



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

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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. By law, the IRS cannot redact the information on the form.

Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation SADIE AND HARRY DAVIS FOUNDATION INC		A Employer identification number 20-3515375	
% JANET L MULLIGAN		B Telephone number (see instructions) (212) 583-1100	
Number and street (or P O box number if mail is not delivered to street address) C/O TANTON CO LLP 37 W 57TH STREET 5TH FLOOR Suite		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 17,900,951		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	202,284	202,284		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	231,079			
	b Gross sales price for all assets on line 6a 511,994				
	7 Capital gain net income (from Part IV, line 2) . . .		257,584		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	433,363	459,868		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	25,269	0	0	0
	b Accounting fees (attach schedule)	3,200	800	0	2,400
	c Other professional fees (attach schedule)	33,025			33,025
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,367	667		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,163			2,163
	22 Printing and publications				
	23 Other expenses (attach schedule)	49,432	47,467		1,965
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	120,456	48,934	0	39,553
	25 Contributions, gifts, grants paid	597,405			597,405
	26 Total expenses and disbursements. Add lines 24 and 25	717,861	48,934	0	636,958
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-284,498			
	b Net investment income (if negative, enter -0-)		410,934		
	c Adjusted net income (if negative, enter -0-)				

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	75,932	76,663	76,663
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	11,750,859	11,470,647	17,824,288
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,826,791	11,547,310	17,900,951	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,826,791	11,547,310	
	30	Total net assets or fund balances (see page 17 of the instructions)	11,826,791	11,547,310	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	11,826,791	11,547,310	

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	11,826,791
2	Enter amount from Part I, line 27a	2	-284,498
3	Other increases not included in line 2 (itemize) ▶ _____	3	5,017
4	Add lines 1, 2, and 3	4	11,547,310
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,547,310

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	257,584
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	

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 page 18 of 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	660,866	12,579,171	0 052537
2011	304,799	12,372,431	0 024635
2010	317,722	11,050,136	0 028753
2009	420,848	8,808,476	0 047778
2008	393,807	10,675,714	0 036888

2	Total of line 1, column (d).	2	0 190591
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 038118
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	15,346,720
5	Multiply line 4 by line 3.	5	584,986
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,109
7	Add lines 5 and 6.	7	589,095
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	636,958

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	4,109
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	4,109
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,109
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,792
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	4,792
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	683
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 683 Refunded	11	

Part VII-A Statements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) NY _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		No
Website address				
14	The books are in care of JANET L MULLIGAN Telephone no (212) 583-1100 Located at 37 W57TH ST NEW YORK NY ZIP+4 10019			
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 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? If "Yes," list the years 2010 , 20 , 20 , 20			
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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

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

☐ Yes ☐ No

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

6a

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

☐ Yes ☒ No

b

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

6b

No

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

7a

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

☐ Yes ☒ No

b

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

7b

No

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
See Additional Data Table				

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

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
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	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	15,540,206
b	Average of monthly cash balances.	1b	40,220
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	15,580,426
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	0
3	Subtract line 2 from line 1d.	3	15,580,426
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	233,706
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,346,720
6	Minimum investment return. Enter 5% of line 5.	6	767,336

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	767,336
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,109
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,109
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	763,227
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	763,227
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	763,227

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	636,958
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	636,958
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	4,109
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	632,849
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				763,227
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			597,292	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 636,958				
a Applied to 2012, but not more than line 2a			597,292	
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.				39,666
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				723,561
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). . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .	0			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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))

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

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 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 See Additional Data Table				
Total			3a	597,405
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FURIEX PHARMACEUTICALS (220)		2008-03-03	2013-01-23
RESEMED INC (930)		2006-12-01	2013-01-23
AMDOCS LTD (723)		2003-05-05	2013-02-04
ELI LILLY & CO (800)		2008-03-03	2013-09-24
MERCK & CO (2800)		2008-03-03	2013-10-11
APPLE INC (115)		2008-03-25	2013-12-05
COGNIZANT TECH SOLUTIONS (700)		2013-03-03	2013-12-05
AMAZON COM INC		2009-08-04	2013-12-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,752		4,220	532
41,645		28,679	12,966
25,645		17,907	7,738
42,192		42,160	32
132,410		89,600	42,810
65,879		16,081	49,798
65,344		30,294	35,050
134,127		25,469	108,658


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			532
			12,966
			7,738
			32
			42,810
			49,798
			35,050
			108,658

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PATRICIA D KLINGENSTEIN	DIRECTOR 0 5	0		
C/O TANTON CO LLP NEW YORK,NY 10019				
JOHN KLINGENSTEIN	DIRECTOR 0 5	0		
C/O TANTON CO LLP NEW YORK,NY 10019				
THOMAS KLINGENSTEIN	DIRECTOR 0 5	0		
580 WEST END AVENUE APT 3 NEW YORK,NY 10024				
NANCY K SIMPKINS	DIRECTOR 0 5	0		
C/O TANTON CO LLP NEW YORK,NY 10019				
ANDREW D KLINGENSTEIN	DIRECTOR 5 0	0		
C/O TANTON CO LLP NEW YORK,NY 10019				
SARAH K MARTELL	DIRECTOR 0 5	0		
C/O TANTON CO LLP NEW YORK,NY 10019				
NANCY PERLMAN	DIRECTOR 0 5	0		
c/o tanton Co 37 w57th street new york,NY 10019				
JULIE KLINGENSTEIN	DIRECTOR 0 5	0		
C/O TANTON CO 37 W57TH ST NEW YORK,NY 10019				
C MICHAEL MARTELL	DIRECTOR 0 5	0		
C/O TANTON CO 37 W57TH ST NEW YORK,NY 10019				

Form 990PF Part XV Line 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				
MAINEHEALTH 465 CONGRESS STREET SUITE 600 PORTLAND, ME 04101	NONE		FROM THE FIRST TOOTH PROGRAM	106,250
SACOPEE VALLEY HEALTH CENTER 70 MAIN STREET PORTER, ME 04068	NONE		SMALL GRANTS	10,000
HEALTHWAYS REGIONAL MEDICAL CENTER 43 S LUBEC RD LUBEC, ME 04652			SMALL GRANTS	15,000
MAINE PHILANTHROPY CENTER 314 FOREST AVENUE PORTLAND, ME 04101			USM GLICKMAN FAMILY LIBRARY	700
MAINE CHILDRENS ALLIANCE 303 STATE STREET AUGUSTA, ME 04330			SMALL GRANTS	7,500
GOOD SHEPHERD FOOD BANK 3121 HOTEL ROAD AUBURN, ME 04211			SMALL GRANTS	7,500
TRINITY EPISCOPAL CHURCH 580 FOREST AVENUE PORTLAND, ME 04101			SMALL GRANTS	7,500
CULTIVATING COMMUNITY 52 MAYO STREET PORTLAND, ME 04104			SMALL GRANTS	5,000
KENNEBEC BEHAVIORAL HEALTH 67 EUSTIS PARKWAY WATERTVILLE, ME 04901			SMALL GRANTS	5,000
HARDY GIRLS HEALTHY WOMEN PO BOX 821 WATERTVILLE, ME 04903			SMALL GRANTS	7,500
MAINE DENTAL ACCESS COALITION 11 PARKWOOD DRIVE AUGUSTA, ME 04330			SYMPOSIUM	250
MAINEHEALTH 110 FREE STREET PORTLAND, ME 04101			FROM THE FIRST TOOTH PROGRAM	40,159
MAINEHEALTH 465 CONGRESS STREET SUITE 600 PORTLAND, ME 04101			FROM THE FIRST TOOTH PROGRAM	132,523
MAINEHEALTH 465 CONGRESS STREET SUITE 600 PORTLAND, ME 04101			FROM THE FIRST TOOTH PROGRAM	132,523
MAINEHEALTH 465 CONGRESS STREET SUITE 600 PORTLAND, ME 04101			FROM THE FIRST TOOTH PROGRAM	120,000
Total  3a				597,405

TY 2013 Accounting Fees Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TANTON & CO LLP	3,200	800		2,400

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
-------------------------	---------------	---------------------	---------------------------	--------------------	--------------------------	-------------------------------------	-----------------------	---------------------	---------------------------------

**TY 2013 Investments Corporate
Stock Schedule**

Name: SADIE AND HARRY DAVIS FOUNDATION INC
EIN: 20-3515375

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THRU BROKERAGE ACCOUNTS	11,470,647	17,824,288

TY 2013 Investments - Land Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

TY 2013 Investments - Other Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SHELTERED GROWTH			

TY 2013 Land, Etc. Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

TY 2013 Legal Fees Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CLEARY GOTTLIB	18,250			
STERN KESSLER GOLDSTEIN & FOX	7,019			

TY 2013 Other Expenses Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	47,449	47,449		
MISC FDN EXPENSES	18	18		
STATE FILING FEES	750			750
BANK FEES	1,215			1,215

TY 2013 Other Income Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous Income			

TY 2013 Other Increases Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Description	Amount
PRIOR PERIOD ADJUSTMENT	5,015
FURIEX PHARMACEUTICALS - 220 SHARES	0
ROUNDING	2

TY 2013 Other Professional Fees Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	33,025			33,025

TY 2013 Taxes Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PAID	6,700			
FOREIGN TAXES PAID	667	667		



Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



News and Information

DISTRIBUTION OF 2013 TAX REPORTING DOCUMENTS

The IRS deadline for mailing 2013 tax reporting documents is February 17, 2014. As a reminder, because of possible income reclassification, the values displayed in the Income Summary section below should not be used for tax preparation purposes. Also please note that, in an effort to minimize amended forms for accounts subject to income reclassification, pursuant to IRS approval, the mailing for affected accounts may be delayed until late February.

Account Number: G42-0025947
For the Period: 12/01/13 - 12/31/13

Tax ID Number: ON FILE
Last Statement: 11/30/13
Page 1 of 8

Portfolio of:
SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D. KLINGENSTEIN
COHEN KLINGSTEIN LLC

**** DUPLICATE COPY ****

8415000900 PRESORT 900 2 AV 0 360 P1C4 <>
JANET MULLIGAN
TANTON & COMPANY
37 WEST 57TH ST 5TH FLOOR
NEW YORK NY 10019-3411



Portfolio Summary

	<u>This Period</u> 12/31/13	<u>Previous Period</u> 11/30/13	<u>Estimated Annual Income</u>
Advantage Bank Deposits*	\$74,136.27	\$34,280.28	\$3.70
Equities	12,039,114.28	11,964,587.46	159,560.55
Mutual Funds	5,785,173.79	5,692,850.75	45,413.54
Cash Account Balance	2,526.85	0.00	
Total Asset Value	\$17,900,951.19	\$17,691,718.49	\$204,977.79

Total Asset Value does not include Direct Investments, Accrued Interest or unpriced securities

* Eligible for FDIC insurance, not SIPC insured

Cash Activity Summary

Opening Cash Balance	\$0.00
Net Buy and Sell Transactions	265,349.91
Net Funds Deposited or Withdrawn	-255,022.50
Net Income Activity	32,055.43
Net Advantage Bank Deposit Activity	-39,855.99
Closing Cash Balance	\$2,526.85

Financial Advisor
OPPENHEIM WILLIAM
E7F
(203) 328-1160

Internet Address: www.opco.com

Office Serving Your Account
750 WASHINGTON BLVD
5TH FLOOR
STAMFORD, CT 06901

Income Summary

Reportable	<u>This Period</u>	<u>Year to Date</u>
Dividends	\$32,055.17	\$205,926.91
Advantage Bank Dep Interest	0.26	1.95
Total Reportable	\$32,055.43	\$205,928.86





Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



JANET MULLIGAN
TANTON & COMPANY
37 WEST 57TH ST 5TH FLOOR

DUPLICATE FOR:
SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D KLINGENSTEIN

Page	Account Number	Financial Advisor	Period Ending
3 of 8	G42-0025947	OPPENHEIM WILLIAM - E7F	12/31/13

Portfolio Holdings

Some prices, current values and income estimates may be approximations, resulting in gains and losses not being accurately reflected. Unrealized gains and/or losses are computed from the supplied cost basis data and may not be accurate for tax reporting purposes. Items for which a cost basis was not available as of the statement period ending date are indicated by the symbol N/A. The total gains and/or losses do not reflect positions which we do not have cost information. Please contact your Financial Advisor if you believe any cost basis related data is inaccurate or if you require additional information.

Estimated Annual Income ("EAI") and Estimated Yield ("EY") are estimates only and do not indicate actual income or performance of investments. EAI and EY for certain types of securities could include a return of principal or capital gains, in which case the EAI and EY would be overstated. As EAI and EY are estimates, the actual income and yield might be lower or higher than the estimated amounts. EY reflects only the income generated by an investment and it does not reflect changes in its price, which may fluctuate.


Advantage Bank Deposits

(NOT COVERED BY SIPC)

As described in the ABD Program's Terms & Conditions, the current yield is based on the average daily balance during the prior month's interest cycle; interest cycles run from mid-month to mid-month. Client may elect to liquidate any cash investment option at any time by contacting his/her Financial Advisor.

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	EY	EAI	Portfolio Percent
ADVANTAGE BANK DEPOSIT FDIC INSURED AT VARIOUS BKS	CASH	74,136.2700	ABDXX	1.00000	1.00000	74,136.27	74,136.27	0.005%	3	0.41
TOTAL ADVANTAGE BANK DEPOSITS						74,136.27	74,136.27		3	0.41

Equities

Please note the following icon  appears to the right of the stock symbol of those securities which Oppenheimer has provided research coverage. If you wish to access such research you may visit the Client Access web site (www.opco.com) or speak with your Financial Advisor.

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
FLEXTRONICS INTL LTD ORD	(Q) CASH	26,960	FLEX	10.14000	7.77000	273,374.40	209,479.20	(63,895)			1.17
ADOBE SYS INC	(Q) CASH	8,004	ADBE	27.70470	59.67900	221,748.30	479,271.51	257,523			2.68
AMAZON COM INC	(F) CASH	1,420	AMZN	86.57460	398.79000	122,935.93	566,281.80	443,346			3.16
APOLLO ED GROUP INC CLA	(N) CASH	2,960	APOL	61.38000	27.32000	181,684.80	80,867.20	(100,818)			0.45
APPLE INC	(Q) CASH	785	AAPL	139.83150	561.02000	109,767.73	440,400.70	330,633	2.174%	9,577	2.46
AVON PRODS INC	(F) CASH	11,095	AVP	38.06000	17.22000	422,275.70	191,055.90	(231,220)	1.393%	2,662	1.07
BANK OF AMERICA CORPORATION	(I) CASH	16,986	BAC	27.40400	15.57000	465,484.38	264,472.02	(201,012)	0.256%	679	1.48
BECTON DICKINSON & CO	(L) CASH	3,230	BDX	90.42000	110.49000	292,056.60	356,882.70	64,826	1.973%	7,041	1.99
BROADCOM CORP CLA	(Q) CASH	9,800	BRCM	18.91000	29.64500	185,318.00	290,521.00	105,203	1.484%	4,312	1.62
CAPITAL ONE FINL CORP	(I) CASH	946	COF	18.32040	76.61000	17,331.06	72,473.06	55,142	1.566%	1,135	0.40
CARNIVAL CORP PAIRED CTF	(S) CASH	9,950	CCL	39.35000	40.17000	391,532.50	399,691.50	8,159	2.489%	9,950	2.23





Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



JANET MULLIGAN
LANTON & COMPANY
37 WEST 57TH STREET FLOOR

DUPLICATE FOR:
SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D. KLINGENSTEIN

Page

4 of 8

Account Number

G42-0025947

Financial Advisor

OPPENHEIM WILLIAM - E/F

Period Ending

12/31/13

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
CELIGENE CORP	(L) CASH	2,760	CELG	56.40990	168.96800	155,691.32	466,351.68	310,660			2.61
COGNIZANT TECHNOLOGY SOLUTIONS CLA	(Q) CASH	5,350	CTSH	30.21000	100.98000	161,623.50	540,243.00	378,620			3.02
COLGATE PALMOLIVE CO	(F) CASH	5,600	CL	38.04500	65.21000	213,052.00	365,176.00	152,124	2.085%	7,616	2.04
CORNING INC	(C) CASH	13,500	GLW	23.23000	17.82000	313,605.00	240,570.00	(73,035)	2.244%	5,400	1.34
COVANCE INC	(L) CASH	1,450	CVD	84.41000	88.06000	122,394.50	127,687.00	5,293			0.71
DICKS SPORTING GOODS INC	(H) CASH	1,964	DKS	20.77310	58.10000	40,798.37	114,108.40	73,310	0.860%	982	0.64
ELECTRONIC ARTS INC	(Q) CASH	1,406	EA	8.43920	22.94000	11,865.55	32,253.64	20,388			0.18
FEICO	(Q) CASH	1,479	FEIC	19.99140	89.36000	29,567.28	132,163.44	102,596	0.537%	709	0.74
GENERAL ELECTRIC CO	(R) CASH	12,000	GE	33.14000	28.03000	397,680.00	336,360.00	(61,320)	3.139%	10,560	1.88
GILEAD SCIENCES INC	(L) CASH	8,762	GILD	20.37900	75.10000	178,560.61	658,026.20	479,465			3.68
GLAXOSMITHKLINE PLC SPONSORED ADR	(L) CASH	7,230	GSK	43.91000	53.39000	317,469.30	386,009.70	68,540	4.512%	17,417	2.16
INFORMATICA CORP	(Q) CASH	2,719	INFA	13.57390	41.50000	36,907.41	112,838.50	75,931			0.63
INGREDION INC	(J) CASH	1,612	INGR	12.66750	68.46000	20,419.93	110,357.52	89,938	2.453%	2,708	0.62
INTERDIGITAL INC	(R) CASH	1,850	IDCC	25.06350	29.49000	46,367.47	54,556.50	8,189	1.356%	740	0.30
ESC LEHMAN BROS HLDGS INC UDLY# 524908100	CASH	960	524ESC100	50.99000	UNPRICED	48,950.40	0.00	N/A			
LILLY ELI & CO	(L) CASH	7,200	LLY	50.02000	51.00000	360,144.00	367,200.00	7,056	3.843%	14,112	2.05
MERCK & CO INC NEW	(L) CASH	6,200	MRK	44.30000	50.05000	274,660.00	310,310.00	35,650	3.516%	10,912	1.73
MONSANTO CO NEW	(A) CASH	2,920	MON	67.70870	116.55000	197,709.41	340,326.00	142,617	1.475%	5,022	1.90
MONSTER WORLDWIDE INC	(P) CASH	9,300	MWW	26.59000	7.13000	247,287.00	66,309.00	(180,978)			0.37
NU SKIN ENTERPRISES INC CLA	(L) CASH	2,606	NUS	17.55380	138.22000	45,745.20	360,201.32	314,456	0.868%	3,127	2.01
PTC INC	(Q) CASH	1,902	PTC	13.82500	35.39000	26,295.15	67,311.78	41,017			0.38
SHIRE PLC SPONSORED ADR	(L) CASH	646	SHPG	29.17790	141.29000	18,848.90	91,273.34	72,424	0.373%	341	0.51
SILICON LABORATORIES INC	(Q) CASH	1,499	SLAB	33.36940	43.31000	50,020.73	64,921.69	14,901			0.36
TARGET CORP	(P) CASH	7,650	TGT	52.61000	63.27000	402,466.50	484,015.50	81,549	2.718%	13,158	2.70
ULTIMATE SOFTWARE GROUP INC	(Q) CASH	1,334	ULTI	26.60000	153.22000	35,503.88	204,395.48	168,892			1.14



Oppenheimer & Co. Inc.
85 Broad Street
New York NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



JANET MULLIGAN
TANION & COMPANY
37 WEST 57TH ST 5TH FLOOR

DUPLICATE FOR:
SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D KLINGENSTLIN

Page
5 of 8

Account Number
G42-0025947

Financial Advisor
OPPENHEIM WILLIAM - E7F

Period Ending
12/31/13

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
UNITED PARCEL SERVICE INC CL B	(P) CASH	4,700	UPS	70.24000	105.08000	330,128.00	493,876.00	163,748	2.360%	11,656	2.76
URBAN OUTFITTERS INC	(B) CASH	2,129	URBN	23.67620	37.10000	50,406.63	78,985.90	28,579			0.44
VALEANT PHARMACEUTICALS INTL I	(L) CASH	1,984	VRX	10.72880	117.40000	21,285.84	232,921.60	211,636			1.30
VIASAT INC	(M) CASH	1,654	VSAT	28.12150	62.65000	46,512.96	103,623.10	57,110			0.58
VODAFONE GROUP PLC NEW SPONS ADR NEW SUBJECT TO CUSTODY FEES	(R) CASH	875	VOD	32.23000	39.31000	28,201.25	34,396.25	6,195	4.043%	1,390	0.19
WESTERN UN CO	(I) CASH	6,132	WU	15.69270	17.25000	96,227.87	105,777.00	9,549	2.898%	3,066	0.59
YAHOO INC	(Q) CASH	12,900	YHOO	27.78000	40.44000	358,362.00	521,676.00	163,314			2.91
YUM BRANDS INC	(J) CASH	7,200	YUM	34.45000	75.61000	248,040.00	544,392.00	296,352	1.957%	10,656	3.04
ZIMMER HLDGS INC	(L) CASH	5,785	ZMH	75.29000	93.19000	435,552.65	539,104.15	103,552	0.858%	4,628	3.01
SUB-TOTAL COMMON STOCK						8,051,860.21	12,039,114.28	4,036,205		159,560	67.23
TOTAL EQUITIES						8,051,860.21	12,039,114.28	4,036,205		159,560	67.23

COMMON STOCK HOLDINGS SUMMARY BY INDUSTRY CODE

(Q)	25%	TECHNOLOGY	(F)	9%	CONSUMER GOODS
(N)	67%	PUBLIC SERVICES	(I)	3%	FINANCIAL
(L)	32%	HEALTHCARE	(S)	3%	TRANSPORTATION
(C)	2%	BASIC INDUSTRY	(H)	95%	ENTERTAINMENT
(R)	3%	TELECOMMUNICATIONS	(J)	5%	FOOD & BEVERAGES
(A)	2%	AGRICULTURE	(P)	8%	RETAIL SERVICES
(B)	66%	APPAREL & ACCESSORIES	(M)	93%	MEDIA & COMMUNICATION

Mutual Funds

Exchange Traded Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
ISHARES RUS 2000 GRW ETF CLOSED END SBI/CBI ETF	CASH	41,217	IWO	67.50560	135.51000	2,782,377.73	5,585,315.67	2,802,938	0.715%	39,948	31.21



Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



JANET MULLIGAN
TANTON & COMPANY
37 WEST 57TH ST 5TH FLOOR

DUPLICATE FOR:
SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D KLINGENSTEIN

Page
6 of 8

Account Number
G42-0025947

Financial Advisor
OPPENHEIM WILLIAM - E7F

Period Ending
12/31/13

Exchange Traded Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
VANGUARD INTL EQUITY INDEX FD	CASH	4,858	VWO	38.58540	41.14000	187,447.87	199,858.12	12,410	2.734%	5,465	1.12
FTSE EMR MKT ETF											
CLOSED END SBI/CBI ETF											
SUB-TOTAL EXCHANGE TRADED FUNDS						2,969,825.60	5,785,173.79	2,815,348		45,413	32.36
TOTAL MUTUAL FUNDS						2,969,825.60	5,785,173.79	2,815,348		45,413	32.36

Total Portfolio Holdings						Total Cost Basis \$11,095,822.08	Current Value \$17,898,424.34	Unrealized Gain/(Loss) \$6,851,553	EY 1.145%	EAI 204,977	Portfolio Percent 100%
--------------------------	--	--	--	--	--	-------------------------------------	----------------------------------	---------------------------------------	--------------	----------------	---------------------------

Transactions/Activity Detail

Date	Type	Quantity	Transaction	Description	Price/Entry	Amount
** BUY AND SELL TRANSACTIONS **						
12-10	CASH	115	SOLD	APPLE INC	572.87	65,878.90 CREDIT
12-10	CASH	-700	SOLD	COGNIZANT TECHNOLOGY SOLUTIONS	93.35	65,343.86 CREDIT
12-17	CASH	-350	SOLD	AMAZON COM INC	383.22	134,127.15 CREDIT
Net Buy and Sell Transactions						\$265,349.91 CREDIT

Date	Type	Quantity	Transaction	Description	Price/Entry	Amount
** FUNDS DEPOSITED OR WITHDRAWN **						
12-10	CASH		CHECK	NO 4207867 SEND CHECK		132,522.50 DEBIT
12-13	CASH		CHECK	NO 4210144 SEND CHECK		2,500.00 DEBIT
12-17	CASH		CHECK	NO 4211595 THE 1ST OCT 2014 BUDGET		120,000.00 DEBIT
Net Funds Deposited or Withdrawn						\$255,022.50 DEBIT

Date	Type	Quantity	Transaction	Description	Price/Entry	Amount
** INCOME ACTIVITY **						
12-02	CASH	11.095	DIVIDENDS ON	AVON PRODS INC	R/DTE 11/15/13 P/DTE 12/02/13	665.70 CREDIT
12-04	CASH	2.606	DIVIDENDS ON	NU SKIN ENTERPRISES INC	CL A	781.80 CREDIT
12-04	CASH	4.700	DIVIDENDS ON	UNITED PARCEL SERVICE INC	CL B	2,914.00 CREDIT
12-09	CASH	9.800	DIVIDENDS ON	BROADCOM CORP	CL A	1,078.00 CREDIT
12-10	CASH	7.200	DIVIDENDS ON	LILLY ELI & CO	R/DTE 11/15/13 P/DTE 12/10/13	3,528.00 CREDIT