued)

Activity Type	Quantity / face value (Box 1a)	Original cost basis (\$) (Box 1b)	Date acquired (Box 1c)	Date sold / exchange (Box 1d)	STP amount (Box 2a, 5)	Cost or other basis (Box 3, 5)	Wash sale loss disallowed (Box 4, 5)	Federal income tax withheld (Box 4, 5)	Loss not allowed (Box 5, 5)	Capital gains (Box 6, 7)
Description (Box 8) DIAMOND OFFSHORE DRILLING INC										
Sell	900.0000		01/24/12	08/21/13	58,138.99	54,159.30				3,979.69
Sell	1,100.0000		04/11/12	08/21/13	71,058.76	70,462.70				596.06
Sub Total	2,000.0000				129,197.75	124,622.00				4,575.75
Description (Box 8) EQT CORP										
Sell	1,300.0000		08/24/12	11/13/13	109,978.09	70,135.00				39,843.09
Description (Box 8) FREEPORT-MCMORAN COPPER & GOLD NC										
Sell	1,500.0000		01/05/11	04/02/13	48,283.92	88,500.00				(40,216.08)
Description (Box 8) HUMANA INC										
Sell	300.0000		06/07/11	04/05/13	23,436.50	23,985.00				(548.50)
Sell	700.0000		06/02/11	04/05/13	54,815.77	55,965.00				(1,149.23)
Sell	1,000.0000		06/06/11	04/08/13	77,198.27	77,000.00				198.27
Sub Total	2,000.0000				155,450.54	156,950.00				(1,499.46)
Description (Box 8) LORILLARD INC										
Sell	2,000.0000		08/07/12	08/12/13	86,938.49	82,000.00				4,938.49
Sell	1,000.0000		08/07/12	09/27/13	45,210.28	41,000.00				4,210.28
Sell	1,000.0000		09/13/12	09/27/13	45,210.28	38,934.92				6,275.36
Sub Total	4,000.0000				177,359.05	161,934.92				15,424.13

continues next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:

STONEGROHERTY
203-779-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROAD-HOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-5034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 017

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities, included in Box 2a. (continued)

Activity Type	Quantity / net value (Box 1e)	Original cost basis (f) (Box 1f)	Date acquired (Box 1g)	Date of sale / exchange (Box 1h)	Sale amount (Box 2a) (f)	Cost or other basis (Box 3) (f)	Wash sale loss disallowed (Box 5) (f)	Federal income tax withheld (Box 4) (f)	Loss net allowed (Box 2b)	Gain/loss (f)
Description (Box 8) MCDONALDS CORP										
Sell	1,600.0000		01/04/11	10/29/13	153,197.34	118,846.40				34,350.94
Description (Box 8) NATL FUEL GAS CO										
Sell	500.0000		04/10/12	11/13/13	35,574.38	22,500.00				13,074.38
Description (Box 8) NIKE INC CL B										
Sell	2,000.0000		01/04/11	08/01/13	131,917.90	83,789.96				48,127.94
Description (Box 8) O'REILLY AUTOMOTIVE INC										
Sell	600.0000		02/02/12	08/13/13	75,917.17	49,290.00				26,627.17
Sell	400.0000		03/07/12	08/13/13	50,611.44	35,880.00				14,731.44
Sub Total	1,000.0000				126,528.61	85,170.00				41,358.61
Description (Box 8) PIMCO HIGH INCOME FUND										
Sell	500.0000		08/31/12	12/12/13	5,769.90	6,921.60	11.52			(1,140.18)
Sell	4.0000		10/01/12	12/12/13	46.15	55.26				(9.11)
Sell	5.0000		11/01/12	12/12/13	57.70	59.51				(1.81)
Sell	5.0000		12/03/12	12/12/13	57.70	57.07				0.63
Sub Total	514.0000				5,931.45	7,093.44	11.52			(1,159.47)
Description (Box 8) POSCO SPON ADR										
Sell	1,000.0000		04/20/11	04/02/13	71,750.23	113,350.00				(41,599.77)

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13 2638166

Your Financial Advisor:
STONEGCHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC
ATTN JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747 9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09: 12 Doc: 596 Page: 018

Proceeds from Broker Transactions (continued)

Long-term transactions for covered securities, included in Box 2a. (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$) (Box 1b)	Date of sale / exchange (Box 1d)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 2) (\$)	Wash sale loss (Box 5) (\$)	Federal income tax withheld (Box 4) (%)	Loss not allowed (Box 2c)	Capital loss (\$)
Description (Box 8) POTASH CORP SASK INC CANADA CAD									
Sell	1,000.0000	03/20/12	09/10/13	32,749.43	46,950.00				(14,200.57)
Sell	2,000.0000	03/20/12	09/11/13	63,498.90	93,900.00				(30,401.10)
Sub Total	3,000.0000			96,248.33	140,850.00				(44,601.67)
Description (Box 8) QEP RES INC COM									
Sell	2,000.0000	07/20/12	12/12/13	59,198.97	57,980.00				1,218.97
Description (Box 8) QUALCOMM INC									
Sell	2,000.0000	04/11/12	08/13/13	134,197.66	132,800.00				1,397.66
Description (Box 8) TORONTO DOMINION BK NEW CANADA CAD									
Sell	2,000.0000	07/20/12	07/30/13	170,417.04	158,000.00				12,417.04
Total	53,414.0000			\$2,894,226.78	\$2,801,814.27			\$11.52	\$92,424.03

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DODHERTY
203-719-2900/800-278-842

Payer:
ANDROCLES FOUNDATION, INC
ATTN: JEFFREY ZAN KEL
LAMB & BARNOSKY LLP
534 BROAD-HOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities; included in Box 2a.

Activity	Quantity / face value (Box 2)	Original cost basis (\$) (Box 1a)	Date acquired (Box 1b)	Date of sale / exchange (Box 1c)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 2b) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2d)	Gain/Loss (\$)
Description (Box 8) AB3VIE INC COM										
CUSIP 00287Y109 Symbol (Box 1d) AB3V										
Sell	3,000.0000		10/26/09	01/24/13	112,347.49	79,051.76				33,295.73
Sell	1,000.0000		04/14/10	01/24/13	37,449.16	27,047.72				10,401.44
Sub Total	4,000.0000				149,796.65	106,099.48				43,697.17
Description (Box 8) ACE LTD CHF										
CUSIP H0023R105 Symbol (Box 1d) ACE										
Sell	2,000.0000		11/09/07	04/02/13	177,656.02	118,800.00				58,856.02
Description (Box 8) APACHE CORP										
CUSIP 037411105 Symbol (Box 1d) APA										
Sell	300.0000		12/23/09	04/02/13	22,859.49	31,170.00				(8,310.51)
Sell	700.0000		12/28/09	04/02/13	53,338.80	73,850.00				(20,511.20)
Sell	1,000.0000		02/04/10	04/02/13	76,198.30	99,600.00				(23,401.70)
Sell	100.0000		03/16/10	04/02/13	7,619.83	10,424.00				(2,804.17)
Sell	900.0000		10/04/10	04/02/13	68,578.46	87,030.00				(18,451.54)
Sell	2,000.0000		10/12/10	04/02/13	152,396.59	202,600.00				(50,203.41)
Sub Total	5,000.0000				380,991.47	504,674.00				(123,682.53)
Description (Box 8) CHEVRON CORP										
CUSIP 166764100 Symbol (Box 1d) CVX										
Sell	2,000.0000		04/30/10	02/07/13	230,654.83	165,060.00				65,594.83
Description (Box 8) FREEPORT-MCMORAN COPPER & GOLD INC										
CUSIP 35671D857 Symbol (Box 1d) FCX										
Sell	500.0000		12/18/09	04/02/13	16,094.64	19,140.89				(3,046.25)

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086 6790
Federal ID 13-7638156

Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:
ANDROCLES FOUNDATION, INC
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 020

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities; included in Box 2a (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Adjusted basis (\$)	Date of sale / exchange (Box 1b)	Sale price (Box 1a)	Sale amount (Box 2a, b)	Cost or other basis (Box 3, f)	Wash sale loss disallowed (Box 5, f)	Federal income tax withheld (Box 4, c)	Loss not allowed (Box 2d)	Gain/loss (\$)
Description (Box 8) GILEAD SCIENCES INC											
Sell	5,000.0000			10/26/09 04/02/13		240,994.60	108,125.00				132,869.60
Sell	1,000.0000			12/18/09 04/02/13		48,198.92	21,478.75				26,720.17
Sub Total	6,000.0000					289,193.52	129,603.75				159,589.77
Description (Box 8) HENDERSON GLOBAL INVESTORS INTL OPPORTUNITIES FUND A											
Sell	7,001.0000			11/09/07 10/29/13		181,535.93	200,018.57				(18,482.64)
Sell	483.4990			12/11/07 10/29/13		12,537.13	12,817.57				(280.44)
Sell	138.4300			12/11/07 10/29/13		3,589.49	3,669.78				(80.29)
Sell	47.5120			12/08/08 10/29/13		1,231.98	647.11				584.87
Sell	0.0790			12/08/08 10/29/13		2.05	1.07				0.98
Sub Total	7,670.5200					198,896.58	217,154.10				(18,257.52)
Description (Box 8) iSHARES MSCI SOUTH AFRICA ETC											
Sell	1,000.0000			01/05/11 12/12/13		60,458.95	74,168.34				(13,709.39)
Sell	1,000.0000			02/24/11 12/12/13		60,458.94	67,428.39				(6,969.45)
Sell	1,000.0000			05/17/11 12/12/13		60,458.95	69,477.56				(9,018.61)
Sub Total	3,000.0000					181,376.84	211,074.29				(29,697.45)
Description (Box 8) iSHARES TR CORE TOT AL JS BOND MKT ETF											
Sell	900.0000			10/15/10 12/12/13		95,947.42	97,200.00				(1,252.58)

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DOWNEY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC.
ATTN JEFFREY ZAN KEL
JAM3 & BARNOSKY LLP
534 BRADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: URS

at: 17-APR-2014-09:12 Doc: 596 Page: 021

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities, included in Box 2a. (continued)

Activity type	Quantity / Face value (Box 1b)	Original cost basis (b) (Box 1c)	Date acquired (Box 1d) (Box 1e)	Date sold / exchange (Box 1f) (Box 1g)	Sale amount (Box 2a, b)	Cost or other basis (Box 2c, d)	Wash sale loss disallowed (Box 3, f)	Federal income tax withheld (Box 4, g)	Loss not allowed (Box 7b)	Gain/loss (f)
Description (Box 8) JOHNSON & JOHNSON COM										
Sell	2,000,000		02/04/10	04/02/13	164,796.31	176,200.00				38,596.31
Description (Box 8) MCDONALD'S CORP										
Sell	2,000,000		04/14/10	04/02/13	200,250.82	138,200.00				62,050.82
Sell	1,000,000		10/13/10	04/02/13	100,125.41	75,850.00				24,275.41
Sell	400,000		12/01/10	10/29/13	38,299.33	31,720.00				6,579.33
Sub Total	3,400,000				338,675.56	245,770.00				92,905.56
Description (Box 8) MICROSOFT CORP										
Sell	1,000,000		08/05/05	08/13/13	32,299.44	27,800.00				4,499.44
Description (Box 8) OCCIDENTAL PETROLEUM CRP										
Sell	1,500,000		10/01/09	08/12/13	132,447.70	113,925.00				18,522.70
Sell	1,500,000		10/14/09	08/12/13	132,447.69	121,566.00				10,881.69
Sub Total	3,000,000				264,895.39	235,491.00				29,404.39
Description (Box 8) OPPENHEIMER DEVELOPING MARKET'S FUND CLA										
Sell	909,000		11/09/07	11/20/13	34,169.31	50,049.54				(15,880.23)
Sell	2,813,000		11/12/07	11/20/13	105,740.67	150,017.29				(44,276.62)
Sell	268,4230		12/11/07	11/20/13	10,090.02	13,388.96				(3,298.94)
Sub Total	3,990,4230				150,000.00	213,455.79				(63,455.79)

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID: 13-2638166

Your Financial Advisor:
STONEISLAND
203-719-2900/800-278-1842

Payer:
ANDROCTES FOUNDATION, INC
ATTN: JEFFREY ZANKI
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: UBS

at 17-APR-2014-09:12 Doc: 596 Page: 022

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities; included in Box 2a. (continued)

Quantity/ net value (Box 1e)	Original cost basis (\$) (Box 1f)	Date acquired (Box 1b)	Date sold / exchange (Box 1c)	Sale amount (Box 2a1)	Cost or other basis (Box 2a2)	Wash sale loss disallowed (Box 2a3)	Federal income tax withheld (Box 2a4)	Loss not allowed (Box 2a5)	Gain/loss ID
Description (Box 8), OPPENHEIMER INTL BOND FD CL A									
									Symbol (Box 1d) OISAX
Sell	8,866.9950	11/09/07	11/20/13	54,000.00	59,142.86				(5,142.86)
Sell	21,226.6760	11/09/07	12/12/13	129,270.46	141,581.93				(12,311.47)
Sub Total	30,093.6710			183,270.46	200,724.79				(17,454.33)
Description (Box 8), PIMCO LOW DURATION FUND C, A									
									Symbol (Box 1d) PTLAX
Sell	9,460.7360	08/23/10	12/12/13	97,824.03	100,000.00				(2,175.97)
Sell	145.2200	12/08/10	12/12/13	1,501.58	1,503.03				(1.45)
Sell	28.9490	12/08/10	12/12/13	299.33	299.62				(0.29)
Sell	0.1030	12/07/11	12/12/13	1.06	1.06				0.00
Sub Total	9,635.0100			99,626.00	101,803.71				(2,177.71)
Description (Box 8), PIONEER GLOBAL HIGH YIELD FD CL A									
									Symbol (Box 1d) PGHXX
Sell	8,526.0000	12/31/07	12/12/13	85,601.04	100,009.98				(14,408.94)
Sell	6,250.0600	12/18/09	12/12/13	62,750.00	60,000.00				2,750.00
Sub Total	14,776.0600			148,351.04	160,009.98				(11,658.94)
Description (Box 8), POSCO SPON ADR									
									Symbol (Box 1d) PKX
Sell	500.0000	10/04/10	04/02/13	35,875.11	57,525.00				(21,649.89)
Description (Box 8), QEP RES INC COM									
									Symbol (Box 1d) QEP
Sell	400.0000	05/02/07	12/12/13	11,939.79	13,360.09				(1,520.30)
Sell	1,600.0000	11/09/07	12/12/13	47,355.18	59,744.26				(12,389.08)

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/OOHERTY
203-799-2900/800-278-1842

Payer:

ANDROCLIS FOUNDATION, INC.
ATTN: JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 11820 SD
Tax Identification Number: 20-1514742

To:

From: UBS

Fax: UBS

at: 17-APR-2014-09:12 Doc: 596 Page: 023

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities; included in Box 2a (continued):

Asset Type	Quantity / face value (Box 1e)	Original cost basis (f) (Box 1b)	Date acquired (Box 1c) (Box 1d)	Proceed sale / exchange (Box 1e)	Sale amount (Box 1d) (f)	Cost or other basis (Box 1f) (f)	Wash sale loss disallowed (Box 1g) (f)	Federal income tax withheld (Box 1h) (f)	Loss not allowed (Box 1i)	Gains (f)
Description (Box 8) QFP RES INC COM										
Sell	2,000.0000		12/11/09; 12/12/13		59,198.97	52,847.17				6,351.80
Sub Total	4,000.0000				118,397.94	125,951.52				(7,553.58)
Description (Box 8) RIO TINTO PLC SPON ADR										
Sell	1,500.0000		10/12/10 04/02/13		69,748.59	91,470.00				(21,721.41)
Sell	1,500.0000		10/12/10 11/13/13		76,618.67	91,470.00				(14,851.33)
Sub Total	3,000.0000				146,367.26	182,940.00				(36,572.74)
Description (Box 8) UGI CORP NEW										
Sell	300.0000		01/24/06 02/19/13		10,738.01	6,471.00				4,267.01
Sell	200.0000		1/28/06 02/19/13		7,158.67	5,486.00				1,672.67
Sell	500.0000		12/05/06 02/19/13		17,896.68	14,025.00				3,871.68
Sell	1,000.0000		03/13/08 02/19/13		35,793.37	25,290.00				10,503.37
Sell	2,000.0000		12/18/09 02/19/13		71,586.72	49,314.00				22,272.72
Sub Total	4,000.0000				143,173.45	100,586.00				42,587.45
Description (Box 8) WISDOMTREE EMERGING MARKETS EQUITY INCOM										
Sell	1,000.0000		05/03/11 12/12/13		49,889.23	63,399.97				(13,510.74)
Total	111,465.0240				\$3,596,255.16	\$3,410,464.27				\$185,790.89
Total					\$11,258,113.17					

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC
ATTN JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 00308 SD
Tax Identification Number: 20-1514742

Proceeds from Broker Transactions

Short-term transactions for covered securities; included in Box 2a

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) VANGUARD DIVID APPRECIATION ETF										
Sell	492.0000		07/31/13	08/13/13	33,913.04	34,821.62	908.58			0.00
Total	492.0000				\$33,913.04	\$34,821.62	\$908.58			

Long-term transactions for noncovered securities; included in Box 2a.

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) BERKSHIRE HATHWAY INC 04 600% 051513 DTD111508 FC051509 CALL@MW +20BP										
Redemption	100,000.0000		06/26/09	05/15/13	100,000.00	105,885.25				(5,885.25)
Description (Box 8) FIDELITY ADVISOR NEW INSIGHTS FUND CLASS T										
Sell	1,499.0000		11/16/07	07/31/13	39,433.44	32,513.88				6,919.56
Description (Box 8) MORGAN STANLEY STEP-UP 06 000% 073020 DTD073010 FC013011 MED TERM NTS										
Redemption	100,000.0000		07/28/10	07/30/13	100,000.00	100,000.00				0.00

continued next page

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
STONE/DOHERTY
203-719-2900/800-278-1842

Payer:

ANDROCLES FOUNDATION, INC
ATTN JEFFREY ZANKEL
LAMB & BARNOSKY LLP
534 BROADHOLLOW ROAD, #210
PO BOX 9034
MELVILLE NY 11747-9034

2013 Informational Statement

Account Number: Y2 00308 SD

Tax Identification Number: 20-1514742

Proceeds from Broker Transactions (continued)

Long-term transactions for noncovered securities; included in Box 2a. (continued)

Activity type	Quantity / face value (Box 1e)	Original cost basis (\$)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) (\$)	Cost or other basis (Box 3) (\$)	Wash sale loss disallowed (Box 5) (\$)	Federal income tax withheld (Box 4) (\$)	Loss not allowed (Box 2b)	Gain/Loss (\$)
Description (Box 8) POWERSHARES D8 COMMODITY INDEX TRACKING FUND										
Sell	3,000.0000		05/04/11	10/29/13	76,900.64	93,206.00				(16,305.36)
Sell	1,000.0000		05/24/11	10/29/13	25,633.54	29,846.76				(4,213.22)
Sub Total	4,000.0000				102,534.18	123,052.76				(20,518.58)
Description (Box 8) SPDR METALS & MINING ETF										
Sell	1,000.0000		06/07/11	10/29/13	39,001.09	67,817.93				(28,816.84)
Sell	1,000.0000		08/26/11	10/29/13	39,001.09	55,861.70				(16,860.61)
Sub Total	2,000.0000				78,002.18	123,679.63				(45,677.45)
Description (Box 8) US BANCORP DEL SER D 7 875% PREFERRED CLBL PAR VALUE - 25 00 USD										
Sell	4,000.0000		03/14/08	01/24/13	102,883.04	103,005.25				(122.21)
Total	211,499.0000				\$522,852.84	\$588,136.77				\$(65,283.93)
Total					\$556,765.88					





UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances.

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC. UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC. See the *Important information about your statement* at the end of this document for details about those balances.

Holding	Opening balance on Dec 1 (\$)	Closing balance on Dec 31 (\$)	Price per share on Dec 31 (\$)	Average rate	Dividend/Interest period	Days in period	Cap amount (\$)
Cash	3,230.84	3,863.82					
UBS BANK USA BUS ACCT	124,930.61	250,000.00					250,000.00
UBS SELECT PRIME CAPITAL	0.00	2,291,649.73	1.00	0.01%	Nov 1 to Nov 30	30	
Total	\$128,161.45	\$2,545,513.55					

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
ABBOTT LABS								
Symbol ABT Exchange NYSE								
EAI \$7.040 Current yield 2.30%	Oct 26, 09	3,000,000	24.299	72,898.24	38.330	114,990.00	42,091.76	LT
	Apr 14, 10	1,000,000	24.942	24,942.28	38.330	38,330.00	13,387.72	LT
	Oct 24, 12	1,000,000	31.495	31,495.68	38.330	38,330.00	6,834.32	LT
	Feb 1, 13	3,000,000	34.000	102,000.00	38.330	114,990.00	12,990.00	ST
Security total		8,000,000	28.917	231,336.20		306,640.00	75,303.80	

continued next page



UBS Strategic Advisor
December 2013

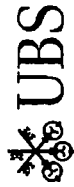
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
ACE LTD CHF								
Symbol ACE Exchange NYSE								
EAI \$12,600 Current yield 2.43%								
CHF Exchange rate 0.88935								
	Nov 9, 07	1,000,000	59.400	59,400.00	103.530	103,530.00	44,130.00	LT
	Jan 6, 10	1,000,000	47.600	47,600.00	103.530	103,530.00	55,930.00	LT
	Sep 22, 10	400,000	57.750	23,100.00	103.530	41,412.00	18,312.00	LT
	Sep 23, 10	400,000	57.300	22,920.00	103.530	41,412.00	18,492.00	LT
	Dec 1, 10	900,000	59.200	53,280.00	103.530	93,177.00	39,897.00	LT
	Jan 5, 11	1,300,000	62.400	81,120.00	103.530	134,589.00	53,469.00	LT
Security total		5,000,000	57.484	287,420.00		517,650.00	230,230.00	
AMERICAN TOWER CORP REIT								
Symbol AMT Exchange NYSE								
EAI \$5,800 Current yield 1.45%								
	Jul 7, 11	2,000,000	53.800	107,600.00	79.820	159,640.00	52,040.00	LT
	Aug 18, 11	1,000,000	48.229	48,229.20	79.820	79,820.00	31,590.80	LT
	Jan 24, 13	1,300,000	79.699	103,609.45	79.820	103,766.00	156.55	ST
	Feb 1, 13	700,000	77.000	53,900.00	79.820	55,874.00	1,974.00	ST
Security total		5,000,000	62.668	313,338.65		399,100.00	85,761.35	
AMERIPRISE FINANCIAL INC								
Symbol AMP Exchange NYSE								
EAI \$12,480 Current yield 1.81%								
	May 23, 11	1,600,000	61.350	98,160.00	115.050	184,080.00	85,920.00	LT
	Feb 2, 12	400,000	50.200	20,080.00	115.050	46,020.00	25,940.00	LT
	Jul 20, 12	2,000,000	50.950	101,900.00	115.050	230,100.00	128,200.00	LT
	Aug 28, 12	2,000,000	54.500	109,000.00	115.050	230,100.00	121,100.00	LT
Security total		6,000,000	54.857	329,140.00		690,300.00	361,160.00	
ANHEUSER BUSCH INBEV SPON ADR								
Symbol BUD Exchange NYSE								
EAI \$17,528 Current yield 2.35%								
	May 20, 11	1,700,000	60.049	102,084.83	106.460	180,982.00	78,897.17	LT
	May 23, 11	300,000	58.320	17,496.00	106.460	31,938.00	14,442.00	LT
	Apr 10, 12	1,725,000	70.100	120,922.50	106.460	183,643.50	62,721.00	LT
	Apr 10, 12	275,000	70.100	19,277.50	106.460	29,276.50	9,999.00	LT
	Apr 12, 12	1,000,000	72.350	72,350.00	106.460	106,460.00	34,110.00	LT
	Jul 20, 12	1,000,000	77.750	77,750.00	106.460	106,460.00	28,710.00	LT
	Aug 13, 12	1,000,000	80.900	80,900.00	106.460	106,460.00	25,560.00	LT

continued next page



UBS Strategic Advisor
December 2013

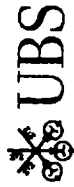
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total		7,000,000	70.112	490,780.83		745,220.00	254,439.17	
APOLLO GLOBAL MGMT LLC CL A								
Symbol APO Exchange NYSE								
EAI \$39,500 Current yield 12.50%	Feb 1, 13	2,500,000	22.950	57,375.00	31.610	79,025.00	21,650.00	ST
	Feb 7, 13	2,000,000	22.000	44,000.00	31.610	63,220.00	19,220.00	ST
	Apr 9, 13	500,000	25.800	12,900.00	31.610	15,805.00	2,905.00	ST
	Jul 30, 13	2,800,000	26.130	73,164.00	31.610	88,508.00	15,344.00	ST
	Aug 13, 13	2,200,000	28.800	63,360.00	31.610	69,542.00	6,182.00	ST
Security total		10,000,000	25.080	250,799.00		316,100.00	65,301.00	
APPLE INC								
Symbol AAPL Exchange OTC								
EAI \$58,560 Current yield 2.17%	Dec 23, 09	500,000	201.500	100,750.00	561.020	280,510.00	179,760.00	LT
	Jan 15, 10	1,000,000	206.750	206,750.00	561.020	561,020.00	354,270.00	LT
	Sep 23, 10	900,000	289.966	260,970.00	561.020	504,918.00	243,948.00	LT
	Jul 20, 11	500,000	396.050	198,025.00	561.020	280,510.00	82,485.00	LT
	Jul 20, 11	300,000	395.800	118,740.00	561.020	168,306.00	49,566.00	LT
	Mar 6, 12	700,000	527.700	369,390.00	561.020	392,714.00	23,324.00	LT
	Mar 7, 12	100,000	533.500	53,350.00	561.020	56,102.00	2,752.00	LT
	Apr 10, 12	200,000	631.000	126,200.00	561.020	112,204.00	-13,996.00	LT
	Apr 13, 12	200,000	605.000	121,000.00	561.020	112,204.00	-8,796.00	LT
	Oct 25, 12	100,000	613.839	61,383.99	561.020	56,102.00	-5,281.99	LT
	Jan 9, 13	300,000	520.250	156,075.00	561.020	168,306.00	12,231.00	ST
Security total		4,800,000	369.299	1,772,633.99		2,692,896.00	920,262.01	
AVAGO TECHNOLOGIES LTD SGD								
Symbol AVGO Exchange OTC								
EAI \$7,000 Current yield 1.89%								
SGD Exchange rate 1.26260	Oct 25, 12	100,000	33.550	3,355.00	52.879	5,287.90	1,932.90	LT
	Dec 20, 12	3,200,000	32.000	102,400.00	52.879	169,212.80	66,812.80	LT
	Jan 25, 13	1,500,000	34.150	51,225.00	52.879	79,318.50	28,093.50	ST
	Feb 4, 13	2,200,000	35.300	77,660.00	52.879	116,333.80	38,673.80	ST
Security total		7,000,000	33.520	234,640.00		370,153.00	135,513.00	

continued next page



UBS Strategic Advisor
December 2013

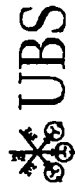
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
BAKER HUGHES INC								
Symbol BHI Exchange NYSE								
EAI \$3,600 Current yield 1.09%	Jan 24, 12	1,100,000	46.650	51,315.00	55.260	60,786.00	9,471.00	LT
	Apr 11, 12	900,000	40.700	36,630.00	55.260	49,734.00	13,104.00	LT
	Aug 24, 12	1,000,000	47.550	47,550.00	55.260	55,260.00	7,710.00	LT
	Aug 28, 12	1,000,000	46.750	46,750.00	55.260	55,260.00	8,510.00	LT
	Aug 31, 12	1,000,000	45.250	45,250.00	55.260	55,260.00	10,010.00	LT
	Apr 3, 13	1,000,000	44.996	44,996.00	55.260	55,260.00	10,264.00	ST
Security total		6,000,000	45.415	272,491.00		331,560.00	59,069.00	
BERKSHIRE HATHAWAY INC NEW								
CL B								
Symbol BRK B Exchange NYSE	Dec 17, 07	5,000,000	91.100	455,500.00	118.560	592,800.00	137,300.00	LT
BRITISH AMER TOBACCO PLC GB								
SPON ADR								
Symbol BTI Exchange AMEX								
EAI \$21,630 Current yield 4.03%	Oct 19, 10	500,000	77.276	38,638.25	107.420	53,710.00	15,071.75	LT
	Dec 1, 10	400,000	73.200	29,280.00	107.420	42,968.00	13,688.00	LT
	Jan 5, 11	1,100,000	77.150	84,865.00	107.420	118,162.00	33,297.00	LT
	Apr 13, 12	1,000,000	99.850	99,850.00	107.420	107,420.00	7,570.00	LT
	Aug 24, 12	1,000,000	104.000	104,000.00	107.420	107,420.00	3,420.00	LT
	Jan 25, 13	250,000	103.000	25,750.00	107.420	26,855.00	1,105.00	ST
	Feb 1, 13	750,000	104.600	78,450.00	107.420	80,565.00	2,115.00	ST
Security total		5,000,000	92.167	460,833.25		537,100.00	76,266.75	
CARDINAL HEALTH INC								
Symbol CAH Exchange NYSE								
EAI \$7,865 Current yield 1.81%	Apr 3, 13	1,700,000	42.500	72,250.00	66.810	113,577.00	41,327.00	ST
	Apr 4, 13	1,700,000	42.580	72,386.00	66.810	113,577.00	41,191.00	ST
	Apr 5, 13	1,600,000	42.420	67,872.00	66.810	106,896.00	39,024.00	ST
	Apr 8, 13	1,500,000	42.650	63,975.00	66.810	100,215.00	36,240.00	ST
Security total		6,500,000	42.536	276,483.00		434,265.00	157,782.00	
CELANESE CORP NEW SER A								
Symbol CE Exchange NYSE								
EAI \$2,880 Current yield 1.30%	Apr 3, 13	2,000,000	42.250	84,500.00	55.310	110,620.00	26,120.00	ST

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Apr 12, 13	2,000 000	44 000	88,000 00	55 310	110,620 00	22,620 00	ST
Security total		4,000 000	43 125	172,500 00		221,240 00	48,740 00	
CHECK POINT SOFTWARE TECH LTD								
ILS								
Symbol CHKP Exchange OTC								
ILS Exchange rate 3 47100	Feb 4, 13	2,000 000	50 349	100,699 80	64 499	128,998 00	28,298 20	ST
Security total	Apr 2, 13	1,000 000	45 996	45,996 60	64 499	64,499 00	18,502 40	ST
Security total		3,000 000	48 899	146,696 40		193,497 00	46,800 60	
CHICAGO BRIDGE & IRON NV EUR								
Symbol CBI Exchange NYSE								
EAI \$800 Current yield 0 24%								
EUR Exchange rate 0 72571	Jan 25, 13	900 000	51 250	46,125 00	83 140	74,826 00	28,701 00	ST
Security total	Apr 2, 13	900 000	60 200	54,180 00	83 140	74,826 00	20,646 00	ST
Security total	Apr 17, 13	400 000	51 350	20,540 00	83 140	33,256 00	12,716 00	ST
Security total	Jul 30, 13	800 000	59 900	47,920 00	83 140	66,512 00	18,592 00	ST
Security total	Nov 13, 13	1,000 000	77 750	77,750 00	83 140	83,140 00	5,390 00	ST
Security total		4,000 000	61 629	246,515 00		332,560 00	86,045 00	
CLOROX CO								
Symbol CLX Exchange NYSE								
EAI \$8.520 Current yield 3 06%	Aug 14, 13	1,200 000	85 450	102,540 00	92 760	111,312 00	8,772 00	ST
Security total	Aug 19, 13	800 000	84 100	67,280 00	92 760	74,208 00	6,928 00	ST
Security total	Oct 29, 13	1,000 000	90 300	90,300 00	92 760	92,760 00	2,460 00	ST
Security total		3,000 000	86 707	260,120 00		278,280 00	18,160 00	
COCA COLA CO COM								
Symbol KO Exchange NYSE								
EAI \$5.600 Current yield 2 71%	Jul 30, 13	2,500 000	40 300	100,750 00	41 310	103,275 00	2,525 00	ST
Security total	Aug 13, 13	500 000	39 650	19,825 00	41 310	20,655 00	830 00	ST
Security total	Oct 23, 13	2,000 000	39 000	78,000 00	41 310	82,620 00	4,620 00	ST
Security total		5,000 000	39 715	198,575 00		206,550 00	7,975 00	
CONS ENERGY INC								
Symbol CNX Exchange NYSE								
EAI \$2.400 Current yield 1 31%	Oct 29, 13	4,800 000	37 350	179,280 00	38 040	182,592 00	3,312 00	ST

continued next page



UBS Strategic Advisor
December 2013

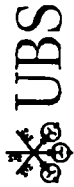
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
CORNING INC								
Symbol GLW Exchange NYSE								
EAI \$3,000 Current yield 2.24%	Apr 3, 13	3,000,000	13.300	39,900.00	17.820	53,460.00	13,560.00	ST
	Apr 9, 13	3,000,000	13.350	40,050.00	17.820	53,460.00	13,410.00	ST
	Jul 30, 13	1,000,000	15.149	15,149.00	17.820	17,820.00	2,671.00	ST
	Oct 29, 13	500,000	17.336	8,668.15	17.820	8,910.00	241.85	ST
Security total		7,500,000	13.836	103,767.15		133,650.00	29,882.85	
CROWN CASTLE INTL CORP								
Symbol CCI Exchange NYSE	Oct 29, 13	900,000	75.899	68,309.92	73.430	66,087.00	-2,222.92	ST
CVS CAREMARK CORP								
Symbol CVS Exchange NYSE								
EAI \$6,600 Current yield 1.54%	Apr 12, 12	2,500,000	43.500	108,750.00	71.570	178,925.00	70,175.00	LT
	Jul 20, 12	1,500,000	45.089	67,634.85	71.570	107,355.00	39,720.15	LT
	Aug 7, 12	2,000,000	44.000	88,000.00	71.570	143,140.00	55,140.00	LT
Security total		6,000,000	44.064	264,384.85		429,420.00	165,035.15	
DANAHER CORP								
Symbol DHR Exchange NYSE								
EAI \$500 Current yield 0.13%	Oct 24, 12	2,300,000	52.600	120,980.00	77.200	177,560.00	56,580.00	LT
	Oct 31, 12	1,700,000	51.700	87,890.00	77.200	131,240.00	43,350.00	LT
	Feb 1, 13	1,000,000	60.150	60,150.00	77.200	77,200.00	17,050.00	ST
Security total		5,000,000	53.804	269,020.00		386,000.00	116,980.00	
DOW CHEMICAL								
Symbol DOW Exchange NYSE								
EAI \$5,120 Current yield 2.88%	Nov 12, 13	1,922,000	39.357	75,645.50	44.400	85,336.80	9,691.30	ST
	Nov 12, 13	678,000	39.250	26,611.50	44.400	30,103.20	3,491.70	ST
	Nov 13, 13	1,400,000	39.250	54,950.00	44.400	62,160.00	7,210.00	ST
Security total		4,000,000	39.302	157,207.00		177,600.00	20,393.00	
ENERGIZER HOLDINGS INC								
Symbol ENR Exchange NYSE								
EAI \$2,000 Current yield 1.85%	Oct 29, 13	1,000,000	100.250	100,250.00	108.240	108,240.00	7,990.00	ST
ENI SPA IT SPON ADR								
Symbol E Exchange NYSE								
EAI \$12,479 Current yield 4.77%	Jun 2, 11	1,000,000	47.100	47,100.00	48.490	48,490.00	1,390.00	LT
	Jun 6, 11	1,000,000	46.400	46,400.00	48.490	48,490.00	2,090.00	LT

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Jul 20, 12 Apr 2, 13	2,000,000 1,400,000 5,400,000	39 500 45 905 43 846	79,000 00 64,267 03 236,767 03	48 490 48 490	96,980 00 67,886 00 261,846 00	17,980 00 3,618 97 25,078 97	LT ST
EQT CORP								
Symbol EQT Exchange NYSE								
EAI \$384 Current yield 0.13%	Aug 24, 12	700,000	53 950	37,765 00	89 780	62,846 00	25,081 00	LT
	Sep 13, 12	1,000,000	56 850	56,850 00	89 780	89,780 00	32,930 00	LT
	Feb 7, 13	1,000,000	61 800	61,800 00	89 780	89,780 00	27,980 00	ST
	Apr 12, 13	350,000	68 850	24,097 50	89 780	31,423 00	7,325 50	ST
	Apr 12, 13	150,000	68 248	10,237 20	89 780	13,467 00	3,229 80	ST
Security total		3,200,000	59 609	190,749 70		287,296 00	96,546 30	
EW SCRIPPS CO CL A								
Symbol SSP Exchange NYSE	Jan 14, 05	5,349,000	10 741	57,458 77	21 720	116,180 28	58,721 51	LT
	Jan 18, 05	1,151,000	10 738	12,360 44	21 720	24,999 72	12,639 28	LT
	Feb 1, 05	13,500,000	10 775	145,465 44	21 720	293,220 00	147,754 56	LT
Security total		20,000,000	10 764	215,284 65		434,400 00	219,115 35	
EXPRESS SCRIPTS HLDG CO								
Symbol ESRX Exchange OTC	Apr 2, 13	2,600,000	58 300	151,580 00	70 240	182,624 00	31,044 00	ST
	Apr 3, 13	1,400,000	58 450	81,830 00	70 240	98,336 00	16,506 00	ST
	Apr 8, 13	500,000	56 750	28,375 00	70 240	35,120 00	6,745 00	ST
Security total		4,500,000	58 174	261,785 00		316,080 00	54,295 00	
FLUOR CORP NEW								
Symbol FLR Exchange NYSE	Sep 13, 12	1,800,000	56 850	102,330 00	80 290	144,522 00	42,192 00	LT
EAI \$3,200 Current yield 0.80%	Oct 24, 12	1,200,000	55 350	66,420 00	80 290	96,348 00	29,928 00	LT
	Dec 21, 12	1,000,000	58 500	58,500 00	80 290	80,290 00	21,790 00	LT
	Jan 28, 13	1,000,000	65 800	65,800 00	80 290	80,290 00	14,490 00	ST
Security total		5,000,000	58 610	293,050 00		401,450 00	108,400 00	
FRANKLIN RESOURCES INC								
Symbol BEN Exchange NYSE	Jul 30, 13	4,200,000	48 800	204,960 00	57 730	242,466 00	37,506 00	ST
EAI \$2,400 Current yield 0.83%	Aug 13, 13	233,000	49 000	11,417 00	57 730	13,451 09	2,034 09	ST

continued next page



UBS Strategic Advisor
December 2013

Account name
Friendly account name
Account number

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

ANDROCLES FOUNDATION, INC
Androcles
Y2 11820 SD

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Aug 14, 13	567 000	48 950	27,754 65	57 730	32,732 91	4,978 26	ST
5,000 000			48 826	244,131 65		288,650 00	44,518 35	
GILEAD SCIENCES INC								
Symbol GILD Exchange OTC	Dec 18, 09	2,000 000	21 478	42,957 50	75 100	150,200 00	107,242 50	LT
	Apr 14, 11	2,000 000	20 694	41,389 51	75 100	150,200 00	108,810 49	LT
	Apr 20, 11	2,000 000	20 275	40,550 00	75 100	150,200 00	109,650 00	LT
Security total		6,000 000	20 816	124,897 01		450,600 00	325,702 99	
GOOGLE INC CL A								
Symbol GOOG Exchange OTC	Oct 14, 10	200 000	541 000	108,200 00	1,120 710	224,142 00	115,942 00	LT
	Feb 24, 11	100 000	603 000	60,300 00	1,120 710	112,071 00	51,771 00	LT
	Mar 8, 11	100 000	593 200	59,320 00	1,120 710	112,071 00	52,751 00	LT
	Jan 24, 12	100 000	581 000	58,100 00	1,120 710	112,071 00	53,971 00	LT
	Apr 11, 12	100 000	634 500	63,450 00	1,120 710	112,071 00	48,621 00	LT
	Feb 1, 13	200 000	772 000	154,400 00	1,120 710	224,142 00	69,742 00	ST
	Apr 3, 13	200 000	807 700	161,540 00	1,120 710	224,142 00	62,602 00	ST
Security total		1,000 000	665 310	665,310 00		1,120,710 00	455,400 00	
HALLIBURTON CO (HOLDING COMPANY)								
Symbol HAL Exchange NYSE	Jan 25, 12	2,800 000	35 600	99,680 00	50 750	142,100 00	42,420 00	LT
EAI \$4,200 Current yield 1 18%	Apr 11, 12	700 000	32 350	22,645 00	50 750	35,325 00	12,880 00	LT
	Jan 25, 13	2,600 000	39 600	102,960 00	50 750	131,950 00	28,990 00	ST
	Apr 2, 13	900 000	39 970	35,973 00	50 750	45,675 00	9,702 00	ST
Security total		7,000 000	37 323	261,258 00		355,250 00	93,992 00	
HCA HOLDINGS INC								
Symbol HCA Exchange NYSE	Aug 13, 13	2,600 000	38 700	100,620 00	47 710	124,046 00	23,426 00	ST
	Oct 29, 13	900 000	47 350	42,615 00	47 710	42,939 00	324 00	ST
	Nov 13, 13	3,200 000	45 299	144,959 94	47 710	152,672 00	7,712 06	ST
Security total		6,700 000	43 014	288,194 94		319,657 00	31,462 06	
HUNT J B TRANS SVCS INC								
Symbol JBHT Exchange OTC	Jun 2, 11	2,000 000	44 550	89,100 00	77 300	154,600 00	65,500 00	LT
EAI \$2,400 Current yield 0 78%	Jul 20, 12	1,500 000	54 450	81,675 00	77 300	115,950 00	34,275 00	LT

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Sep 13, 12	500 000	52 600	26,300 00	77 300	38,650 00	12,350 00	LT
Security total		4,000 000	49 269	197,075 00		309,200 00	112,125 00	
INFOBLOX INC								
Symbol	BLOX	Exchange	NYSE					
Security total	Apr 3, 13	2,000 000	20 900	41,800 00	33 020	66,040 00	24,240 00	ST
	Apr 9, 13	663 000	20 700	13,724 10	33 020	21,892 26	8,168 16	ST
	Apr 11, 13	337 000	21 850	7,363 45	33 020	11,127 74	3,764 29	ST
	Apr 17, 13	1,000 000	21 249	21,249 90	33 020	33,020 00	11,770 10	ST
	Aug 13, 13	700 000	34 800	24,360 00	33 020	23,114 00	-1,246 00	ST
	Aug 13, 13	300 000	34 600	10,380 00	33 020	9,906 00	-474 00	ST
Security total		5,000 000	23 775	118,877 45		165,100 00	46,222 55	
INTL PAPER CO								
Symbol	IP	Exchange	NYSE					
EAI	\$10,542	Current yield	2.86%					
Security total	Feb 2, 12	700 000	31 990	22,393 00	49 030	34,321 00	11,928 00	LT
	Mar 7, 12	800 000	34 700	27,760 00	49 030	39,224 00	11,464 00	LT
	Jan 24, 13	1,200 000	42 500	51,000 00	49 030	58,836 00	7,836 00	ST
	Apr 2, 13	500 000	47 950	23,975 00	49 030	24,515 00	540 00	ST
	Apr 3, 13	1,800 000	47 220	84,996 00	49 030	88,254 00	3,258 00	ST
	Jul 30, 13	600 000	48 849	29,309 94	49 030	29,418 00	108 06	ST
	Sep 11, 13	1,400 000	49 000	68,600 00	49 030	68,642 00	42 00	ST
	Nov 13, 13	530 000	44 191	23,421 23	49 030	25,985 90	2,564 67	ST
Security total		7,530 000	44 018	331,455 17		369,195 90	37,740 73	
JAZZ PHARMACEUTICALS PLC								
Symbol	JAZZ	Exchange	OTC					
Security total	Jul 30, 13	1,350 000	75 000	101,250 00	126 560	170,856 00	69,606 00	ST
	Aug 13, 13	650 000	81 200	52,780 00	126 560	82,264 00	29,484 00	ST
Security total		2,000 000	77 015	154,030 00		253,120 00	99,090 00	
JOHNSON & JOHNSON COM								
Symbol	JNJ	Exchange	NYSE					
EAI	\$13,200	Current yield	2.88%					
Security total	Apr 14, 10	1,000 000	65 207	65,207 50	91 590	91,590 00	26,382 50	LT
	Jan 4, 11	2,000 000	63 349	126,698 00	91 590	183,180 00	56,482 00	LT
	Mar 9, 11	1,000 000	60 600	60,600 00	91 590	91,590 00	30,990 00	LT
	Apr 18, 11	1,000 000	60 600	60,600 00	91 590	91,590 00	30,990 00	LT
Security total		5,000 000	62 621	313,105 50		457,950 00	144,844 50	

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
KRAFT FOODS GROUP INC								
Symbol KRFT Exchange OTC								
EAI \$14,700 Current yield 3.90%	Feb 18, 11	666 333	32 168	21,434.98	53.910	35,922.03	14,487.05	LT
	Mar 4, 11	333 333	32 994	10,998.08	53.910	17,970.00	6,971.92	LT
	Mar 7, 12	333 333	39 656	13,218.97	53.910	17,970.00	4,751.03	LT
	Jul 20, 12	666 667	41 861	27,907.35	53.910	35,940.00	8,032.65	LT
	Sep 13, 12	333 333	41 861	13,953.67	53.910	17,970.00	4,016.33	LT
	Oct 24, 12	2,667 000	45 450	121,215.15	53.910	143,777.97	22,562.82	LT
	Jan 24, 13	1,000 000	46 900	46,900.00	53.910	53,910.00	7,010.00	ST
	Feb 7, 13	1,000 000	46 600	46,600.00	53.910	53,910.00	7,310.00	ST
Security total		7,000 000	43 175	302,228.20		377,370.00	75,141.80	
LINCOLN NATL CORP IND								
Symbol LNC Exchange NYSE								
EAI \$3,200 Current yield 1.24%	Jan 5, 10	2,000 000	26 430	52,860.00	51.620	103,240.00	50,380.00	LT
	Oct 7, 10	1,000 000	24 399	24,399.90	51.620	51,620.00	27,220.10	LT
	Apr 20, 11	2,000 000	29 200	58,400.00	51.620	103,240.00	44,840.00	LT
Security total		5,000 000	27 132	135,659.90		258,100.00	122,440.10	
LORILLARD INC								
Symbol LO Exchange NYSE								
EAI \$6,600 Current yield 4.34%	Sep 13, 12	2,000 000	38 934	77,869.83	50.680	101,360.00	23,490.17	LT
	Feb 1, 13	1,000 000	39 650	39,650.00	50.680	50,680.00	11,030.00	ST
Security total		3,000 000	39 173	117,519.83		152,040.00	34,520.17	
MARATHON OIL CORP								
Symbol MRO Exchange NYSE								
EAI \$3,040 Current yield 2.15%	Aug 13, 13	3,200 000	34 150	109,280.00	35.300	112,960.00	3,680.00	ST
	Oct 29, 13	800 000	36 000	28,800.00	35.300	28,240.00	-560.00	ST
Security total		4,000 000	34 520	138,080.00		141,200.00	3,120.00	
MCKESSON CORP								
Symbol MCK Exchange NYSE								
EAI \$1,920 Current yield 0.59%	Jan 5, 11	2,000 000	71 950	143,900.00	161.400	322,800.00	178,900.00	LT
MEDTRONIC INC								
Symbol MDT Exchange NYSE								
EAI \$6,720 Current yield 1.95%	Jan 4, 11	3,000 000	37 095	111,285.00	57.390	172,170.00	60,885.00	LT

continued next page



UBS Strategic Advisor
December 2013

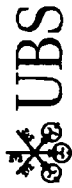
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
MICROSOFT CORP								
Symbol MSFT Exchange OTC								
EAI \$6,720 Current yield 2.95%	Mar 20, 12	1,000,000	39.550	39,550.00	57.390	57,390.00	17,840.00	LT
	Apr 2, 13	1,200,000	47.250	56,700.00	57.390	68,868.00	12,168.00	ST
	Apr 8, 13	800,000	46.299	37,039.92	57.390	45,912.00	8,872.08	ST
Security total		6,000,000	40.762	244,574.92		344,340.00	99,765.08	
MONDELEZ INTL INC								
Symbol MDLZ Exchange OTC								
EAI \$5,040 Current yield 1.59%	Jan 17, 06	1,000,000	27.100	27,100.00	37.410	37,410.00	10,310.00	LT
	Feb 4, 10	2,000,000	28.050	56,100.00	37.410	74,820.00	18,720.00	LT
	Oct 4, 10	1,000,000	23.800	23,800.00	37.410	37,410.00	13,610.00	LT
	Apr 14, 11	1,000,000	25.196	25,196.50	37.410	37,410.00	12,213.50	LT
	Apr 20, 11	1,000,000	25.799	25,799.30	37.410	37,410.00	11,610.70	LT
Security total		6,000,000	26.333	157,995.80		224,460.00	66,464.20	
NIKE INC CL B								
Symbol NKE Exchange NYSE								
EAI \$2,400 Current yield 1.22%	Feb 18, 11	2,000,000	19.977	39,954.30	35.300	70,600.00	30,645.70	LT
	Mar 4, 11	1,000,000	20.489	20,489.92	35.300	35,300.00	14,810.08	LT
	Mar 7, 12	1,000,000	24.627	24,627.53	35.300	35,300.00	10,672.47	LT
	Jul 20, 12	2,000,000	25.996	51,992.65	35.300	70,600.00	18,607.35	LT
	Sep 13, 12	1,000,000	25.996	25,996.33	35.300	35,300.00	9,303.67	LT
	Dec 20, 12	2,000,000	25.939	51,879.92	35.300	70,600.00	18,720.08	LT
Security total		9,000,000	23.882	214,940.65		317,700.00	102,759.35	
NATL FUEL GAS CO								
Symbol NFG Exchange NYSE								
EAI \$3,750 Current yield 2.10%	Apr 10, 12	500,000	45.000	22,500.00	71.400	35,700.00	13,200.00	LT
	Apr 11, 12	1,500,000	44.900	67,350.00	71.400	107,100.00	39,750.00	LT
	Oct 29, 13	500,000	72.150	36,075.00	71.400	35,700.00	-375.00	ST
Security total		2,500,000	50.370	125,925.00		178,500.00	52,575.00	
NIKE INC CL B								
Symbol NKE Exchange NYSE								
EAI \$2,400 Current yield 1.22%	Jan 4, 11	1,000,000	41.894	41,894.98	78.640	78,640.00	36,745.02	LT
	Aug 13, 13	1,500,000	55.800	98,700.00	78.640	117,960.00	19,260.00	ST
Security total		2,500,000	56.238	140,594.98		196,600.00	56,005.02	

continued next page



UBS Strategic Advisor
December 2013

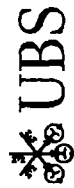
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 5D

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
O REILLY AUTOMOTIVE INC								
Symbol ORLY Exchange OTC	Mar 7, 12	200 000	89 700	17,940 00	128 710	25,742 00	7,802 00	LT
	Jan 25, 13	800 000	91 690	73,352 00	128 710	102,968 00	29,616 00	ST
Security total		1,000 000	91 292	91,292 00		128,710 00	37,418 00	
OCCIDENTAL PETROLEUM CRP								
Symbol OXY Exchange NYSE	Sep 2, 10	600 000	76 900	46,140 00	95 100	57,060 00	10,920 00	LT
EAI \$3,840 Current yield 2.69%	Sep 8, 10	400 000	76 020	30,408 00	95 100	38,040 00	7,632 00	LT
	Sep 22, 10	300 000	75 950	22,785 00	95 100	28,530 00	5,745 00	LT
	Oct 7, 10	200 000	81 600	16,320 00	95 100	19,020 00	2,700 00	LT
Security total		1,500 000	77 102	115,653 00		142,650 00	26,997 00	
ONEOK INC NEW								
Symbol OKE Exchange NYSE	Aug 24, 12	2,250 000	44 550	100,237 50	62 180	139,905 00	39,667 50	LT
EAI \$6,080 Current yield 2.44%	Sep 13, 12	250 000	46 936	11,734 23	62 180	15,545 00	3,810 77	LT
	Jan 25, 13	500 000	47 250	23,625 00	62 180	31,090 00	7,465 00	ST
	Nov 12, 13	1,000 000	56 950	56,950 00	62 180	62,180 00	5,230 00	ST
Security total		4,000 000	48 137	192,546 73		248,720 00	56,173 27	
PHILLIPS 66								
Symbol PSX Exchange NYSE	Oct 31, 13	2,700 000	65 000	175,500 00	77 130	208,251 00	32,751 00	ST
EAI \$4,212 Current yield 2.02%								
QUALCOMM INC								
Symbol QCOM Exchange OTC	Apr 11, 12	300 000	66 400	19,920 00	74 250	22,275 00	2,355 00	LT
EAI \$5,600 Current yield 1.89%	Jul 20, 12	1,700 000	57 850	98,345 00	74 250	126,225 00	27,880 00	LT
	Dec 21, 12	1,600 000	62 150	99,440 00	74 250	118,800 00	19,360 00	LT
	Feb 1, 13	400 000	66 300	26,520 00	74 250	29,700 00	3,180 00	ST
Security total		4,000 000	61 056	244,225 00		297,000 00	52,775 00	
REINSURANCE GROUP AMER INC NEW								
Symbol RGA Exchange NYSE	Apr 3, 13	1,750 000	58 350	102,112 50	77 410	135,467 50	33,355 00	ST
EAI \$4,800 Current yield 1.55%	Apr 17, 13	450 000	57 300	25,785 00	77 410	34,834 50	9,049 50	ST
	Jul 30, 13	1,800 000	67 800	122,040 00	77 410	139,338 00	17,298 00	ST

continued next page



UBS Strategic Advisor
December 2013

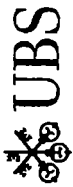
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total		4,000,000	62.484	249,937.50		309,640.00	59,702.50	
SBA COMMUNICATIONS CORP CL A								
Symbol SBAC Exchange OTC	Feb 1, 13	1,600,000	70.500	112,800.00	89.840	143,744.00	30,944.00	ST
SCRIPPS NETWORKS INTERACT INC CL A								
Symbol SNI Exchange NYSE								
EAI \$24,000 Current yield 0.69%	Feb 1, 05	39,938,000	52.580	2,099,940.04	86.410	3,451,042.58	1,351,102.54	LT
	Feb 27, 07	62,000	52.580	3,259.96	86.410	5,357.42	2,097.46	LT
Security total		40,000,000	52.580	2,103,200.00		3,456,400.00	1,353,200.00	
SOLAZYME INC								
Symbol SZYM Exchange OTC	Nov 13, 13	6,800,000	8.850	60,180.00	10.890	74,052.00	13,872.00	ST
STARBUCKS CORP								
Symbol SBUX Exchange OTC								
EAI \$2,236 Current yield 1.33%	Dec 20, 06	760,000	36.500	27,740.00	78.390	59,576.40	31,836.40	LT
	Jul 12, 07	1,000,000	25.750	25,750.00	78.390	78,390.00	52,640.00	LT
	Jan 4, 11	390,000	32.607	12,716.73	78.390	30,572.10	17,855.37	LT
Security total		2,150,000	30.794	66,206.73		168,538.50	102,331.77	
THERMO FISHER SCIENTIFIC INC								
Symbol TMO Exchange NYSE								
EAI \$4,200 Current yield 0.54%	Jun 4, 07	2,000,000	53.490	106,980.00	111.350	222,700.00	115,720.00	LT
	Sep 17, 07	1,000,000	55.250	55,250.00	111.350	111,350.00	56,100.00	LT
	Jan 5, 10	1,000,000	47.500	47,500.00	111.350	111,350.00	63,850.00	LT
	Oct 24, 12	2,500,000	59.900	149,750.00	111.350	278,375.00	128,625.00	LT
	Feb 21, 13	500,000	72.000	36,000.00	111.350	55,675.00	19,675.00	ST
Security total		7,000,000	56.497	395,480.00		779,450.00	383,970.00	
TRAVELERS COS INC/THE								
Symbol TRV Exchange NYSE								
EAI \$6,000 Current yield 2.21%	Jan 24, 13	1,000,000	78.250	78,250.00	90.540	90,540.00	12,290.00	ST
	Feb 6, 13	1,000,000	78.250	78,250.00	90.540	90,540.00	12,290.00	ST
	Jul 31, 13	1,000,000	83.900	83,900.00	90.540	90,540.00	6,640.00	ST
Security total		3,000,000	80.133	240,400.00		271,620.00	31,220.00	
TW TELECOM INC CL A								
Symbol TWTC Exchange OTC	Nov 13, 13	2,000,000	29.020	58,040.00	30.470	60,940.00	2,900.00	ST

continued next page



UBS Strategic Advisor
December 2013

Account name. ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 50

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
UNITED PARCEL SERVICE INC CL B								
Symbol UPS Exchange NYSE								
EAI \$7,440 Current yield 2.36%	Jan 25, 13	1,500,000	82.500	123,750.00	105.080	157,620.00	33,870.00	ST
	Feb 1, 13	500,000	79.250	39,625.00	105.080	52,540.00	12,915.00	ST
	Jul 30, 13	1,000,000	86.500	86,500.00	105.080	105,080.00	18,580.00	ST
Security total		3,000,000	83.292	249,875.00		315,240.00	65,365.00	
UNITED TECHNOLOGIES CORP								
Symbol UTX Exchange NYSE								
EAI \$9,440 Current yield 2.07%	Jul 20, 12	1,500,000	74.600	111,900.00	113.800	170,700.00	58,800.00	LT
	Aug 7, 12	1,000,000	78.100	78,100.00	113.800	113,800.00	35,700.00	LT
	Oct 24, 12	1,500,000	77.900	116,850.00	113.800	170,700.00	53,850.00	LT
Security total		4,000,000	76.713	306,850.00		455,200.00	148,350.00	
VALIDUS HOLDINGS LTD								
Symbol VR Exchange NYSE								
EAI \$8,040 Current yield 2.98%	Jul 30, 13	2,100,000	36.000	75,600.00	40.290	84,609.00	9,009.00	ST
	Aug 2, 13	1,900,000	35.100	66,690.00	40.290	76,551.00	9,861.00	ST
	Aug 15, 13	1,000,000	35.000	35,000.00	40.290	40,290.00	5,290.00	ST
	Nov 13, 13	1,700,000	40.100	68,170.00	40.290	68,493.00	323.00	ST
Security total		6,700,000	36.636	245,460.00		269,943.00	24,483.00	
VMWARE INC CL A								
Symbol VMW Exchange NYSE								
	Apr 3, 13	1,300,000	76.650	99,645.00	89.710	116,623.00	16,978.00	ST
	Apr 8, 13	700,000	76.150	53,305.00	89.710	62,797.00	9,492.00	ST
	Oct 22, 13	1,000,000	86.789	86,789.90	89.710	89,710.00	2,920.10	ST
Security total		3,000,000	79.913	239,739.90		269,130.00	29,390.10	
VODAFONE GROUP PLC NEW SPON								
ADR								
Symbol VOD Exchange NYSE								
EAI \$9,540 Current yield 4.04%	Jul 20, 12	1,775,000	28.250	50,143.75	39.310	69,775.25	19,631.50	LT
	Aug 9, 12	725,000	29.700	21,532.50	39.310	28,499.75	6,967.25	LT
	Aug 24, 12	1,000,000	29.250	29,250.00	39.310	39,310.00	10,060.00	LT
	Aug 30, 12	500,000	29.100	14,550.00	39.310	19,655.00	5,105.00	LT
	Apr 17, 13	2,000,000	28.800	57,600.00	39.310	78,620.00	21,020.00	ST
Security total		6,000,000	28.846	173,076.25		235,860.00	62,783.75	

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
WAL MART STORES INC								
Symbol WMT Exchange NYSE								
EAI \$5,640 Current yield 2.39%	Oct 29, 13	1,400,000	77.000	107,800.00	78.690	110,166.00	2,366.00	ST
	Nov 13, 13	1,600,000	78.800	126,080.00	78.690	125,904.00	-176.00	ST
Security total		3,000,000	77.960	233,880.00		236,070.00	2,190.00	
3M CO								
Symbol MMM Exchange NYSE								
EAI \$17,100 Current yield 2.44%	Dec 23, 09	2,000,000	81.550	163,100.00	140.250	280,500.00	117,400.00	LT
	Sep 20, 10	1,000,000	87.000	87,000.00	140.250	140,250.00	53,250.00	LT
	Sep 21, 10	2,000,000	87.000	174,000.00	140.250	280,500.00	106,500.00	LT
Security total		5,000,000	84.820	424,100.00		701,250.00	277,150.00	
Total				\$19,137,853.73		\$27,725,523.40	\$8,587,669.67	
Total estimated annual income								

Closed end funds & Exchange traded products

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
ISHARES US REAL ESTATE ETF										
Symbol IYR										
Trade date Jan 5, 11		2,000,000	56.370	112,741.06	112,741.06	63.080	126,160.00	13,418.94		LT
Trade date May 25, 11		1,000,000	61.200	61,200.80	61,200.80	63.080	63,080.00	1,879.20		LT
Trade date Nov 18, 11		1,000,000	54.957	54,957.43	54,957.43	63.080	63,080.00	8,122.57		LT
EAI \$9,536 Current yield 3.78%										
Security total		4,000,000	57.225	228,899.29	228,899.29		252,320.00	23,420.71		
ISHARES NORTH AMERN NAT RESOURCES ETF										

continued next page



UBS Strategic Advisor
December 2013

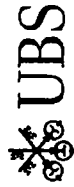
Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • **Equities • Closed end funds & Exchange traded products** (continued)

Holding	Symbol	Number of shares	Purchase price/Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
Symbol IGE										
Trade date Jan 5, 11		2,500,000	41.500	103,750.00	103,750.00	43.390	108,475.00	4,725.00		LT
Trade date Sep 13, 12		500,000	39.800	19,900.00	19,900.00	43.390	21,695.00	1,795.00		LT
EAI \$1.959 Current yield 1.50%										
Security total		3,000,000	41.217	123,650.00	123,650.00		130,170.00	6,520.00	6,520.00	
ISHARES TRUST S&P GLOBAL										
INFORMATION TECHNOLOGY SECTOR										
INDEX FUND										
Symbol IXN										
Trade date Aug 2, 11		1,500,000	60.800	91,200.00	91,200.00	83.290	124,935.00	33,735.00		LT
Trade date Jan 12, 12		500,000	60.100	30,050.00	30,050.00	83.290	41,645.00	11,595.00		LT
EAI \$1.698 Current yield 1.02%										
Security total		2,000,000	60.625	121,250.00	121,250.00		166,580.00	45,330.00	45,330.00	
SPDR S&P 500 ETF TR										
Symbol SPY										
Trade date May 25, 10		900,000	105.600	95,040.00	95,040.00	184.690	166,221.00	71,181.00		LT
Trade date Jun 29, 10		1,100,000	104.200	114,620.00	114,620.00	184.690	203,159.00	88,539.00		LT
Trade date Aug 19, 10		1,000,000	108.610	108,610.65	108,610.65	184.690	184,690.00	76,079.35		LT
Trade date Sep 20, 10		1,000,000	113.550	113,550.00	113,550.00	184.690	184,690.00	71,140.00		LT
Trade date Jan 5, 11		1,000,000	127.500	127,500.00	127,500.00	184.690	184,690.00	57,190.00		LT
Trade date Aug 18, 11		500,000	114.100	57,050.00	57,050.00	184.690	92,345.00	35,295.00		LT
EAI \$18.431 Current yield 1.81%										
Security total		5,500,000	112.067	616,370.65	616,370.65		1,015,795.00	399,424.35	399,424.35	
TECHNOLOGY SECTOR SPDR TRUST										
SHS										
Symbol XLK										
Trade date Oct 14, 10		2,000,000	24.022	48,045.00	48,045.00	35.740	71,480.00	23,435.00		LT
Trade date Jan 5, 11		2,000,000	25.954	51,908.82	51,908.82	35.740	71,480.00	19,571.18		LT
Trade date Feb 24, 11		2,000,000	26.334	52,669.43	52,669.43	35.740	71,480.00	18,810.57		LT
Trade date Jul 11, 11		500,000	26.425	13,212.71	13,212.71	35.740	17,870.00	4,657.29		LT
Trade date Aug 2, 11		500,000	26.081	13,040.79	13,040.79	35.740	17,870.00	4,829.21		LT

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Equities • Closed end funds & Exchange traded products (continued)

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
EAI \$4.263 Current yield 1.70%									
Security total	7,000,000	25.554	178,876.75	178,876.75		250,180.00	71,303.25	71,303.25	
Total			\$1,269,046.69	\$1,269,046.69		\$1,815,045.00	\$545,998.31	\$545,998.31	
Total estimated annual income									

Mutual funds

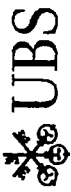
Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
FEDERATED KAUFMAN									
SMALL CAP FUND CLASS A									
Symbol FKASX									
Trade date Jan 12, 05	932,535	19.779	18,445.54	18,445.54	28.190	26,288.16	7,842.62		LT
Trade date Nov 8, 05	2,338,000	21.390	50,009.82	50,009.82	28.190	65,908.22	15,898.40		LT
Trade date Aug 11, 06	1,526,000	21.620	32,992.12	32,992.12	28.190	43,017.94	10,025.82		LT
Trade date Jan 6, 10	3,900,536	20.510	80,000.00	80,000.00	28.190	109,956.11	29,956.11		LT
Total reinvested	4,350,437	25.180	109,545.00	109,545.00	28.190	122,638.82	13,093.82		
Security total	13,047,508	22.303	181,447.48	290,992.48		367,809.25	76,816.77	186,361.77	
OPPENHEIMER DEVELOPING									
MARKETS FUND CL A									
Symbol ODMAX									
Total reinvested	2,527,898	17.834	45,082.66	45,082.66	38.020	96,110.68	51,028.02	96,110.68	
EAI \$91 Current yield 0.09%									
Total			\$181,447.48	\$336,075.14		\$463,919.93	\$127,844.79	\$282,472.45	
Total estimated annual income									



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 50

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets (continued)

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID). If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization.

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
DIAGEO CAP PLC								
CALL@MW+158P								
RATE 05 500% MATURES 09/30/16								
ACCRUED INTEREST \$1,375.00								
ISIN US25243YAJ82								
Moody A3 S&P A-								
EAI \$5,500 Current yield 4.92%	Mar 06, 09	100,000,000	100,600	100,600.00	111,894	111,894.00	11,294.00	LT
ARCELORMITTAL NTS B/E								
ADJ RATE MATURES 02/25/17								
CUSIP 03938LAW4								
Moody Ba1 S&P BB+								
EAI \$5,000 Current yield 4.66%	Jun 21, 12	100,000,000	97,941	97,941.00	107,250	107,250.00	9,309.00	LT
INTL BUSINESS MACH NTS								
MW+50BP								
RATE 07 625% MATURES 10/15/18								
ACCRUED INTEREST \$3,219.44								
CUSIP 459200GM7								
Moody Aa3 S&P AA-								
EAI \$15,250 Current yield 6.10%	Oct 10, 08	200,000,000	101,303	202,606.03	125,086	250,172.00	47,565.97	LT
WASHINGTON POST CO								
CALL@MW NTS								
RATE 07 250% MATURES 02/01/19								
ACCRUED INTEREST \$1,389.58								
CUSIP 939640ADO								
Moody Baa1 S&P BBB								
EAI \$3,335 Current yield 6.10%	Feb 01, 13	46,000,000	116,711	53,687.28	118,807	54,651.22	963.94	ST
Original cost basis \$54,931.36								

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
GE CAPITAL INTERNOTES								
RATE 05 100% MATURES 02/15/19								
ACCRUED INTEREST \$1,445 00								
CUSIP 36966RW28								
Moody A1 S&P AA+								
EAI \$3.825 Current yield 4.64%								
Original cost basis \$84,762 75	Feb 01, 13	75,000 000	111 174	83,381 06	109 936	82,452 00	-929 06	ST
ANHEUSER BUSCH COS NTS								
CALL@MMW+25BP								
RATE 05 000% MATURES 03/01/19								
ACCRUED INTEREST \$416 66								
CUSIP 035229CW1								
Moody A3 S&P A								
EAI \$1.250 Current yield 4.48%								
Original cost basis \$27,237 50	Aug 30, 10	25,000 000	105 770	26,442 70	111 538	27,884 50	1,441 80	LT
PITNEY BOWES INC NTS								
MMW+50BPS								
RATE 06 250% MATURES 03/15/19								
ACCRUED INTEREST \$478 47								
CUSIP 724479AH3								
Moody Baa2 S&P BBB								
EAI \$1.625 Current yield 5.59%								
Original cost basis \$28,993 64	Feb 01, 13	26,000 000	109 963	28,590 50	111 824	29,074 24	483 74	ST
JOHN DEERE CPTL CORP NTS								
B/E								
RATE 02 250% MATURES 04/17/19								
ACCRUED INTEREST \$106 37								
CUSIP 24422ERR2								
Moody A2 S&P A								
EAI \$5.18 Current yield 2.25%								
Original cost basis \$23,872 85	Feb 01, 13	23,000 000	103 257	23,749 30	99 786	22,950 78	-798 52	ST

continued next page



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
BOARDWALK PIPELINES LP								
CALL@MW+25BP								
RATE 03 375% MATURES 02/01/23								
CALLABLE								
ACCURED INTEREST \$351.56								
CUSIP 096630AC2								
Moody Baa2 S&P BBB-								
EAI \$844 Current yield 3.75%	Jan 25, 13	25,000,000	98.298	24,574.50	89.914	22,478.50	-2,096.00	ST
Total		\$620,000,000		\$641,572.37		\$708,807.24	\$67,234.87	
Total accrued interest \$8,782.08								
Total estimated annual income \$37,147								

Municipal securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been automatically adjusted for mandatory amortization of bond premium.

on coupon tax-exempt municipal securities and for accreted original issue discount for securities issued at a discount. When original cost basis is displayed, amortization has been done using the constant yield method; otherwise amortization has been done using the straight line method.

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
NY'S DORM AUTH REV NORTH								
SHORE SER 2007A BE/R								
RATE 04 250% MATURES 05/01/17								
ACCURED INTEREST \$212.49								
CUSIP 649903KP5								
Moody A3 S&P Not rated								
EAI \$1,275 Current yield 3.86%	Apr 03, 13	30,000,000	108.609	32,582.83	110.074	33,022.20	439.37	ST
Original cost basis \$33,141.90								



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Fixed income (continued)

Closed end funds & Exchange traded products

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
ISHARES IBOXX \$ INVT GRADE CORPORATE BOND ETF									
Symbol LQD									
Trade date Sep 16, 10	400 000	110 850	44,340 00	44,340 00	114 188	45,675 20	1,335 20	1,335 20	LT
EAI \$1,750 Current yield 3.83%									

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
FRANKLIN/TEMPLETON									
GLOBAL BOND FUND CLASS A									
Symbol TPINX									
Trade date Aug 23, 10	7,479 432	13 369	100,000 00	100,000 00	13 140	98,279 73	-1,720 27		LT
Total reinvested	147 338	12 937		1,906 24	13 140	1,936 02	29 78		
EAI \$3,660 Current yield 3.65%									
Security total	7,626 770	13 362	100,000 00	101,906 24	100,215 75	100,215 75	-1,690 49	215 75	
LOOMIS SAYLES									
STRATEGIC INCOME FUND CLASS A									

continued next page



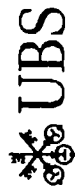
UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets • Fixed income • Mutual funds (continued)

Holding	Symbol	NEFX	Trade date	Feb 2, 05	Number of shares	Purchase price/Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
			Trade date	Feb 2, 05	7,092 199	14 099	100,000 00	100,000 00	16 360	116,028 38	16,028 38		LT
			Trade date	Sep 14, 07	2,202 937	14 980	33,000 00	33,000 00	16 360	36,040 05	3,040 05		LT
			Trade date	Aug 24, 10	13,623 978	14 680	200,005 25	200,005 25	16 360	222,888 28	22,883 03		LT
			EAI \$15.539 Current yield 4 14%										
			Security total		22,919 114	14 530	333,005 25	333,005 25		374,956 70	41,951 46		41,951 46
			LORD ABBETT SHORT										
			DURATION INCOME FUND										
			CLASS A										
			Symbol LALDX										
			Trade date	Oct 12, 11	22,222 222	4 500	100,000 00	100,000 00	4 550	101,111 11	1,111 11		1,111 11
			EAI \$3.756 Current yield 3 71%										LT
			WESTCORE PLUS BOND FUND										
			Symbol WTIBX										
			Trade date	Mar 14, 07	1,576 567	10 639	16,774 67	16,774 67	10 710	16,885 03	110 36		LT
			Trade date	Aug 23, 10	9,132 420	10 950	100,000 00	100,000 00	10 710	97,808 22	-2,191 78		LT
			EAI \$4.048 Current yield 3 53%										
			Security total		10,708 987	10 904	116,774 67	116,774 67		114,693 25	-2,081 42		-2,081 42
			Total				\$649,779.92	\$651,686.16		\$690,976.81	\$39,290.66		\$41,196.89
			Total estimated annual income										\$27,003



UBS Strategic Advisor
December 2013

Account name ANDROCLES FOUNDATION, INC
Friendly account name Androcles
Account number Y2 11820 SD

Your Financial Advisor
STONE/DOHERTY
203-719-2900/800-278-1842

Your assets (continued)

Other

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized (tax) gain or loss is the difference between the current value and the cost basis and would generally be your taxable gain or loss if the security was sold on this date. The unrealized (tax) gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include shares that are not reflected on your statement, including shares that have been realized as either a gain or a loss. It also does not include cash dividends that were not reinvested.

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized (tax) gain or loss (\$)	Investment return (\$)	Holding period
FEDERATED MUNI & STOCK									
ADVANTAGE FUND CLASS A									
Symbol FMUAX									
Trade date Mar 21, 05	1,815,000	11.020	20,001.30	20,001.30	12.200	22,143.00	2,141.70		LT
Trade date Dec 18, 09	4,906,771	10.190	50,000.00	50,000.00	12.200	59,862.61	9,862.61		LT
Trade date Jan 24, 13	2,107,926	11.859	25,000.00	25,000.00	12.200	25,716.70	716.70		ST
Total reinvested	85,644	11.686		1,000.92	12.200	1,044.86	43.94		
EAI \$3,513 Current yield 3.23%									
Security total	8,915,341	10.768	95,001.30	96,002.22		108,767.16	12,764.95	13,765.87	

Your total assets

Cash	Value on Dec 31 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash and money balances					
Common stock	27,725,523.40	7.45%	2,545,513.55	452,086.00	8,587,669.67
Closed end funds & Exchange traded products	1,815,045.00		1,269,046.69	35,887.00	545,998.31
Mutual funds	463,919.93		336,075.14	91.00	127,844.79
Total equities	30,004,488.33	87.88%	20,742,975.56	488,064.00	9,261,512.77
Fixed income					
Corporate bonds and notes	708,807.24		641,572.37	37,147.00	67,234.87
Municipal securities	33,022.20		32,582.83	1,275.00	439.37
Closed end funds & Exchange traded products	45,675.20		44,340.00	1,750.00	1,335.20
Mutual funds	690,976.81		651,686.16	27,003.00	39,290.66

continued next page

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Equities						
Common stock						
Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
LAM RESEARCH CORP						
Symbol LRCX Exchange OTC	Jul 31, 13	250 000	50 523	12,630 94	54 450	13,612 50
	Aug 12, 13	250 000	48 821	12,205 25	54 450	13,612 50
Security total		500 000	49 672	24,836 19		27,225 00

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Closed end funds & Exchange traded products

[illegible]

THE ANDROCLES FOUNDATION, INC.
EIN: 20-1514742
FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Equities • Closed end funds & Exchange traded products (continued)

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
RESOURCES ETF						
Symbol IGE						
Trade date Mar 15, 11	1,000,000	44.255	44,255.54	44,255.54	43.390	43,390.00
Trade date May 2, 11	500,000	47.450	23,725.03	23,725.03	43.390	21,695.00
Trade date May 3, 11	1,000,000	45.443	45,443.31	45,443.31	43.390	43,390.00
Trade date Jun 7, 11	500,000	43.651	21,825.51	21,825.51	43.390	21,695.00
Trade date Apr 12, 12	1,000,000	38.389	38,389.24	38,389.24	43.390	43,390.00
EAI \$2.612 Current yield 1.50%						
Security total	4,000,000	43.410	173,638.63	173,638.63		173,560.00
POWERSHARES DWA MOMENTUM PORTFOLIO ETF						
Symbol PDP						
Trade date Oct 24, 12	1,000,000	27.823	27,823.67	27,823.67	36.650	36,650.00
Trade date Mar 26, 13	300,000	31.103	9,331.10	9,331.10	36.650	10,995.00
Trade date Jun 5, 13	300,000	32.234	9,670.49	9,670.49	36.650	10,995.00
Trade date Oct 29, 13	400,000	35.470	14,188.13	14,188.13	36.650	14,660.00
EAI \$208 Current yield 0.28%						
Security total	2,000,000	30.507	61,013.39	61,013.39		73,300.00
SPDR S&P MIDCAP 400 ETF TR						
Symbol MDY						
Trade date Nov 18, 13	250,000	241.721	60,430.25	60,430.25	244.200	61,050.00
EAI \$651 Current yield 1.07%						
VANGUARD GLBL EX ETF						
Symbol VNQI						
Trade date May 2, 11	1,000,000	53.400	53,400.05	53,400.05	54.480	54,480.00
Trade date May 13, 11	1,000,000	51.487	51,487.65	51,487.65	54.480	54,480.00
Trade date May 25, 11	500,000	51.691	25,845.52	25,845.52	54.480	27,240.00
EAI \$4.455 Current yield 3.27%						
Security total	2,500,000	52.293	130,733.22	130,733.22		136,200.00
VANGUARD DIVID APPRECIATION ETF						

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Holding	Symbol	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
Trade date Jul 31, 13	VIG	508 000	70 775	35,954 03	35,954 03	75 240	38,221 92
Trade date Aug 12, 13		492 000	71 012	35,846 67	35,846 67	75 240	37,018 08
Trade date Oct 17, 13		600 000	72 232	43,339 59	43,339 59	75 240	45,144 00
EAI \$2.221 Current yield 1 84%							
Security total		1,600 000	71 963	115,140 29	115,140 29		120,384 00
Total				\$1,130,994.31	\$1,130,994.31		\$1,219,004.00

Mutual funds

Holding	Symbol	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
FIDELITY ADVISOR NEW							
INSIGHTS FUND CLASS T							
Trade date Nov 16, 07	FNITX	5,203 473	21 690	112,865 30	112,865 30	25 840	134,457 74
Total reinvested		1,219 508	23 546	28,714 69	28,714 69	25 840	31,512 09
Security total		6,422 981	22 043	141,579 99	141,579 99		165,969 82

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Fixed income

Certificates of deposit

Cost basis has been adjusted for accreted original issue discount (OID) on long-term (more than 1 year) CDs

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
GOLDMAN SACHS BK UT US						
RATE 05 1000% MAT 08/20/2015						
FIXED RATE CD						
ACCRUED INTEREST \$1,672.52						
CUSIP 381426MM4						
EAI \$4,590 Current yield 4.77%						
Original cost basis \$97,002.00	Oct 27, 09	90,000,000	102,348	97,002.00	106,875	96,187.50
DISCOVER BK DE US						
RATE 05 0000% MAT 12/03/2015						
FIXED RATE CD						
ACCRUED INTEREST \$191.78						
CUSIP 25469JA58						
EAI \$2,500 Current yield 4.67%						
Original cost basis \$53,111.44	Jun 26, 09	50,000,000	102,019	53,111.44	107,100	53,550.00
Total		\$140,000,000		\$150,113.44		\$149,737.50

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income (continued)

Corporate bonds and notes

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
HSBC FIN CORP INTERNOTES						
NTS B/E						
RATE 05 250% MATURES 07/15/14						
ACCRUED INTEREST \$2,420 83						
CUSIP 40429XV52						
Moody Baa1 S&P A						
EAI \$5,250 Current yield 5.17%	Jul 10, 09	100,000 000	100 000	100,000 00	101 643	101,643 00
HSBC FIN CORP INTRNTS						
MED TERM NTS						
RATE 05 500% MATURES 07/15/14						
ACCRUED INTEREST \$2,536 11						
CUSIP 40429XVQ6						
Moody Baa1 S&P A						
EAI \$5,500 Current yield 5.40%	Jun 29, 09	100,000 000	100 000	100,000 00	101 920	101,920 00
HSBC FIN CORP INTERNOTES						
NTS B/E						
RATE 05 000% MATURES 07/15/14						
ACCRUED INTEREST \$222 22						
CUSIP 40429XVV5						
Moody Baa1 S&P A						
EAI \$2,917 Current yield 4.92%	Jul 22, 09	100,000 000	100 000	100,000 00	101 604	101,604 00
HSBC FIN CORP INTERNOTES						
MED TERM NTS						
RATE 04 750% MATURES 08/15/14						
ACCRUED INTEREST \$211 11						
CUSIP 40429XVY9						
Moody Baa1 S&P A						
EAI \$3,167 Current yield 4.68%	Aug 14, 09	100,000 000	100 000	100,000 00	101 560	101,560 00

THE ANDROCLES FOUNDATION, INC.
EIN: 20-1514742
FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost base (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
PRUDENTIAL FINCL INC NTS						
BE						
RATE 05 000% MATURES 09/15/14						
ACCURED INTEREST \$1,472.22						
CUSIP 74432AYRS						
Moody Baa1 S&P A						
EAI \$5,000 Current yield 4.88%	Sep 18, 08	100,000,000	100,000	100,000.00	102.452	102,452.00
HSBC FIN CORP INTRNTS						
B/E						
RATE 04 250% MATURES 10/15/14						
ACCURED INTEREST \$2,243.05						
CUSIP 40429XWN2						
Moody Baa1 S&P A						
EAI \$10,625 Current yield 4.17%	Oct 08, 09	100,000,000	100,000	100,000.00	101.947	101,947.00
	Oct 13, 09	150,000,000	100,000	150,000.00	101.947	152,920.50
Security total		250,000,000		250,000.00		254,867.50
BANK OF AMER INTERNOTES						
NTS B/E						
RATE 04 400% MATURES 06/15/15						
ACCURED INTEREST \$146.67						
CUSIP 06050WCZ6						
Moody Baa2 S&P A-						
EAI \$3,300 Current yield 4.22%	Jun 07, 10	75,000,000	100,000	75,000.00	104.168	78,126.00
GE CPTL CORP INTRNTS NTS						
RATE 05 000% MATURES 06/15/15						
ACCURED INTEREST \$222.22						
CUSIP 36966R3L8						
Moody A1 S&P AA+						
EAI \$5,000 Current yield 4.75%	Jun 18, 09	100,000,000	100,000	100,000.00	105.306	105,306.00

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
SIMON PTPT GROUP LP						
TS B/E						
RATE 05 100% MATURES 06/15/15						
ACCRUED INTEREST \$79.33						
CUSIP 8288078M8						
Moody A2 S&P A						
EAI \$1,785 Current yield 4.79%						
Original cost basis \$35,977.20	Oct 27, 09	35,000,000	100,789	35,977.20	106,496	37,273.60
JEFFERIES GROUP INC B/E						
RATE 03 875% MATURES 11/09/15						
ACCRUED INTEREST \$559.72						
CUSIP 472319AJ1						
Moody Baa3 S&P BBB						
EAI \$3,875 Current yield 3.71%						
Original cost basis \$101,942.25	Apr 21, 11	100,000,000	100,827	101,942.25	104,331	104,331.00
HSBC FIN CORP NTS						
RATE 05 500% MATURES 01/19/16						
ACCRUED INTEREST \$2,475.00						
CUSIP 40429CFN7						
Moody Baa1 S&P A						
EAI \$5,500 Current yield 5.07%	Jun 26, 09	100,000,000	97,311	97,311.25	108,415	108,415.00
BANK OF AMER INTERNOTES						
NTS B/E						
RATE 06 000% MATURES 08/15/17						
ACCRUED INTEREST \$1,133.33						
CUSIP 06050WBR5						
Moody Baa2 S&P A-						
EAI \$3,000 Current yield 5.40%	Aug 20, 09	50,000,000	100,000	50,000.00	111,108	55,554.00
BANK OF AMER INTERNOTES						
NTS B/E						
RATE 05 100% MATURES 11/15/17						
ACCRUED INTEREST \$651.67						
CUSIP 06050WBX2						
Moody Baa2 S&P A-						
EAI \$5,100 Current yield 4.89%	Oct 27, 09	100,000,000	100,000	100,000.00	104,242	104,242.00

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets - Fixed income - Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
THA ROYAL BANK OF SCOTLAND						
RATE 04 500% MATURES 03/15/18						
ACCRUED INTEREST \$200.00						
CUSIP 78011RBD4						
Moody A3 S&P A-						
EAI \$4,500 Current yield 4.37%	Mar 28, 11	100,000.000	100,000	100,000.00	103,083	103,083.00
GE CAPITAL INTERNOTES						
NTS B/E						
RATE 06 750% MATURES 04/15/18						
ACCRUED INTEREST \$1,425.00						
CUSIP 36966R3B0						
Moody A1 S&P AA+						
EAI \$6,750 Current yield 5.80%	Apr 21, 09	100,000.000	100,000	100,000.00	116,422	116,422.00
PROSPECT CAPITAL CORP						
MED TERM NTS						
RATE 05 850% MATURES 09/15/19						
ACCRUED INTEREST \$430.62						
CUSIP 74348YA50						
S&P BBB						
EAI \$1,463 Current yield 5.85%	Sep 24, 12	25,000.000	100,000	25,000.00	100,034	25,008.50
MORGAN STANLEY						
MED TERM NTS						
RATE 03 000% MATURES 11/01/19						
ACCRUED INTEREST \$250.00						
CUSIP 61760LAV7						
Moody Baa2 S&P A-						
EAI \$1,500 Current yield 3.19%	Oct 29, 12	50,000.000	100,000	50,000.00	94,166	47,083.00

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
FORD MOTOR CREDIT CO LLC						
MED TERM NTS						
RATE 03 750% MATURES 08/20/20						
INTEREST EARNED FROM 08/22/13						
1ST INTEREST PAYMENT 02/20/14						
CALLABLE						
ACCRUED INTEREST \$1,343.75						
CUSIP 34540TEA5						
Moody Baa3 S&P BBB-						
EAI \$3,750 Current yield 3.88%	Aug 19, 13	100,000.00	100,000	100,000.00	96,652	96,652.00
TALISMAN ENERGY INC NTS						
B/E						
RATE 03 750% MATURES 02/01/21						
CALLABLE						
ACCRUED INTEREST \$781.25						
CUSIP 87425EAM5						
Moody Baa2 S&P BBB						
EAI \$1,875 Current yield 3.87%	Jan 28, 13	50,000.00	106,570	53,669.75	96,816	48,408.00
Original cost basis \$53,669.75						
ANHEUSER BUSCH INBEV						
E WHOLE T +20BP						
RATE 04 375% MATURES 02/15/21						
ACCRUED INTEREST \$82.63						
CUSIP 03523T883						
Moody A3 S&P A						
EAI \$219 Current yield 4.09%	Jan 25, 13	5,000.00	113,887	5,777.50	106,925	5,346.25
Original cost basis \$5,777.50						
GENWORTH FINANCIAL INC						
RATE 07 200% MATURES 02/15/21						
ACCRUED INTEREST \$816.00						
CUSIP 37247DANG						
Moody Baa3 S&P BBB-						
EAI \$2,160 Current yield 6.20%	Jul 25, 12	30,000.00	100,189	30,065.25	116,121	34,836.30
Original cost basis \$30,065.25						

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
MORGAN STANLEY						
MED TERM NTS						
RATE 03 250% MATURES 12/20/21						
ACCURED INTEREST \$74.48						
CUSIP 61760LBT1						
Moody Baa2 S&P A-						
EAI \$2,438 Current yield 3.52%	Dec 17, 12	75,000,000	100,000	75,000.00	92,370	69,277.50
BARCLAYS BANK PLC						
MED TERM NTS						
RATE 03 100% MATURES 07/26/22						
ACCURED INTEREST \$1,334.72						
CUSIP 06741RCY5						
Moody A2 S&P A						
EAI \$3,100 Current yield 3.43%	Jul 23, 12	100,000,000	100,000	100,000.00	90,500	90,500.00
CANADIAN PAC RAILWAY CO						
FOREIGN SECURITY						
RATE 04 450% MATURES 03/15/23						
CALL @MW+30BPS						
ACCURED INTEREST \$655.14						
ISIN US13645RAK05						
Moody Baa3 S&P BBB-						
EAI \$2,225 Current yield 4.31%	Aug 07, 12	50,000,000	111,144	55,577.25	103,230	51,615.00
GOLDMAN SACHS GROUP INC						
NTS B/E						
RATE 03 500% MATURES 11/15/23						
ACCURED INTEREST \$194.45						
CUSIP 38141EH77						
Moody Baa1 S&P A-						
EAI \$4,375 Current yield 3.69%	Oct 31, 12	125,000,000	100,000	125,000.00	94,778	118,472.50
HSBC INC MED TERM NTS						
B/E						
RATE 03 200% MATURES 07/25/24						
ACCURED INTEREST \$26.66						
CUSIP 4042K1Y98						
Moody Not rated S&P A+						
EAI \$1,600 Current yield 3.58%	Jul 20, 12	50,000,000	100,000	50,000.00	89,437	44,718.50

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
GENERAL ELEC CAP CORP						
MED TERM NTS						
RATE 03 000% MATURES 08/15/24						
ACCRUED INTEREST \$849.99						
CUSIP 36966TGF3						
Moody A1 S&P AA+						
EAI \$2,250 Current yield 3.26%	Aug 20, 12	75,000,000	100,000	75,000.00	92,006	69,004.50
GOLDMAN SACHS GROUP INC						
MED TERM NTS						
RATE 04 050% MATURES 09/15/24						
ACCRUED INTEREST \$427.50						
CUSIP 38141EH36						
Moody Baa1 S&P A-						
EAI \$2,025 Current yield 4.28%	Sep 14, 12	50,000,000	100,000	50,000.00	94,577	47,288.50
MORGAN STANLEY						
MED TERM NTS						
RATE 04 000% MATURES 11/01/24						
ACCRUED INTEREST \$500.00						
CUSIP 61760LAW5						
Moody Baa2 S&P A-						
EAI \$3,000 Current yield 4.28%	Oct 29, 12	75,000,000	100,000	75,000.00	93,558	70,168.50
JPMORGAN CHASE & CO						
MED TERM NTS						
RATE 03 500% MATURES 07/28/25						
CALLABLE						
ACCRUED INTEREST \$1,859.37						
CUSIP 48124AWG8						
Moody A3 S&P A						
EAI \$4,375 Current yield 3.50%	Jul 23, 10	125,000,000	100,000	125,000.00	100,131	125,163.75
GENL ELEC CPTL CORP						
MED TERM NTS						
RATE 03 000% MATURES 08/15/25						
ACCRUED INTEREST \$566.66						
CUSIP 36966TGCO						
Moody A1 S&P AA+						
EAI \$1,500 Current yield 3.29%	Aug 13, 12	50,000,000	100,000	50,000.00	91,252	45,626.00

THE ANDROCLES FOUNDATION, INC.
EIN: 20-1514742
FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
NATIONAL RURAL UTIL COOP						
MED TERM NTS						
RATE 03 000% MATURES 08/15/26						
ACCURED INTEREST \$66 66						
CUSIP 63743FQK5						
Moody A2 S&P A						
EAI \$1,500 Current yield 3 28%	Aug 13, 12	50,000 000	100 000	50,000 00	91 461	45,730 50
DUKE ENERGY CORP						
MED TERM NTS						
RATE 03 100% MATURES 12/15/26						
ACCURED INTEREST \$103 33						
CUSIP 26442KACO						
Moody Baa1 S&P BBB						
EAI \$2,325 Current yield 3 39%	Dec 17, 12	75,000 000	100 000	75,000 00	91 392	68,544 00
JPMORGAN CHASE & CO						
STEP UP CALL						
RATE 03 500% MATURES 05/14/27						
CALLABLE						
ACCURED INTEREST \$456 94						
CUSIP 48125VUM0						
Moody A3 S&P A						
EAI \$3,500 Current yield 3 86%	May 09, 12	100,000 000	100 000	100,000 00	90 670	90,670 00
GENERAL ELEC CAP CORP						
MED TERM NTS						
RATE 04 000% MATURES 08/15/29						
INTEREST EARNED FROM 08/22/13						
1ST INTEREST PAYMENT 02/15/14						
ACCURED INTEREST \$573 33						
CUSIP 36966TJMS						
Moody A1 S&P AA+						
EAI \$1,600 Current yield 4 17%	Aug 19, 13	40,000 000	100 000	40,000 00	95 896	38,358 40

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
GENL ELEC CPTL CORP MED TERM NTS RATE 03 500% MATURES 11/15/31 ACCRUED INTEREST \$894.44 CUSIP 36966TGV8 Moody A1 S&P AA+						
EAI \$7,000 Current yield 3.82%	Oct 31, 12	200,000.000	100.000	200,000.00	91.700	183,400.00
GOLDMAN SACHS GROUP INC NTS B/E RATE 04 400% MATURES 11/15/32 ACCRUED INTEREST \$244.45 CUSIP 38141EH85 Moody Baa1 S&P A-						
EAI \$5,500 Current yield 4.66%	Oct 31, 12	125,000.000	100.000	125,000.00	94.505	118,131.25
Total		\$3,135,000.000		\$3,145,320.45		\$3,110,802.05

Municipal securities

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
NEW YORK MUN WTR FIN AU SR GG BE/R/ RATE 03 250% MATURES 06/15/19 ACCRUED INTEREST \$72.22 CUSIP 64972F2U9 Moody Aa2 S&P AA+						
EAI \$1,625 Current yield 3.00%	Mar 24, 11	50,000.000	101.556	51,126.25	108.318	54,159.00
Original cost basis \$51,126.25						

THE ANDROCLES FOUNDATION, INC.
EIN: 20-1514742
FOR YEAR ENDED DECEMBER 31, 2013

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Municipal securities (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price(\$)	Cost basis (\$)	Price on Dec 31 (\$)	Value on Dec 31 (\$)
NEW YORK NY FISCAL TAX C-1 BE/R/						
RATE 04 297% MATURES 10/01/21						
ACCRUED INTEREST \$483.41						
CUSIP 64966H4J6						
Moody Aa2 S&P AA						
EAI \$1,934 Current yield 4.09%	Jan 25, 13	45,000,000	112,913	50,816.10	105.156	47,320.20
PUERTO RICO COMWLTH PUB ASSUR OID97 791 BE/R/						
RATE 05 375% MATURES 07/01/25						
CALLABLE 07/01/21 @ 100.00						
ACCRUED INTEREST \$4,434.37						
CUSIP 74514LWJ2						
Moody A2 S&P AA-						
EAI \$8,869 Current yield 5.75%	Feb 10, 11	165,000,000	98,107	161,360.40	93.443	154,180.95
Original cost basis \$161,360.40						
Total		\$260,000,000		\$263,302.75		\$255,660.15

Closed end funds & Exchange traded products

Holding	Number of shares	Purchase price/Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
ISHARES TR CORE TOTAL US BOND						
MKT ETF						
Symbol AGG	500,000	110.510	55,255.15	55,255.15	106.430	53,215.00
Trade date Oct 6, 11						
Trade date Oct 25, 11	500,000	110.510	55,255.15	55,255.15	106.430	53,215.00

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets • Fixed income • Closed end funds & Exchange traded products (continued)

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
EAI \$2,461 Current yield 2.31%						
Security total	1,000,000	110,510	110,510.30	110,510.30		106,430.00
PIMCO INCOME OPPORTUNITY FUND						
Symbol PKO						
Trade date Oct 24, 12	1,600,000	29,858	47,772.82	47,772.82	28,250	45,200.00
Total reinvested	134,000	29,256	3,920.39	3,920.39	28,250	3,785.50
EAI \$3,954 Current yield 8.07%						
Security total	1,734,000	29,812	47,772.82	51,693.21		48,985.50
Total			\$158,283.12	\$162,203.51		\$155,415.50

Mutual funds

Holding	Number of shares	Purchase price/ Average price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
MFS BOND FUND C						
Symbol MFBCX						
Trade date Jan 27, 12	7,320,644	13,660	100,005.25	100,005.25	13,660	100,000.00
Total reinvested	19,070	13,719	261.64	261.64	13,660	260.50
EAI \$2,686 Current yield 2.68%						
Security total	7,339,714	13,661	100,005.25	100,266.89		100,260.49
THIRD AVENUE FOCUSED						
CREDIT INVESTOR CLASS						
Symbol TFCVX						
Trade date Oct 17, 13	4,599,816	10,886	50,075.00	50,075.00	11,220	51,609.93
EAI \$3,814 Current yield 7.39%						
Total			\$150,080.25	\$150,341.89		\$151,870.42

STATEMENT D: SCHEDULE OF ASSETS - SECURITIES HELD AT 12/31 UBS #308

Your assets - Fixed income (continued)

Preferred securities

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)
ENTERGY MISS INC 1ST MTG 6 000%						
DUE 05/01/51 CALLABLE						
Symbol EMZ Exchange NYSE						
EAI \$3,600 Current yield 6 29%	Apr 20, 11	2,400 000	25 134	60,322 05	23 860	57,264 00
GENERAL ELECTRIC CAPITAL						
CORPORATION (GECC) 4 875						
DUE 01/31/53 CALLABLE						
Symbol GEH Exchange NYSE						
EAI \$4,876 Current yield 6 01%	Jan 24, 13	4,000 000	25 381	101,525 25	20 280	81,120 00
LLOYDS BANKING GROUP PLC						
7 750%						
DUE 07/15/50 CALLABLE						
Symbol LYG PRA Exchange NYSE						
EAI \$3,876 Current yield 7 27%	Apr 25, 11	2,000 000	25 862	53,725 25	26 650	53,300 00
Total				\$215,572.55		\$191,684.00

Your total assets

\$5,384,265.08

\$5,427,368.44

Date	Symbol	Quantity	Low	High	Average of Low and High Price	Avg H/L Price Total Value	Cost Basis	Unrealized Gain/Loss (based off Avg Price Total)
12/12/2013	AAPL	1,000	560.03	565.34	562.69	562,685	367,361.67	195,323.33
12/12/2013	AMP	2,000	106.11	107.29	106.70	213,400.00	118,240.00	95,160.00
12/12/2013	BUD	2,000	100.07	101.19	100.63	201,260.00	119,580.83	81,679.17
12/12/2013	GOOG	200	1069.00	1082.94	1075.97	215,194.00	119,620.00	95,574.00
12/12/2013	IP	2,000	45.81	46.45	46.13	92,260.00	74,128.00	18,132.00
12/12/2013	LQD	400	113.71	113.92	113.82	45,526.00	44,340.00	1,186.00
12/12/2013	MCK	1,000	156.00	158.46	157.23	157,230.00	143,900.00	13,330.00
12/12/2013	MMM	2,000	125.98	127.39	126.69	253,370.00	174,000.00	79,370.00
12/12/2013	OXY	1,500	90.98	92.12	91.55	137,325.00	115,653.00	21,672.00
12/12/2013	SPY	1,500	177.76	178.86	178.31	267,465.00	184,550.00	82,915.00
12/12/2013	TMO	2,000	100.04	100.96	100.50	201,000.00	111,125.00	89,875.00
12/12/2013	TRV	3,000	86.50	87.37	86.94	260,805.00	240,400.00	20,405.00
12/16/2013	BTI	2,000	102.88	103.64	103.26	206,520.00	152,783.25	53,736.75
12/16/2013	SBUX	2,150	75.91	76.98	76.45	164,356.75	66,206.73	98,150.02
12/16/2013	NEFX	13,624			16.18	220,435.96	200,005.25	20,430.71
12/16/2013	LALDX	22,222			4.57	101,555.55	100,000.00	1,555.55
						3,300,388.27		968,494.54
						Cash Transfer:	6,011.73	
						Total Value Transferred:	3,306,400.00	

The information set forth herein was obtained from sources which we believe to be reliable, but we do not guarantee its accuracy. Please refer to your trade confirmations, account statement and/or Form 1099 for actual trade and/or pricing information. Any profits or losses shown, or similar calculations, should be verified against the applicable source documents. Factors such as original issue discount (OID) and amortization of premiums may impact your tax considerations. Please consult your tax professional. Neither the information, nor any opinion expressed herein, constitutes a solicitation for the purchase or sale of any securities.

THE ANDROCLES FOUNDATION, INC.
EIN: 20-1514742
FOR THE YEAR ENDED DECEMBER 31, 2013

ATTACHMENT F: EXPENDITURE RESPONSIBILITY
FORM 990-PF, PART VII-B, LINE 5c

The following information is provided in accordance with IRC § 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

NAME AND ADDRESS OF GRANTEE: THE BRADLEY ZANKEL FOUNDATION, INC.
C/O LAMB & BARNOSKY, LLP
534 BROADHOLLOW RD, SUITE 210
MELVILLE, NY 11747

AMOUNT OF GRANT: \$55,000 00

DATE OF GRANT: 12/21/2013

PURPOSE OF GRANT: THE PURPOSE OF THE GRANT IS TO SUPPORT AND FUND RESEARCH PROJECTS SPECIFIC TO IDENTIFYING AND RESEARCHING THE CAUSES AND CURES OF BRAIN CANCER.

**TO THE GRANTOR'S KNOWLEDGE, GRANTEE HAS
DIVERTED A PORTION OF FUNDS FROM THE**

PURPOSE OF THE GRANT: (YES, NO) NO, TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED TO ANY OTHER ACTIVITY.

DATES OF REPORT RECEIVED FROM GRANTEE: 2/15/2014

DATES AND RESULTS OF ANY VERIFICATION

OF THE GRANTEE'S REPORTS: THE \$55,000 GRANT TO THE ORGANIZATION HAS BEEN UTILIZED EFFECTIVELY
NO FURTHER INDEPENDENT VERIFICATION WAS NECESSARY.

THE ANDROCLES FOUNDATION, INC.
EIN: 20-1514742
FOR THE YEAR ENDED DECEMBER 31, 2013

ATTACHMENT G: EXPENDITURE RESPONSIBILITY
FORM 990-PF, PART VII-B, LINE 5c

The following information is provided in accordance with IRC § 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

NAME AND ADDRESS OF GRANTEE: THE SCRIPPS HOWARD FOUNDATION
P O BOX 634568
CINCINNATI, OH 45263-4568

AMOUNT OF GRANT: \$65,000 00

DATE OF GRANT: 12/21/2013

PURPOSE OF GRANT: PURPOSE OF THIS GRANT IS TO SUPPORT
- THE ROY W HOWARD ENDOWMENT AT INDIANA UNIVERSITY FOR STUDENTS
STUDYING JOURNALISM
- THE JACK R HOWARD ENDOWMENT AT COLUMBIA UNIVERSITY FOR STUDENTS
PURSUING A MASTER'S DEGREE IN JOURNALISM

TO THE GRANTOR'S KNOWLEDGE, GRANTEE HAS
DIVERTED A PORTION OF FUNDS FROM THE

PURPOSE OF THE GRANT: (YES, NO) NO, TO THE KNOWLEDGE OF THE GRANTOR NO FUNDS HAVE BEEN DIVERTED TO ANY OTHER
ACTIVITY

DATES OF REPORTS RECEIVED FROM GRANTEE:

THE SCRIPPS HOWARD FOUNDATION HAS NOT FORMALLY ISSUED REPORTS FOR ITS
12/31/2013 YEAR END HOWEVER, THE DIRECTORS OF THE ANDROCLES FOUNDATION
HAVE BEEN REASSURED THAT THE GRANTS FOR THE ROY W HOWARD ENDOWMENT AND
THE JACK R HOWARD ENDOWMENT HAVE BEEN ISSUED ACCORDING TO THE
TERMS OF THE AGREEMENT

DATES AND RESULTS OF ANY VERIFICATION

OF THE GRANTEE'S REPORTS: THE \$65,000 GRANT TO THE ORGANIZATION HAS BEEN UTILIZED EFFECTIVELY
NO FURTHER INDEPENDENT VERIFICATION WAS NECESSARY

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT C H
 FORM 990-PF, PART XV, LINE 3A

RECIPIENT: NAME AND ADDRESS	RELATIONSHIP TO ANY FOUNDATION MANAGER/SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT	AMOUNT
ACLU Foundation 125 Broad Street 18 th Floor New York, NY 10004	None	PC	Civil Liberties Advocacy	\$10,000
American Friends Service Committee 1501 Cherry Street Philadelphia, PA 19102	None	PC	Community Development, Advocacy for Justice and Peace Education Worldwide	\$10,000
American Red Cross Disaster Relief 2025 E Street Washington, DC 20006	None	PC	Disaster Relief	\$67,500
Bradley Zankel Foundation, Inc. c/o Lamb & Barnosky, LLP 534 Broadhollow Road Suite 210 Melville, NY 11747	None	PF-Exercised Expenditure Responsibility	Medical/Cancer Grant	\$55,000
Catholic Charities of the Diocese of Santa Rosa P.O. Box 4900 Santa Rosa, CA 95402	None	PC	Religious Charitable Grant	\$20,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT Q1
 FORM 990-PF, PART XV, LINE 3A

Ceres Community Project Ceres Project P.O. Box 1562 Sebastopol, CA 95473	None	PC	Community Outreach by Teaching Healthy Consumption for People, Communities and the Planet through Organic Foods	\$20,000
Challenged Athletes Foundation 9591 Waples St San Diego, CA 92191	None	PC	Support Physically Disabled During Physical Fitness and Competitive Athletics	\$90,000
Christ the Savior Orthodox Church (under Orthodox Church of America) 340 East 71 st Street New York, NY 10021	None	PC	Religious Grant	\$35,000
City Harvest, Inc. 6 East 32 nd Street 5 th Floor New York, NY 10016	None	PC	Prevention of Hunger	\$30,000
Council on Aging Services for Seniors 30 Kawana Springs Rd. Santa Rosa, CA 95404	None	PC	Services for Seniors	\$20,000
Cure Alzheimer's Fund 34 Washington Street Suite 200 Wellesley Hills, MA 02481	None	PC	Medical Research	\$30,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT Q1
 FORM 990-PF, PART XV, LINE 3A

Doctors Without Borders P.O. Box 5030 Hagerstown, MD 21741	None	PC	Medical Grant	\$127,500
Fisher Center for Alzheimer's Fund 199 Water Street 23 rd Floor New York, NY 10038	None	PC	Medical Research	\$30,000
Food Animal Concerns Trust 3525 W Peterson Avenue Chicago, IL 60659	None	PC	Public Health Concerns	\$20,000
Gallery North 90 North Country Road Setauket, NY 11733	None	PC	Contemporary Art Museum	\$45,000
Global Giving Foundation 1023 15 th Street, NW 12 th Floor Washington, DC 20005	None	PC	International Economic Development	\$15,000
Habitat for Humanity of New York City 111 John Street 23 rd Floor New York, NY 10038	None	PC	Housing for the Needy	\$20,000
Habitat of Humanity of Sonoma County 3273 Airway Drive Suite E Santa Rosa, CA 95403	None	PC	Housing for the Needy in Sonoma County, CA	\$20,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT Q1
 FORM 990-PF, PART XV, LINE 3A

Half the Sky Foundation 715 Hearst Avenue Suite 200 Berkeley, CA 94710	None	PC	Children's and Youth Services; Education	\$20,000
International Center for Journalists 1616 11 th Street NW Washington DC 20006	None	PC	Promotes Quality in Journalism Worldwide	\$10,000
Juvenile Diabetes Research Foundation- San Diego Chapter 5665 Oberlin Drive Suite 106 San Diego, CA 92121	None	PC	Medical Research to Fund Cure for Diabetes	\$5,000
Labradors and Friends 2307 Fenton Parkway #107-160 San Diego, CA 92108	None	PC	Animal Protection and Welfare	\$20,000
La Jolla YMCA 8355 Cliffridge Avenue La Jolla, CA 92037	None	PC	Public health concerns	\$30,000
Laguna de Santa Rosa Foundation 900 Sanford Road Santa Rosa, CA 95401	None	PC	Resource Conversation and Protection	\$10,000
Little Flower Projects P.O. Box 1235 Learney, NE 68848	None	PC	International Relief	\$20,000
Lucille Packard Foundation for Children's Health 400 Hamilton Avenue Suite 340 Palo Alto, CA 94301	None	PC	Health Care Concerns	\$20,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT OF
 FORM 990-PF, PART XV, LINE 3A

Mercy Corps Dept W PO Box 2669 Portland, OR	None	PC	International Development Relief Services	\$50,000
Middleway House P.O. Box 95 Bloomington, ID 47402	None	PC	Social Services	\$25,000
Monarch School Project 808 West Cedar Street San Diego, CA 92101	None	PC	Educate Students Impacted by Homelessness	\$10,000
New Mexico Community Foundation 502 West Cordova Road, Suite 1 Santa Fe, NM 87505	None	PC	Builds community resources and relationships with special emphasis on rural communities	\$10,000
New York Public Library 476 Fifth Avenue New York, NY 10018	None	PC	Educational Charity	\$45,000
Northern CA Public Broadcasting, Inc. 2601 Mariposa Street San Francisco, CA 94110-1426	None	PC	Media Communication to Northern California	\$20,000
Orthodox Peace Fellowship P.O. Box 6009 Raleigh, NC 27628- 6009	None	PC	Religious Grant	\$20,000
Palm Care Healthcare Foundation 652 Petaluma Avenue Suite E Sebastopol, CA 95402	None	PC	Health Care Grant	\$10,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT Q1
 FORM 990-PF, PART XV, LINE 3A

Paws'itive Teams 7031 Carrol Road San Diego, CA 92121	None	PC	Animal Training and Behavior	\$20,000
Peninsula Aquatics San Diego 3446 Stadium Place San Diego, CA 92122- 3308	None	PC	Health Care Grant	\$15,000
Polaris Project P.O. Box 53315 Washington DC 20009	None	PC	Combat Human Trafficking and Modern-Day Slavery	\$10,000
Project Medishare for Haiti 7641 SW 126 Street Miami, FL 33156	None	PC	Achieve quality Health Care and Development Services for all	\$40,000
Rancho Coastal Humane Society 389 Requeza Street Encinitas, CA 92024	None	PC	Animal Protection and Welfare	\$45,000
Redwood Empire Food Bank 3320 Industrial Drive Santa Rosa, CA 95403	None	PC	Ending Community Hunger	\$30,000
Redwood Gospel Mission P.O. Boc 493 Santa Rosa, CA 95402	None	PC	Ending Community Hunger	\$20,000
Santa Fe Animal Shelter 100 Caja de Rio Road Santa Fe, NM 87507	None	PC	Reduce Animal Suffering	\$20,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT Q1
 FORM 990-PF, PART XV, LINE 3A

San Diego County YMCA 151 YMCA Way San Diego, CA 92102	None	PC	Youth Development Programs	\$10,000
San Diego Food Bank 9850 Distribution Avenue San Diego, CA 92121	None	PC	Provide Food to People in Need and Connect People to Health and Human Service Providers	\$10,000
Save a Pet Animal Rescue, Inc. 608 Route 112 Port Jefferson Station, NY 11776	None	PC	Animal Rescue Shelter and Adoption Center	\$25,000
Scripps Howard Foundation P.O. Box 5380 Cincinnati, OH 45201- 5380	None	PF-Exercised Expenditure Responsibility	Promote Free Press, Foster Journalism & Media Education	\$65,000
Sebastopol Center for the Arts 282 S High Street Sebastopol, CA 95472	None	PC	Enhancement, Education and Support of The Arts	\$10,000
Sebastopol Area Senior Center 167 N High Street Sebastopol, CA 95472	None	PC	Encourages independence for senior citizens through social programs	\$20,000
Starcross Community 34500 Annapolis Road Annapolis, CA 95412	None	PC	Religious Grant	\$10,000
St Gregory of Sinai Monastery 8252 Harrington Flat Road Kelseyville, CA 95451	None	PC	Religious Grant	\$20,000

THE ANDROCLES FOUNDATION, INC.
 EIN: 20-1514742
 FOR THE YEAR ENDED DECEMBER 31, 2013

CONTRIBUTIONS, GIFTS AND GRANTS PAID DURING THE YEAR

STATEMENT
 FORM 990-PF, PART XV, LINE 3A

St Tikhon's Orthodox Theological Seminary P.O. Box 130 South Canaan, PA 18459	None	PC	Religious Grant	\$15,000
The Bishop's School 7607 La Jolla Boulevard La Jolla, CA 92037	None	PC	Educational Grant	\$10,000
The Field (f/b/o Rain Worthington) 161 Sixth Avenue New York, NY 10013	None	PC	Cultivating and Fostering the Performing Arts	\$15,000
The Spanish Mustang Foundation P.O. Box 849 Estancia, NM 87016	None	PC	Preservation and History	\$20,000
Urban Arts Partnership Development Department 414 Broadway 6 th Floor New York, NY 10013	None	PC	Educational Grant	\$35,000
Voices of a People's History of the United States 45 Main Street Suite 547 Brooklyn, NY 11201- 0027	None	PC	Developing an Informed and Participatory Citizenry	\$25,000
Wikimedia Foundation 149 New Montgomery Street, 3 rd Floor San Francisco, CA 94105	None	PC	Media Communications Grant	\$20,000
TOTAL				\$1,500,000

THE ANDROCLES FOUNDATION
ATTACHMENT TO FORM 990-T
EIN: 20-1514742
FYE 12/31/2013

LINE 4a : CAPITAL GAINS FROM PARTNERSHIPS

SHORT-TERM CAPITAL GAIN			
APOLLO GLOBAL MANAGEMENT, LLC	EIN 20-8880053	13	
LONG-TERM CAPITAL GAIN			
APOLLO GLOBAL MANAGEMENT, LLC	EIN 20-8880053	744	
TOTAL TO FORM 990-T, LINE 4a			<u>757</u>

LINE 4b : NET GAIN(LOSS) FROM PARTNERSHIPS - FORM 4797

ORDINARY GAIN			
PETROLOGISTICS, LP (PROPERTY DISPOSED)	EIN 45-2532754	3,339	
TOTAL TO FORM 990-T, LINE 4b			<u>3,339</u>

LINE 5 : INCOME(LOSS) FROM PARTNERSHIPS

ORDINARY INCOME (LOSS) THRU			
PETROLOGISTICS, LP (PROPERTY DISPOSED)	EIN 45-2532754	(16)	
INTEREST INCOME (LOSS) THRU			
POWERSHARES DB COMMODITY INDEX TRACKING FUND, LP (PROPERTY DISPOSED)	EIN 32-6042243	77	
TOTAL TO FORM 990-T, LINE 5			<u>61</u>
TOTAL INCOME - FORM 990-T, LINE 13			<u>4,157</u>

DEDUCTIONS:

LINE 18 : INTEREST EXPENSE FROM PARTNERSHIPS

INTEREST EXPENSE THRU			
APOLLO GLOBAL MANAGEMENT, LLC	EIN 20-8880053	(53)	
TOTAL TO FORM 990-T, LINE 4b			<u>(53)</u>

LINE 28 : OTHER DEDUCTIONS FROM PARTNERSHIPS

OTHER PORTFOLIO DEDUCTIONS THRU			
APOLLO GLOBAL MANAGEMENT, LLC	EIN 20-8880053	(12)	
LESS 2% ADJUSTED GROSS INCOME FLOOR		83	
TOTAL TO FORM 990-T, LINE 28			<u>-</u>
TOTAL DEDUCTIONS - FORM 990-T, LINE 29			<u>(53)</u>
TOTAL NET UBTI - FORM 990-T, LINE 32			<u>4,104</u>

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

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

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**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

THE ANDROCLES FOUNDATION, INC.

20-1514742

Number, street, and room or suite no. If a P.O. box, see instructions.

Social security number (SSN)

C/O LAMB & BARNOSKY LLP-534 BROADHOLLOW ROAD #210

City, town or post office, state, and ZIP code. For a foreign address, see instructions

MELVILLE, NY 11747

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	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 ► LAMB & BARNOSKY LLP

Telephone No. ► 631 694-2300

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 13 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 \$	18,544.
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 \$	25,602.
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 \$	0

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

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

Form **8868** (Rev. 1-2014)