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

OMB No 1545-0052

2013

For calendar year 2013, or tax year beginning , 2013, and ending ,

Name of foundation: THE WYETH FOUNDATION
Number and street (or P O box number if mail is not delivered to street address): 101 S FAIRVILLE ROAD
Room/suite:
City or town, state or province, country, and ZIP or foreign postal code: CHADDS FORD PA 19317

A Employer identification number: 26-0002833
B Telephone number (see the instructions): (610) 388-3788
C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 12,592,706.

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))*

	Line	(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 (att sch)	0.			
	2 Ck ► ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	36.	36.	0.	
	4 Dividends and interest from securities	111,313.	99,962.	0.	
	5a Gross rents	0.		0.	
	b Net rental income or (loss) -70.				
	6a Net gain/(loss) from sale of assets not on line 10	134,396.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 3,250,116.				
	7 Capital gain net income (from Part IV, line 2)		134,396.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances 2,066.				
	b Less Cost of goods sold 668.				
	c Gross profit/(loss) (att sch) L-10. Stmt	1,398.		0.	
	11 Other income (attach schedule) Ordinary Income from K-1	181.	0.	0.	
	12 **Total.** Add lines 1 through 11	247,324.	234,394.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	19,600.	0.	0.	0.
	14 Other employee salaries and wages	0.		0.	0.
	15 Pension plans, employee benefits	0.		0.	0.
	16a Legal fees (attach schedule)	0.		0.	0.
	b Accounting fees (attach sch) L-16b Stmt	59,500.	29,750.	0.	14,875.
	c Other prof fees (attach sch) L-16c Stmt	17,547.	16,797.	0.	0.
	17 Interest	12,500.	0.	0.	0.
	18 Taxes (attach schedule)(see instrs) N/A	0.	0.	0.	0.
	19 Depreciation (attach sch) and depletion	0.	0.	0.	
	20 Occupancy	0.	0.	0.	0.
	21 Travel, conferences, and meetings	0.	0.	0.	0.
	22 Printing and publications	0.	0.	0.	0.
	23 Other expenses (attach schedule) See Line 23 Stmt	2,933.	0.	0.	250,000.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	112,080.	46,547.	0.	264,875.*
	25 Contributions, gifts, grants paid	288,000.			288,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	400,080.	46,547.	0.	552,875.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-152,756.			
	b **Net investment income** (if negative, enter -0-)		187,847.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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* This figure includes $250,000 in charitable programs conducted directly by the foundation. See Part IX-A for details.

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing	12,987.	16,953.	16,953.
	2	Savings and temporary cash investments	102,724.	129,685.	129,504.
	3	Accounts receivable ► 0.			
		Less. allowance for doubtful accounts ► 0.	0.	0.	0.
	4	Pledges receivable ► 0.			
		Less: allowance for doubtful accounts ► 0.	0.	0.	0.
	5	Grants receivable	0.	0.	0.
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) 0.	0.	0.	0.
	7	Other notes and loans receivable (attach sch) ► 0.			
		Less: allowance for doubtful accounts ► 0.	0.	0.	0.
	8	Inventories for sale or use	1,831.	1,164.	1,164.
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule) L-10a. Stmt	834,489.	754,214.	735,492.
	b	Investments — corporate stock (attach schedule) L-10b. Stmt	3,907,388.	3,517,287.	4,367,768.
	c	Investments — corporate bonds (attach schedule) L-10c. Stmt	503,844.	607,825.	614,302.
	11	Investments — land, buildings, and equipment: basis ► 0.			
		Less accumulated depreciation (attach schedule) 0 ► 0.	0.	0.	0.
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) L-13 Stmt	1,166,465.	1,099,844.	1,157,973.
	14	Land, buildings, and equipment basis ► 0.			
		Less accumulated depreciation (attach schedule) 0 ► 0.	0.	0.	0.
	15	Other assets (describe ► L-15 Stmt)	5,868,550.	5,868,550.	5,570,000.
	16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	12,398,278.	11,995,522.	12,593,156.
LIABILITIES	17	Accounts payable and accrued expenses	0.	0.	
	18	Grants payable	0.	0.	
	19	Deferred revenue	0.	0.	
	20	Loans from officers, directors, trustees, & other disqualified persons 0	0.	0.	
	21	Mortgages and other notes payable (attach schedule)	250,000.	0.	
	22	Other liabilities (describe ► N/A)	0.	0.	
	23	**Total liabilities** (add lines 17 through 22)	250,000.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► X and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	12,148,278.	11,995,522.	
	25	Temporarily restricted	0.	0.	
	26	Permanently restricted	0.	0.	
		Foundations that do not follow SFAS 117, check here ► ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	12,148,278.	11,995,522.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	12,398,278.	11,995,522.	

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	12,148,278.
2	Enter amount from Part I, line 27a	2	-152,756.
3	Other increases not included in line 2 (itemize) ► N/A	3	
4	Add lines 1, 2, and 3	4	11,995,522.
5	Decreases not included in line 2 (itemize) ► N/A	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	11,995,522.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Bessemer Trust Account 8M1354	P	01/01/13	12/31/13
b	Bessemer Trust Account 8M1354	P	01/01/11	12/31/13
c	Bessemer Trust Account 8M3927	P	01/01/13	12/31/13
d	Bessemer Trust Account 8M3927	P	01/01/11	12/31/13
e	See Columns (a) thru (d)			

	(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	287,716.		271,582.	16,134.
b	1,387,996.		1,355,063.	32,933.
c	1,086,619.		1,092,658.	-6,039.
d	487,785.		484,524.	3,261.
e	See Columns (e) thru (h)		185.	88,107.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				16,134.
b				32,933.
c				-6,039.
d				3,261.
e	See Columns (i) thru (l)			88,107.

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	134,396.
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	9,910.

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 (column (b) divided by column (c))
2012	588,259.	10,812,481.	0.054406
2011	561,629.	11,668,420.	0.048132
2010	344,600.	11,372,196.	0.030302
2009	433,201.	7,072,226.	0.061254
2008	343,998.	8,442,146.	0.040748

2	**Total** of line 1, column (d)	2	0.234842
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	0.046968
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,846,383.
5	Multiply line 4 by line 3	5	415,497.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,878.
7	Add lines 5 and 6	7	417,375.
8	Enter qualifying distributions from Part XII, line 4	8	552,875.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a	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 instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b	1	1,878.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,878.
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	1,878.
6	Credits/Payments.		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 — 6a: 2,001.		
b	Exempt foreign organizations — tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,001.
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	123.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 123. **Refunded** ►	11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1 c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ ____ **(2)** On foundation managers ► $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► DE - Delaware			
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*	8 b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► B-103 CORPORATION Telephone no. ► (610) 388-3788

Located at ► 101 S Fairville Road, Chadds Ford, PA ZIP + 4 ► 19317

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► | 15 |

			Yes	No
16	At any time during calendar year 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

			Yes	No
1 a	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)?	1 b		
	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?	1 c		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 ► 20 __ , 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)	2 b		
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 __ .			
3 a	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.)*	3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		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?	4 b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5 a 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)? — **5 b** | | X

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).

6 a 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? — **6 b** | | X

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

7 a 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? — **7 b**

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
PHYLLIS M WYETH 101 S FAIRVILLE ROAD CHADDS FORD PA 19317	TRUSTEE 1.00	0.	0.	0.
JAMES B WYETH 101 S FAIRVILLE ROAD CHADDS FORD PA 19317	TRUSTEE 1.00	0.	0.	0.
WENDY MAKINS 3034 P ST. NW WASHINGTON DC 20007	TRUSTEE 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		19,600.	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 ► None

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
B-103 CORPORATION 101 S FAIRVILLE RD CHADDS FORD, PA 19317	GRANT ADMINISTRATION, MGMT & ACCT SERVICES	59,500.
Total number of others receiving over $50,000 for professional services		None

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 Coordinated public exhibition at museums of celebrated artists' works. The exhibits were designed for the enjoyment & education of the public. Also allowed use of one of the images in a museum's holiday brochure.	250,000.
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 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	6,949,128.
b	Average of monthly cash balances	1b	31,971.
c	Fair market value of all other assets (see instructions)	1c	2,000,000.
d	**Total** (add lines 1a, b, and c)	1d	8,981,099.
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	8,981,099.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	134,716.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,846,383.
6	**Minimum investment return.** Enter 5% of line 5	6	442,319.

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	442,319.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,878.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,878.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	440,441.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	440,441.
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	440,441.

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	552,875.
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	552,875.
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	1,878.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	550,997.

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					440,441.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				515,685.	
b Total for prior years 20 __ , 20 __ , 20 __					
3 Excess distributions carryover, if any, to 2013					
a From 2008	0.				
b From 2009	0.				
c From 2010	0.				
d From 2011	0.				
e From 2012	0.				
f **Total** of lines 3a through e		0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► $ 552,875.					
a Applied to 2012, but not more than line 2a				515,685.	
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					37,190.
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))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					403,251.
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)		0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		0.			
10 Analysis of line 9:					
a Excess from 2009	0.				
b Excess from 2010	0.				
c Excess from 2011	0.				
d Excess from 2012	0.				
e Excess from 2013	0.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a 'Assets' alternative test — enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

Phyllis M. Wyeth

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 of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HAGLEY FOUNDATION, INC. PO BOX 3630 WILMINGTON DE 19807	N/A	Public harity 501(C)(3)	PROGRAM SUPPORT	1,500.
MONHEGAN MUSEUM ASSOCIATION MONHEGAN ISLAND ME 04852	N/A	Public Charity 501(C)(3)	CAPITAL CAMPAIGN & SUPPORT FOR 2014 EXHIBIT	67,500.
FRIENDS OF THE STRAND THEATER P.O. BOX 433 ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	RESTORATION OF HISTORIC THEATER	25,000.
GEORGES RIVER LAND TRUST 8 N MAIN ST. SUITE 200 ROCKLAND ME 04841	N/A	Public Charity 501C(3)	CONSERVATION PROGRAMS	500.
PIEDMONT ENVIRONMENTAL COUNCIL PO BOX 460 WARRENTON VA 20188	N/A	Public Charity 501(c)(3)	ENVIRONMENTAL EDUCATION	1,000.
EASTSIDE LEARNING CENTER FDN 3000 N CLAYMONT ST WILMINGTON DE 19802	N/A	Public Charity 501(C)(3)	SUPPORT EDUCATIONAL GOALS OF EASTSIDE CHARTER SCHOOL	10,000.
FARNSWORTH ART MUSEUM 16 MUSEUM STREET ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	OLSEN HOUSE MAINTENANCE & EXHIBIT FUNDING	115,000.
TREKKERS PO BOX 455 TENANTS HARBOR ME 04860	N/A	Public Charity 501(C)(3)	PROGRAM SUPPORT	1,000.
NATIONAL RESOURCES DEFENSE COUNCIL 40 W 20TH ST NY, NY 10011	N/A	Public Charity 501(C)(3)	PROGRAM SUPPORT FOR ENVIRONMENTAL CONCERNS	1,000.
See Line 3a statement				65,500.
Total . . . . ► **3a**				288,000.
b *Approved for future payment*				
Total . . . . ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	36.	
4 Dividends and interest from securities			14	111,313.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	-70.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14		
8 Gain or (loss) from sales of assets other than inventory			18	134,396.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Sale of poster			1	1,398.	
b Pass through from Form K-1	900099	181.			
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		181.		247,073.	
13 **Total.** Add line 12, columns (b), (d), and (e) 13					247,254.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

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

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

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

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee [signature] | Date 11/12/14 | Title Secretary

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Lisa A Flagg	[signature]	11/1/14		P01424980
Firm's name ► Lisa A Flagg			Firm's EIN ►	
Firm's address ► 101 S Fairville Road Chadds Ford PA 19317			Phone no (610) 388-3788	

Form 990-PF Part I, Line 6a	Net Gain or Loss From Sale of Assets	2013

Name	Employer Identification Number
THE WYETH FOUNDATION	26-0002833

Asset Information:

Description of Property: Bessemer Trust 8M1354
Date Acquired: See Schedule Pg 37 How Acquired: Purchased
Date Sold: See Schedule Name of Buyer:
Sales Price: 1,675,712. Cost or other basis (do not reduce by depreciation): 1,626,645.
Sales Expense: Valuation Method: Fair Market Value
Total Gain (Loss): 49,067. Accumulation Depreciation:

Description of Property: Bessemer Trust 8M3927
Date Acquired: 01/02/13 How Acquired: Purchased
Date Sold: 12/31/13 Pg 90 Name of Buyer:
Sales Price: 1,574,404. Cost or other basis (do not reduce by depreciation): 1,577,182. Pg 90
Sales Expense: Valuation Method: Fair Market Value
Total Gain (Loss): -2,778. Accumulation Depreciation:

Description of Property: Old Westbury Equity Fund
Date Acquired: n/a (K-1) How Acquired: Purchased
Date Sold: n/a (K-1) Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation):
Sales Expense: Valuation Method:
Total Gain (Loss): 18,998. Accumulation Depreciation:

Description of Property: Bessemer Trust 8M1354 Cap Gain Distribution
Date Acquired: n/a How Acquired: Purchased
Date Sold: n/a Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation):
Sales Expense: Valuation Method:
Total Gain (Loss): 69,109. Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation):
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation):
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation):
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Description of Property:
Date Acquired: How Acquired:
Date Sold: Name of Buyer:
Sales Price: Cost or other basis (do not reduce by depreciation):
Sales Expense: Valuation Method:
Total Gain (Loss): Accumulation Depreciation:

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
AETNA INC NEW / CUSIP. 00817Y108 / Symbol AET							
	2 tax lots for 06/12/13						
	25 000	*1,540 75*	*11/01/12*	*1,108 08*	*0 00*	*432 67*	*Sale*
	75 000	*4,622 25*	*01/04/13*	*3,402 94*	*0 00*	*1,219 31*	*Sale*
06/12/13	100 000	6,163 00	VARIOUS	4,511 02	0 00	1,651 98	Total of 2 lots
06/14/13	30 000	1,810 46	11/01/12	1,329.70	0 00	480 76	Sale
	Security total	7,973 46		5,840 72	0.00	2,132 74	
AIR PRODUCTS & CHEMICALS / CUSIP 009158106 / Symbol APD							
06/14/13	10.000	961 58	03/07/13	877 33	0 00	84 25	Sale
07/25/13	60 000	6,366 48	03/07/13	5,263 96	0 00	1,102 52	Sale
	Security total	7,328 06		6,141.29	0 00	1,186 77	
AKZO NOBEL NV ADR / CUSIP 010199305 / Symbol AKZO Y							
01/08/13	45 000	961 66	02/17/12	884 42	0 00	77 24	Sale
	3 tax lots for 01/09/13						
	50 000	*1,056 55*	*02/16/12*	*944 18*	*0 00*	*112 37*	*Sale*
	35 000	*739 58*	*02/17/12*	*687 88*	*0 00*	*51.70*	*Sale*
	15 000	*316 96*	*05/22/12*	*245 70*	*0 00*	*71 26*	*Sale*
01/09/13	100 000	2,113 09	VARIOUS	1,877 76	0 00	235 33	Total of 3 lots
	Security total	3,074 75		2,762 18	0 00	312 57	
AMERICAN INTL GROUP INC / CUSIP 026874784 / Symbol AIG							
06/14/13	20 000	911 18	04/24/13	829 40	0 00	81 78	Sale
AMERICAN WATER WORKS CO / CUSIP 030420103 / Symbol AWK							
	2 tax lots for 06/14/13						
	5 000	*203 64*	*06/13/13*	*202 73*	*0 00*	*0 91*	*Sale*
	25 000	*1,018 23*	*06/14/13*	*1,021 52*	*0 00*	*-3 29*	*Sale*
06/14/13	30 000	1,221 87	VARIOUS	1,224 25	0 00	-2 38	Total of 2 lots
BNP PARIBAS SPON ADR / CUSIP 05565A202 / Symbol BNPQ Y							
06/10/13	5 000	146 10	03/21/13	136 63	0 00	9 47	Sale
06/14/13	60 000	1,709 96	03/21/13	1,639 58	0 00	70 38	Sale

Less commissions

Bessemer Trust 8M1354 Part I Line 6e

No 9

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part I, with Box C checked

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
Description / CUSIP / Symbol							
BNP PARIBAS SPON ADR / CUSIP 05565A202 / Symbol BNPQ Y (cont'd)							
	2 tax lots for 09/24/13						
	90 000	*3,086 45*	*03/20/13*	*2,452 39*	*0 00*	*634 06*	*Sale*
	10.000	*342 94*	*03/21/13*	*273 26*	*0 00*	*69 68*	*Sale*
09/24/13	100 000	3,429 39	VARIOUS	2,725 65	0 00	703 74	Total of 2 lots
	Security total	5,285 45		4,501 86	0 00	783 59	
BARRICK GOLD CORP / CUSIP 067901108 / Symbol							
	2 tax lots for 02/13/13						
	25 000	*803 33*	*05/22/12*	*942 25*	*0 00*	*-138 92*	*Sale*
	100 000	*3,213 33*	*05/24/12*	*3,926 87*	*0 00*	*-713 54*	*Sale*
02/13/13	125 000	4,016 66	VARIOUS	4,869 12	0 00	-852 46	Total of 2 lots
CHINA CONSTRUCTION ADR / CUSIP 168919108 / Symbol CICH Y							
06/10/13	15 000	237 14	02/14/13	253 47	0 00	-16 33	Sale
06/14/13	100 000	1,391 97	02/14/13	1,689 78	0 00	-297 81	Sale
	Security total	1,629 11		1,943 25	0 00	-314 14	
CHINA TELECOM ADR / CUSIP 169426103 / Symbol CHA							
06/10/13	15 000	704 98	04/09/13	747 97	0 00	-42 99	Sale
06/14/13	35 000	1,679 97	04/09/13	1,745 26	0 00	-65 29	Sale
	Security total	2,384 95		2,493 23	0 00	-108 28	
CITIGROUP INC / CUSIP 172967424 / Symbol C							
06/10/13	5 000	257 38	08/29/12	149 80	0 00	107 58	Sale
	2 tax lots for 06/14/13						
	15 000	*740 08*	*08/20/12*	*447 42*	*0 00*	*292 66*	*Sale*
	15 000	*740 09*	*08/29/12*	*449 41*	*0 00*	*290 68*	*Sale*
06/14/13	30 000	1,480 17	VARIOUS	896 83	0 00	583 34	Total of 2 lots
	Security total	1,737 55		1,046 63	0 00	690 92	
COACH INC / CUSIP 189754104 / Symbol COH							
06/14/13	20 000	1,164 36	08/29/12	1,125 80	0 00	38 56	Sale

Less commissions

Bessemer Trust Company N.A. | Account 8M1354

2013

Proceeds Not Reported to the IRS

(continued)

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
DAIHATSU MOTOR CO LTD ADR / CUSIP 23381A108 / Symbol DHTM Y							
06/14/13	20 000	760 98	12/20/12	788.72	0 00	-27 74	Sale
DOLLAR GENERAL CORP / CUSIP 256677105 / Symbol DG							
06/14/13	40 000	2,040 28	01/04/13	1,757 12	0 00	283 16	Sale
09/16/13	100 000	5,715 24	01/04/13	4,392 79	0 00	1,322 45	Sale
	Security total	7,755 52		6,149 91	0 00	1,605 61	
ENI S P A ADR / CUSIP 26874R108 / Symbol E							
06/10/13	15 000	679 49	04/05/13	685 74	0 00	-6 25	Sale
06/14/13	40 000	1,736 76	04/05/13	1,828 64	0 00	-91 88	Sale
	Security total	2,416.25		2,514 38	0 00	-98 13	
EAST JAPAN RAIL ADR / CUSIP 273202101 / Symbol EJPR Y							
04/10/13	60 000	863 00	05/22/12	582 15	0 00	280 85	Sale
04/11/13	50 000	722 29	05/22/12	485 13	0.00	237.16	Sale
	Security total	1,585 29		1,067 28	0 00	518.01	
GENERAL DYNAMICS CORP / CUSIP 369550108 / Symbol GD							
03/21/13	5 000	345 87	05/22/12	323 17	0 00	22 70	Sale
ILLINOIS TOOL WORKS INC / CUSIP 452308109 / Symbol ITW							
06/14/13	5 000	350.89	03/20/13	315 53	0 00	35 36	Sale
J SAINSBURY SPN ADR NEW / CUSIP 466249208 / Symbol JSAI Y							
06/14/13	85 000	1,967 71	06/14/13	1,979 11	0 00	-11 40	Sale
KDDI CORP ADR / CUSIP 48667L106 / Symbol KDDI Y							
	2 tax lots for 05/10/13						
	650 000	*7,445 20*	*01/22/13*	*5,649 54*	*0 00*	*1,795 66*	*Sale*
	100 000	*1,145 41*	*01/25/13*	*882 19*	*0.00*	*263 22*	*Sale*
05/10/13	750 000	8,590 61	VARIOUS	6,531 73	0 00	2,058 88	Total of 2 lots
05/13/13	250 000	2,855 87	01/22/13	2,172 90	0 00	682 97	Sale
06/14/13	85 000	955 38	01/22/13	738 79	0 00	216 59	Sale
	2 tax lots for 07/03/13						
	215 000	*2,672 23*	*01/22/13*	*1,868 69*	*0 00*	*803 54*	*Sale*

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS

(continued)

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
KDDI CORP ADR / CUSIP 48667L106 / Symbol KDDI Y (cont'd)							
	135 000	*1,677 91*	*01/24/13*	*1,169 75*	*0 00*	*508 16*	*Sale*
07/03/13	350 000	4,350 14	VARIOUS	3,038 44	0 00	1,311 70	Total of 2 lots
07/05/13	100 000	1,236 21	01/24/13	866 48	0 00	369 73	Sale
	Security total	17,988 21		13,348 34	0 00	4,639 87	
LOWES COS INC / CUSIP 548661107 / Symbol LOW							
01/04/13	125 000	4,448 06	03/07/12	3,611 35	0 00	836 71	Sale
01/07/13	25 000	867 78	03/07/12	722 27	0 00	145 51	Sale
06/10/13	20 000	828 72	06/20/12	572 87	0 00	255 85	Sale
06/14/13	10 000	410 54	06/20/12	286 44	0 00	124 10	Sale
	Security total	6,555 10		5,192 93	0 00	1,362.17	
MAGNA INTERNATIONAL INC / CUSIP 559222401 / Symbol							
04/08/13	15 000	855 54	05/22/12	631 51	0 00	224 03	Sale
NEWMONT MINING CORP / CUSIP 651639106 / Symbol NEM							
	2 tax lots for 02/13/13						
	75 000	*3,387 14*	*02/15/12*	*4,486 28*	*0 00*	*-1,099 14*	*Sale*
	25 000	*1,129 05*	*05/22/12*	*1,182 28*	*0 00*	*-53 23*	*Sale*
02/13/13	100 000	4,516 19	VARIOUS	5,668 56	0 00	-1,152 37	Total of 2 lots
02/14/13	25 000	1,113 77	05/22/12	1,182 27	0 00	-68 50	Sale
	Security total	5,629 96		6,850 83	0 00	-1,220 87	
NIKON CORP PLC UNSPON-ADR / CUSIP 654111202 / Symbol NINO Y							
06/14/13	75 000	1,856 96	12/14/12	2,137 35	0 00	-280 39	Sale
OW LARGE CAP STRATEGIES FD / CUSIP 680414109 / Symbol OWLS X							
06/14/13	5,991 150	64,884 15	05/20/13	67,700 00	0 00	-2,815 85	Sale
OW REAL RETURN FUND / CUSIP 680414703 / Symbol OWRR X							
05/20/13	7,808 535	67,700 00	05/22/12	69,964 47	0 00	-2,264 47	Sale
PFIZER INC / CUSIP 717081103 / Symbol PFE							
06/14/13	75 000	2,186 21	04/23/13	2,333 30	0 00	-147 09	Sale

Less commissions

Bessemer Trust Company N.A.

2013

Proceeds Not Reported to the IRS

(continued)

Account 8M1354

SHORT-TERM TRANSACTIONS ***NOT reported on Form 1099-B***

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
QUALCOMM INC / CUSIP 747525103 / Symbol QCOM							
06/14/13	25 000	1,537 21	03/01/13	1,659 57	0 00	-122 36	Sale
RSA INSURANCE GRP PLC ADR / CUSIP 74971A107 / Symbol RSAN Y							
06/10/13	10 000	88 70	02/14/13	103 84	0 00	-15 14	Sale
2 tax lots for 06/14/13							
	90 000	*809 99*	*02/14/13*	*934 59*	*0 00*	*-124 60*	*Sale*
	90 000	*809 98*	*02/15/13*	*929 70*	*0 00*	*-119 72*	*Sale*
06/14/13	180 000	1,619 97	VARIOUS	1,864 29	0 00	-244 32	Total of 2 lots
Security total		1,708 67		1,968 13	0 00	-259 46	
SUNCORP GROUP ADR / CUSIP 86723Y100 / Symbol SNMY Y							
04/15/13	15 000	184 38	05/23/12	113 00	0.00	71 38	Sale
04/16/13	70 000	854 29	05/23/12	527 31	0 00	326 98	Sale
Security total		1,038 67		640 31	0 00	398.36	
THERMO FISHER SCIENTIFIC / CUSIP 883556102 / Symbol TMO							
04/23/13	50 000	4,029 71	10/19/12	2,926 32	0 00	1,103 39	Sale
06/10/13	5 000	423 89	10/19/12	292 63	0 00	131 26	Sale
06/14/13	20 000	1,700 76	10/19/12	1,170 53	0 00	530 23	Sale
Security total		6,154 36		4,389 48	0 00	1,764 88	
TIM PARTICIPACOES SA ADR / CUSIP 88706P205 / Symbol TSU							
06/10/13	15 000	282 44	03/22/13	317 75	0 00	-35 31	Sale
06/14/13	65 000	1,235 62	03/22/13	1,376 92	0 00	-141 30	Sale
Security total		1,518 06		1,694 67	0 00	-176 61	
TOKYO GAS LTD ADR / CUSIP 889115101 / Symbol TKGS Y							
06/14/13	60 000	1,297.77	05/14/13	1,434 56	0 00	-136.79	Sale
VIACOM INC CL B NEW / CUSIP 92553P201 / Symbol VIAB							
06/14/13	30 000	2,003 95	04/08/13	1,949 73	0 00	54 22	Sale
09/16/13	25 000	2,075.55	04/08/13	1,624 78	0 00	450 77	Sale
2 tax lots for 09/17/13							
	30 000	*2,497 83*	*03/14/13*	*1,907 10*	*0 00*	*590 73*	*Sale*

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS

(continued)

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
VIACOM INC CL B NEW / CUSIP 92553P201 / Symbol VIAB (cont'd)							
	45 000	*3,746 74*	*04/08/13*	*2,924 59*	*0 00*	*822 15*	*Sale*
09/17/13	75 000	6,244 57	VARIOUS	4,831 69	0 00	1,412 88	Total of 2 lots
	2 tax lots for 09/18/13						
	45 000	*3,743 44*	*03/14/13*	*2,860 65*	*0 00*	*882 79*	*Sale*
	5 000	*415 94*	*03/15/13*	*316 83*	*0 00*	*99 11*	*Sale*
09/18/13	50 000	4,159 38	VARIOUS	3,177 48	0 00	981 90	Total of 2 lots
Security total		14,483 45		11,583 68	0 00	2,899 77	
VODAFONE GP PLC NEW ADR / CUSIP 92857W209 / Symbol. VOD							
	2 tax lots for 03/07/13						
	140 000	*3,750 68*	*06/20/12*	*3,911 15*	*0 00*	*-160 47*	*Sale*
	10 000	*267 91*	*06/21/12*	*278 45*	*0 00*	*-10 54*	*Sale*
03/07/13	150 000	4,018 59	VARIOUS	4,189 60	0 00	-171 01	Total of 2 lots
VOLKSWAGEN AG ADR / CUSIP 928662402 / Symbol VLKP Y							
06/10/13	15 000	668 06	03/01/13	639 91	0 00	28 15	Sale
06/14/13	25 000	1,055 48	03/01/13	1,066 52	0 00	-11 04	Sale
Security total		1,723 54		1,706 43	0 00	17 11	
WALGREEN CO / CUSIP 931422109 / Symbol WAG							
04/23/13	100 000	4,956 97	12/12/12	3,696 15	0 00	1,260 82	Sale
04/24/13	50 000	2,460 86	12/12/12	1,848 08	0 00	612 78	Sale
06/10/13	5 000	247 34	12/12/12	184 81	0 00	62 53	Sale
06/14/13	40 000	1,999 96	12/12/12	1,478 45	0 00	521 51	Sale
Security total		9,665 13		7,207 49	0 00	2,457 64	
WASTE MANAGEMENT INC NEW / CUSIP 94106L109 / Symbol WM							
	2 tax lots for 04/05/13						
	95 000	*3,651 58*	*08/02/12*	*3,251 48*	*0 00*	*400 10*	*Sale*
	5 000	*192 19*	*08/03/12*	*174 34*	*0 00*	*17 85*	*Sale*
04/05/13	100 000	3,843 77	VARIOUS	3,425 82	0 00	417 95	Total of 2 lots
04/08/13	25 000	961 86	08/02/12	855 65	0 00	106 21	Sale
06/14/13	15 000	595 94	08/02/12	513 40	0 00	82 54	Sale

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS

(continued)

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
	Security total	5,401 57		4,794 87	0 00	606 70	
SEAGATE TECHNOLOGY PLC / CUSIP G7945M107 / Symbol STX							
	3 tax lots for 01/23/13						
	200 000	*7,331 40*	*04/02/12*	*5,502 10*	*0 00*	*1,829 30*	*Sale*
	5 000	*183 28*	*04/03/12*	*139 87*	*0 00*	*43 41*	*Sale*
	20 000	*733 14*	*05/22/12*	*527 00*	*0 00*	*206 14*	*Sale*
01/23/13	225 000	8,247 82	VARIOUS	6,168 97	0 00	2,078 85	Total of 3 lots
NIELSEN HOLDINGS BV / CUSIP N63218106 / Symbol NLSN							
	2 tax lots for 06/14/13						
	25 000	*857 23*	*06/12/13*	*849 61*	*0 00*	*7 62*	*Sale*
	25 000	*857 24*	*06/13/13*	*850 50*	*0 00*	*6 74*	*Sale*
06/14/13	50 000	1,714 47	VARIOUS	1,700 11	0 00	14 36	Total of 2 lots
11/11/13	25 000	997 98	06/12/13	849 61	0 00	148 37	Sale
	2 tax lots for 11/12/13						
	25 000	*992 15*	*02/13/13*	*844 03*	*0 00*	*148 12*	*Sale*
	75 000	*2,976 45*	*06/12/13*	*2,548 84*	*0 00*	*427 61*	*Sale*
11/12/13	100 000	3,968 60	VARIOUS	3,392 87	0 00	575 73	Total of 2 lots
11/13/13	75 000	2,997 39	02/13/13	2,532 09	0 00	465 30	Sale
	Security total	9,678 44		8,474 68	0 00	1,203 76	
AVAGO TECHNOLOGIES / CUSIP Y0486S104 / Symbol AVGO							
06/10/13	15 000	554 69	09/21/12	531 71	0 00	22 98	Sale
06/14/13	30 000	1,121 92	09/21/12	1,063 41	0 00	58 51	Sale
	Security total	1,676 61		1,595 12	0 00	81 49	
To Page No. 32	**Totals:**	**287,715.93**		**271,582.12**	**0.00**	**16,133.81**	

Less commissions.

Bessemer Trust Company N.A. Account 8M1354

2013

Proceeds Not Reported to the IRS
(continued)

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box F checked

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
Description / CUSIP / Symbol							
CLASS ACTION PROCEEDS / CUSIP 007515 / Symbol							
12/30/13	0 000	1,181 79	N/A	0 00	0 00	1,181 79	Gain or loss
AKZO NOBEL NV ADR / CUSIP 010199305 / Symbol AKZO Y							
01/07/13	100 000	2,167 23	11/21/11	1,468 04	0 00	699 19	Sale
01/08/13	80 000	1,709 61	11/21/11	1,174 43	0 00	535 18	Sale
Security total.		3,876 84		2,642 47	0 00	1,234 37	
ALLIANZ AKTIENGES ADR / CUSIP 018805101 / Symbol AZSE Y							
	2 tax lots for 05/09/13						
	145 000	*2,216 71*	*02/17/12*	*1,712 38*	*0 00*	*504 33*	*Sale*
	5 000	*76 44*	*02/21/12*	*60 56*	*0 00*	*15 88*	*Sale*
05/09/13	150 000	2,293 15	VARIOUS	1,772 94	0 00	520.21	Total of 2 lots
	2 tax lots for 05/10/13						
	95 000	*1,438 05*	*02/16/12*	*1,088 31*	*0 00*	*349 74*	*Sale*
	5 000	*75 69*	*02/17/12*	*59 05*	*0 00*	*16 64*	*Sale*
05/10/13	100 000	1,513 74	VARIOUS	1,147 36	0 00	366 38	Total of 2 lots
	2 tax lots for 06/14/13						
	5 000	*75 45*	*02/16/12*	*57 28*	*0 00*	*18 17*	*Sale*
	35 000	*528 12*	*05/22/12*	*341 95*	*0 00*	*186 17*	*Sale*
06/14/13	40 000	603 57	VARIOUS	399 23	0 00	204 34	Total of 2 lots
Security total		4,410 46		3,319 53	0 00	1,090 93	
AB FOODS LTD ADR / CUSIP 045519402 / Symbol. ASBF Y							
01/17/13	100 000	2,612 48	12/02/11	1,757 23	0 00	855 25	Sale
	2 tax lots for 01/22/13						
	25 000	*651 20*	*12/02/11*	*439 31*	*0 00*	*211 89*	*Sale*
	175 000	*4,558 42*	*12/07/11*	*3,036 88*	*0 00*	*1,521 54*	*Sale*
01/22/13	200 000	5,209 62	VARIOUS	3,476 19	0 00	1,733 43	Total of 2 lots
	3 tax lots for 02/19/13						
	25 000	*711 02*	*11/23/11*	*424 62*	*0 00*	*286 40*	*Sale*
	25 000	*711 03*	*11/28/11*	*430 56*	*0 00*	*280 47*	*Sale*

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
AB FOODS LTD ADR / CUSIP 045519402 / Symbol ASBF Y (cont'd)							
	25 000	*711 03*	*12/07/11*	*433 84*	*0 00*	*277 19*	*Sale*
02/19/13	75 000	2,133 08	VARIOUS	1,289 02	0 00	844.06	Total of 3 lots
02/20/13	50 000	1,423 82	11/23/11	849 24	0 00	574 58	Sale
	2 tax lots for 02/22/13						
	50 000	*1,397 29*	*11/21/11*	*847 71*	*0 00*	*549 58*	*Sale*
	25 000	*698 65*	*11/23/11*	*424 62*	*0 00*	*274 03*	*Sale*
02/22/13	75 000	2,095 94	VARIOUS	1,272 33	0 00	823 61	Total of 2 lots
02/25/13	100 000	2,735 37	11/25/11	1,690 49	0 00	1,044 88	Sale
02/26/13	25 000	685 93	11/25/11	422 62	0 00	263 31	Sale
Security total		16,896 24		10,757 12	0 00	6,139 12	
BHP BILLITON PLC-ADR / CUSIP 05545E209 / Symbol BBL							
06/14/13	15 000	847 48	11/21/11	847 67	0 00	-0.19	Sale
	2 tax lots for 07/31/13						
	35 000	*1,998 85*	*11/21/11*	*1,977 89*	*0 00*	*20 96*	*Sale*
	40 000	*2,284 39*	*12/19/11*	*2,245 82*	*0 00*	*38 57*	*Sale*
07/31/13	75 000	4,283 24	VARIOUS	4,223 71	0 00	59.53	Total of 2 lots
08/01/13	60 000	3,461 55	12/19/11	3,368 74	0 00	92.81	Sale
Security total		8,592 27		8,440.12	0 00	152 15	
BARRICK GOLD CORP / CUSIP 067901108 / Symbol							
	2 tax lots for 02/15/13						
	35 000	*1,103 96*	*02/06/12*	*1,724 22*	*0 00*	*-620.26*	*Sale*
	90 000	*2,838 76*	*02/08/12*	*4,431 84*	*0 00*	*-1,593 08*	*Sale*
02/15/13	125 000	3,942 72	VARIOUS	6,156 06	0 00	-2,213 34	Total of 2 lots
	2 tax lots for 04/23/13						
	65 000	*1,141 34*	*11/21/11*	*3,107 52*	*0 00*	*-1,966 18*	*Sale*
	35 000	*614 57*	*02/08/12*	*1,723 50*	*0 00*	*-1,108 93*	*Sale*
04/23/13	100 000	1,755 91	VARIOUS	4,831 02	0 00	-3,075 11	Total of 2 lots
04/24/13	110 000	2,003 94	11/21/11	5,258 88	0.00	-3,254 94	Sale
Security total		7,702 57		16,245 96	0 00	-8,543 39	

Less commissions.

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS ***NOT reported on Form 1099-B***
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
CVS/CAREMARK CORP / CUSIP 126650100 / Symbol CVS							
	2 tax lots for 06/14/13						
	10 000	*589 78*	*11/21/11*	*378 30*	*0 00*	*211 48*	*Sale*
	15 000	*884 68*	*05/22/12*	*677 70*	*0 00*	*206 98*	*Sale*
06/14/13	25 000	1,474 46	VARIOUS	1,056 00	0 00	418 46	Total of 2 lots
CENTURYLINK INC / CUSIP 156700106 / Symbol CTL							
06/14/13	15 000	538 33	02/15/12	569 67	0 00	-31 34	Sale
SINOPEC/CHINA PETE&CHM ADR / CUSIP 16941R108 / Symbol SNP							
06/10/13	5 000	477 29	02/17/12	599 17	0 00	-121 88	Sale
06/14/13	10 000	923 08	02/17/12	1,198 35	0 00	-275 27	Sale
Security total		1,400 37		1,797 52	0 00	-397 15	
COACH INC / CUSIP 189754104 / Symbol COH							
	2 tax lots for 10/16/13						
	50 000	*2,694 91*	*08/29/12*	*2,814 49*	*0 00*	*-119 58*	*Sale*
	75 000	*4,042 37*	*09/26/12*	*4,056 36*	*0 00*	*-13 99*	*Sale*
10/16/13	125 000	6,737 28	VARIOUS	6,870 85	0 00	-133 57	Total of 2 lots
10/17/13	75 000	4,065 32	09/26/12	4,056 36	0 00	8 96	Sale
Security total		10,802 60		10,927 21	0 00	-124.61	
CONOCOPHILLIPS / CUSIP 20825C104 / Symbol COP							
06/14/13	20 000	1,218 16	02/15/12	1,117 47	0 00	100 69	Sale
DETROIT ENERGY CO / CUSIP 233331107 / Symbol DTE							
	2 tax lots for 06/14/13						
	5 000	*333 34*	*11/21/11*	*252 56*	*0 00*	*80 78*	*Sale*
	5 000	*333 34*	*05/22/12*	*281 35*	*0 00*	*51 99*	*Sale*
06/14/13	10 000	666 68	VARIOUS	533 91	0 00	132 77	Total of 2 lots
09/23/13	95 000	6,421 58	11/21/11	4,798 56	0 00	1,623 02	Sale
Security total		7,088 26		5,332 47	0 00	1,755 79	

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS

2013 (continued)

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box E checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
ENI S P A. ADR / CUSIP 26874R108 / Symbol E							
	3 tax lots for 09/24/13						
	20 000	*928 31*	*11/21/11*	*834 50*	*0 00*	*93 81*	*Sale*
	125 000	*5,801 94*	*12/01/11*	*5,314 84*	*0 00*	*487 10*	*Sale*
	30 000	*1,392 46*	*12/02/11*	*1,288 33*	*0 00*	*104 13*	*Sale*
09/24/13	175 000	8,122 71	VARIOUS	7,437 67	0 00	685 04	Total of 3 lots
EAST JAPAN RAIL ADR / CUSIP· 273202101 / Symbol EJPR Y							
	2 tax lots for 03/21/13.						
	290 000	*3,989 15*	*11/22/11*	*2,992 22*	*0 00*	*996 93*	*Sale*
	10 000	*137 56*	*11/25/11*	*102 20*	*0 00*	*35 36*	*Sale*
03/21/13	300 000	4,126 71	VARIOUS	3,094 42	0.00	1,032 29	Total of 2 lots
	2 tax lots for 03/22/13						
	340 000	*4,643 68*	*11/25/11*	*3,474 80*	*0 00*	*1,168 88*	*Sale*
	10 000	*136 58*	*12/02/11*	*101 05*	*0 00*	*35 53*	*Sale*
03/22/13	350 000	4,780 26	VARIOUS	3,575 85	0 00	1,204 41	Total of 2 lots
	4 tax lots for 04/09/13						
	300 000	*4,292 73*	*12/01/11*	*3,024 87*	*0 00*	*1,267 86*	*Sale*
	140 000	*2,003 27*	*12/02/11*	*1,414 67*	*0 00*	*588 60*	*Sale*
	110 000	*1,574 00*	*12/05/11*	*1,104 36*	*0 00*	*469 64*	*Sale*
	150 000	*2,146 36*	*12/06/11*	*1,506 61*	*0 00*	*639 75*	*Sale*
04/09/13	700 000	10,016 36	VARIOUS	7,050 51	0 00	2,965 85	Total of 4 lots
04/10/13	140 000	2,013 66	12/05/11	1,405 54	0 00	608 12	Sale
	Security total	20,936 99		15,126 32	0 00	5,810 67	
EMBRAER SA ADR / CUSIP 29082A107 / Symbol ERJ							
04/01/13	50 000	1,737 01	03/21/12	1,565 39	0 00	171 62	Sale
	2 tax lots for 04/02/13						
	35 000	*1,211 53*	*03/21/12*	*1,095 77*	*0 00*	*115 76*	*Sale*
	65 000	*2,249 99*	*03/22/12*	*2,009 34*	*0 00*	*240.65*	*Sale*
04/02/13	100 000	3,461 52	VARIOUS	3,105 11	0 00	356 41	Total of 2 lots
06/10/13	5 000	180 14	03/22/12	154 56	0 00	25 58	Sale
06/14/13	20 000	707 50	03/22/12	618 26	0 00	89 24	Sale

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS

(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
EMBRAER SA ADR / CUSIP 29082A107 / Symbol ERJ (cont'd)							
	2 tax lots for 08/26/13						
	10 000	*335 63*	*03/22/12*	*309 13*	*0 00*	*26 50*	*Sale*
	15 000	*503 44*	*05/22/12*	*446 01*	*0 00*	*57 43*	*Sale*
08/26/13	25 000	839 07	VARIOUS	755 14	0 00	83 93	Total of 2 lots
	2 tax lots for 08/28/13						
	15 000	*488 21*	*05/22/12*	*446 00*	*0 00*	*42 21*	*Sale*
	10 000	*325 47*	*07/17/12*	*245 21*	*0 00*	*80 26*	*Sale*
08/28/13	25 000	813 68	VARIOUS	691 21	0 00	122 47	Total of 2 lots
08/29/13	25 000	817.06	07/17/12	613 03	0 00	204 03	Sale
	2 tax lots for 08/30/13						
	10 000	*329 59*	*07/16/12*	*240 19*	*0 00*	*89 40*	*Sale*
	65 000	*2,142 37*	*07/17/12*	*1,593 86*	*0 00*	*548 51*	*Sale*
08/30/13	75 000	2,471 96	VARIOUS	1,834 05	0 00	637 91	Total of 2 lots
09/03/13	65 000	2,147 79	07/16/12	1,561.20	0 00	586 59	Sale
	Security total	13,175 73		10,897 95	0 00	2,277 78	
EXELON CORP / CUSIP 30161N101 / Symbol EXC							
06/10/13	5 000	155 95	11/21/11	216 00	0 00	-60 05	Sale
	4 tax lots for 06/12/13						
	95 000	*2,916 74*	*11/21/11*	*4,103 90*	*0 00*	*-1,187 16*	*Sale*
	25 000	*767 56*	*11/22/11*	*1,074 83*	*0 00*	*-307 27*	*Sale*
	5 000	*153 51*	*02/06/12*	*198 76*	*0 00*	*-45 25*	*Sale*
	75 000	*2,302 70*	*02/07/12*	*2,995 73*	*0 00*	*-693 03*	*Sale*
06/12/13	200 000	6,140 51	VARIOUS	8,373 22	0 00	-2,232 71	Total of 4 lots
	2 tax lots for 06/13/13						
	45 000	*1,371 84*	*02/06/12*	*1,788 88*	*0 00*	*-417 04*	*Sale*
	50 000	*1,524 26*	*05/22/12*	*1,862 50*	*0 00*	*-338 24*	*Sale*
06/13/13	95 000	2,896 10	VARIOUS	3,651 38	0 00	-755 28	Total of 2 lots
	Security total	9,192 56		12,240 60	0 00	-3,048 04	

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box E checked

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
Description / CUSIP / Symbol							
GENERAL DYNAMICS CORP / CUSIP 369550108 / Symbol GD							
	2 tax lots for 03/20/13						
	10 000	*699 15*	*11/21/11*	*625 38*	*0 00*	*73 77*	*Sale*
	40 000	*2,796 62*	*02/15/12*	*2,795 05*	*0 00*	*1 57*	*Sale*
03/20/13	50 000	3,495 77	VARIOUS	3,420 43	0.00	75 34	Total of 2 lots
03/21/13	60.000	4,150 41	11/21/11	3,752 29	0 00	398 12	Sale
	Security total	7,646 18		7,172 72	0 00	473 46	
IMPERIAL TOBACCO LT ADR / CUSIP 453142101 / Symbol ITYB Y							
06/10/13	5 000	366 64	02/07/12	384 34	0 00	-17 70	Sale
06/14/13	25 000	1,843 21	02/07/12	1,921 70	0 00	-78 49	Sale
	Security total	2,209 85		2,306 04	0 00	-96 19	
INTERNATIONAL BUS MACHINES / CUSIP 459200101 / Symbol IBM							
06/14/13	10 000	2,024 06	02/03/12	1,935.33	0 00	88 73	Sale
ITOCHU CORP ADR / CUSIP 465717106 / Symbol ITOC Y							
06/10/13	15.000	371 09	02/07/12	346 00	0 00	25.09	Sale
06/14/13	65 000	1,569 72	02/07/12	1,499 35	0 00	70 37	Sale
	Security total	1,940 81		1,845 35	0 00	95 46	
JOHNSON & JOHNSON / CUSIP 478160104 / Symbol JNJ							
	2 tax lots for 04/23/13						
	25 000	*2,132 54*	*11/21/11*	*1,577 96*	*0 00*	*554 58*	*Sale*
	50 000	*4,265 07*	*02/15/12*	*3,236 28*	*0 00*	*1,028 79*	*Sale*
04/23/13	75 000	6,397 61	VARIOUS	4,814 24	0.00	1,583 37	Total of 2 lots
05/09/13	50 000	4,271 70	11/21/11	3,155 92	0 00	1,115.78	Sale
	2 tax lots for 06/12/13						
	50 000	*4,226 58*	*11/21/11*	*3,155 91*	*0 00*	*1,070 67*	*Sale*
	40 000	*3,381 27*	*05/22/12*	*2,546 40*	*0 00*	*834 87*	*Sale*
06/12/13	90 000	7,607 85	VARIOUS	5,702 31	0 00	1,905 54	Total of 2 lots
	Security total	18,277 16		13,672 47	0 00	4,604 69	

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS

(continued)

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LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box E checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
KON AHOLD ADR / CUSIP 500467402 / Symbol AHON Y							
	2 tax lots for 06/10/13						
	5 000	*77 90*	*02/21/12*	*73 45*	*0 00*	*4 45*	*Sale*
	30 000	*467 38*	*02/21/12*	*439 77*	*0 00*	*27 61*	*Sale*
06/10/13	35 000	545 28	VARIOUS	513 22	0 00	32 06	Total of 2 lots
	3 tax lots for 06/12/13						
	30 000	*472 02*	*02/15/12*	*421 34*	*0 00*	*50 68*	*Sale*
	100 000	*1,573 42*	*02/17/12*	*1,447 16*	*0 00*	*126 26*	*Sale*
	70 000	*1,101 39*	*02/21/12*	*1,026 14*	*0 00*	*75 25*	*Sale*
06/12/13	200 000	3,146 83	VARIOUS	2,894 64	0 00	252 19	Total of 3 lots
	2 tax lots for 06/13/13						
	70 000	*1,082 45*	*02/15/12*	*983 11*	*0 00*	*99 34*	*Sale*
	80 000	*1,237 08*	*04/02/12*	*1,119 40*	*0 00*	*117 68*	*Sale*
06/13/13	150 000	2,319 53	VARIOUS	2,102 51	0 00	217 02	Total of 2 lots
	3 tax lots for 06/14/13						
	70 000	*1,087 08*	*04/02/12*	*979 47*	*0 00*	*107 61*	*Sale*
	20 000	*310 59*	*04/05/12*	*269 85*	*0 00*	*40 74*	*Sale*
	100 000	*1,559 16*	*04/05/12*	*1,349 23*	*0 00*	*209 93*	*Sale*
06/14/13	190 000	2,956 83	VARIOUS	2,598 55	0 00	358 28	Total of 3 lots
	2 tax lots for 08/27/13						
	20 000	*336 55*	*11/21/11*	*253 93*	*0 00*	*82 62*	*Sale*
	80 000	*1,346 19*	*04/05/12*	*1,079 38*	*0 00*	*266 81*	*Sale*
08/27/13	100 000	1,682 74	VARIOUS	1,333 31	0 00	349 43	Total of 2 lots
08/28/13	150 000	2,457 50	11/21/11	1,904 44	0 00	553 06	Sale
08/29/13	50 000	805 92	11/21/11	634 82	0 00	171 10	Sale
09/25/13	200 000	3,482 00	11/21/11	2,539 26	0 00	942 74	Sale
	3 tax lots for 09/26/13						
	80 000	*1,389 83*	*11/21/11*	*1,015 70*	*0 00*	*374 13*	*Sale*
	50 000	*868 64*	*11/22/11*	*626 73*	*0 00*	*241 91*	*Sale*
	20 000	*347 46*	*05/22/12*	*238 80*	*0 00*	*108 66*	*Sale*
09/26/13	150 000	2,605 93	VARIOUS	1,881 23	0 00	724 70	Total of 3 lots
09/27/13	90 000	1,559 57	05/22/12	1,074 60	0 00	484 97	Sale

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS

(continued)

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LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box E checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
	Security total	21,562 13		17,476 58	0 00	4,085 55	
LOWES COS INC / CUSIP 548661107 / Symbol LOW							
	2 tax lots for 06/10/13						
	100 000	*4,143 60*	*03/07/12*	*2,889 08*	*0 00*	*1,254 52*	*Sale*
	30 000	*1,243 08*	*05/22/12*	*778 50*	*0 00*	*464 58*	*Sale*
06/10/13	130 000	5,386 68	VARIOUS	3,667 58	0 00	1,719 10	Total of 2 lots
07/03/13	120 000	5,069 50	06/20/12	3,437 22	0 00	1,632 28	Sale
	Security total	10,456 18		7,104 80	0 00	3,351 38	
MACY'S INC / CUSIP 55616P104 / Symbol M							
06/10/13	5 000	244 30	05/22/12	182 85	0 00	61 45	Sale
	2 tax lots for 06/14/13						
	30 000	*1,451 36*	*02/03/12*	*1,082 63*	*0 00*	*368 73*	*Sale*
	10 000	*483 79*	*05/22/12*	*365 70*	*0 00*	*118 09*	*Sale*
06/14/13	40 000	1,935 15	VARIOUS	1,448 33	0 00	486 82	Total of 2 lots
	Security total	2,179 45		1,631 18	0.00	548 27	
MAGNA INTERNATIONAL INC / CUSIP 559222401 / Symbol							
03/01/13	75 000	4,139 50	02/15/12	3,224 90	0 00	914 60	Sale
	3 tax lots for 04/05/13						
	25 000	*1,430 83*	*11/22/11*	*841.66*	*0 00*	*589 17*	*Sale*
	15 000	*858 50*	*11/23/11*	*500 93*	*0 00*	*357 57*	*Sale*
	10 000	*572 33*	*02/15/12*	*429 99*	*0 00*	*142 34*	*Sale*
04/05/13	50 000	2,861 66	VARIOUS	1,772 58	0 00	1,089 08	Total of 3 lots
04/08/13	85 000	4,848 09	11/23/11	2,838 59	0 00	2,009 50	Sale
	Security total	11,849 25		7,836 07	0 00	4,013 18	
MARATHON OIL CORP / CUSIP 565849106 / Symbol MRO							
06/10/13	5 000	173 55	02/07/12	165.14	0 00	8 41	Sale
06/14/13	45 000	1,536 16	02/07/12	1,486 24	0 00	49 92	Sale
	2 tax lots for 09/23/13						
	35 000	*1,242 65*	*02/06/12*	*1,143 76*	*0 00*	*98 89*	*Sale*

Less commissions

Bessemer Trust Company N.A. Account 8M1354

2013

Proceeds Not Reported to the IRS
(continued)

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
MARATHON OIL CORP / CUSIP 565849106 / Symbol MRO (cont'd)							
	15 000	*532 57*	*02/07/12*	*495 41*	*0 00*	*37 16*	*Sale*
09/23/13	50 000	1,775.22	VARIOUS	1,639 17	0 00	136 05	Total of 2 lots
	3 tax lots for 09/24/13						
	35 000	*1,244 94*	*11/21/11*	*905 42*	*0 00*	*339 52*	*Sale*
	50 000	*1,778 48*	*02/03/12*	*1,616 13*	*0 00*	*162 35*	*Sale*
	15 000	*533 55*	*02/06/12*	*490 18*	*0 00*	*43 37*	*Sale*
09/24/13	100 000	3,556 97	VARIOUS	3,011 73	0 00	545 24	Total of 3 lots
Security total		7,041 90		6,302 28	0 00	739 62	
MICROSOFT CORP / CUSIP 594918104 / Symbol MSFT							
06/10/13	10 000	354 79	08/05/10	253 93	0 00	100 86	Sale
06/14/13	70 000	2,398 86	08/05/10	1,777 54	0 00	621 32	Sale
09/16/13	250 000	8,265 43	08/05/10	6,348 35	0 00	1,917 08	Sale
10/22/13	150 000	5,178 81	08/05/10	3,809 01	0 00	1,369 80	Sale
10/23/13	190 000	6,448 03	08/05/10	4,824.74	0.00	1,623 29	Sale
Security total		22,645 92		17,013 57	0 00	5,632 35	
MUNICH RE GROUP ADR / CUSIP 626188106 / Symbol MURG Y							
06/10/13	25 000	472 74	01/23/12	322 83	0 00	149 91	Sale
06/14/13	85 000	1,597 12	01/23/12	1,097 62	0 00	499 50	Sale
Security total		2,069 86		1,420 45	0 00	649 41	
NEWMONT MINING CORP / CUSIP 651639106 / Symbol NEM							
02/14/13	35 000	1,559 27	12/19/11	2,160 04	0 00	-600.77	Sale
NORDEA BK SWEDEN AB ADR / CUSIP 65557A206 / Symbol NRBA Y							
04/24/13	150 000	1,638 11	12/21/11	1,164 94	0 00	473 17	Sale
	3 tax lots for 04/25/13						
	125 000	*1,399 14*	*11/21/11*	*949 50*	*0 00*	*449 64*	*Sale*
	200 000	*2,238 63*	*12/20/11*	*1,519 78*	*0 00*	*718 85*	*Sale*
	25 000	*279 83*	*12/21/11*	*194 16*	*0 00*	*85 67*	*Sale*
04/25/13	350 000	3,917 60	VARIOUS	2,663 44	0 00	1,254 16	Total of 3 lots
06/14/13	45 000	542 69	05/23/12	345 37	0 00	197.32	Sale

Less commissions

Bessemer Trust Company N.A. | Account 8M1354

Proceeds Not Reported to the IRS
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LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box F checked

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
NORDEA BK SWEDEN AB ADR / CUSIP 65557A206 / Symbol NRBA Y (cont'd)							
	2 tax lots for 07/31/13						
	105 000	1,321 04	11/21/11	797 58	0 00	523 46	Sale
	20 000	251 63	05/23/12	153 50	0 00	98 13	Sale
07/31/13	125 000	1,572 67	VARIOUS	951 08	0 00	621 59	Total of 2 lots
	2 tax lots for 08/01/13						
	170 000	2,156 33	11/21/11	1,291 32	0 00	865 01	Sale
	30.000	380 53	11/22/11	224 39	0 00	156 14	Sale
08/01/13	200 000	2,536 86	VARIOUS	1,515 71	0 00	1,021 15	Total of 2 lots
	2 tax lots for 08/02/13						
	20 000	254 84	11/22/11	149 60	0 00	105 24	Sale
	105 000	1,337 93	12/19/11	773 15	0 00	564 78	Sale
08/02/13	125 000	1,592 77	VARIOUS	922 75	0 00	670 02	Total of 2 lots
08/05/13	45 000	573 47	12/19/11	331 35	0.00	242 12	Sale
	Security total	12,374 17		7,894 64	0 00	4,479 53	
OW LARGE CAP STRATEGIES FD / CUSIP 680414109 / Symbol OWLS X							
	2 tax lots for 06/14/13						
	446 700	4,837 76	09/22/06	5,842 84	0 00	-1,005 08	Sale
	487 358	5,278 09	09/22/06	6,374 64	0 00	-1,096 55	Sale
06/14/13	934 058	10,115 85	VARIOUS	12,217 48	0.00	-2,101.63	Total of 2 lots
12/11/13	8,237 232	100,000 00	09/22/06	107,742 99	0 00	-7,742 99	Sale
	Security total	110,115 85		119,960 47	0 00	-9,844 62	
OW GLOBAL SML & MID CAP FD / CUSIP 680414604 / Symbol OWSM X							
06/14/13	1,998 751	32,000 00	12/16/11	26,283 57	0.00	5,716 43	Sale
	5 tax lots for 12/11/13						
	632 911	11,006 32	02/06/08	7,455 69	0 00	3,550 63	Sale
	903 235	15,707 26	02/06/08	10,640 11	0 00	5,067 15	Sale
	964 884	16,779 33	10/03/08	9,947 95	0 00	6,831 38	Sale
	287 523	5,000 03	12/16/11	3,780 93	0 00	1,219 10	Sale
	1,236 749	21,507 06	06/22/12	17,178 45	0 00	4,328 61	Sale
12/11/13	4,025 302	70,000 00	VARIOUS	49,003 13	0.00	20,996 87	Total of 5 lots

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS

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LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
	Security total	102,000 00		75,286 70	0 00	26,713 30	
OW REAL RETURN FUND / CUSIP 680414703 / Symbol OWRR X							
06/14/13	1,939 394	16,000 00	09/22/06	21,663 03	0 00	-5,663 03	Sale
OW GLOBAL OPPORTUNITIES FD / CUSIP 680414802 / Symbol OWSO X							
	4 tax lots for 01/31/13						
	2,020 997	*15,682 93*	*11/28/07*	*20,209 97*	*0 00*	*-4,527 04*	*Sale*
	11,770 597	*91,339 84*	*11/28/07*	*117,705 97*	*0 00*	*-26,366 13*	*Sale*
	38 336	*297 49*	*01/17/08*	*350 77*	*0 00*	*-53 28*	*Sale*
	1,633 987	*12,679 74*	*02/06/08*	*15,000 00*	*0 00*	*-2,320 26*	*Sale*
01/31/13	15,463 917	120,000 00	VARIOUS	153,266 71	0 00	-33,266 71	Total of 4 lots
03/18/13	26,522 843	209,000 00	01/17/08	242,684 03	0 00	-33,684 03	Sale
06/10/13	996 217	7,900 00	01/17/08	9,115 39	0 00	-1,215 39	Sale
	2 tax lots for 06/14/13						
	6,540 964	*51,542 79*	*01/17/08*	*59,849 82*	*0 00*	*-8,307 03*	*Sale*
	5,514 874	*43,457 21*	*01/21/11*	*43,016 02*	*0 00*	*441 19*	*Sale*
06/14/13	12,055 838	95,000 00	VARIOUS	102,865 84	0 00	-7,865 84	Total of 2 lots
	2 tax lots for 09/25/13						
	348 459	*2,815 55*	*01/21/11*	*2,717 98*	*0 00*	*97 57*	*Sale*
	30,282 729	*244,684 45*	*08/16/12*	*222,578 06*	*0 00*	*22,106 39*	*Sale*
09/25/13	30,631 188	247,500 00	VARIOUS	225,296 04	0 00	22,203 96	Total of 2 lots
12/18/13	12,077 295	100,000 00	08/16/12	88,768 12	0 00	11,231 88	Sale
	Security total	779,400 00		821,996 13	0 00	-42,596 13	
SSE PLC ADR / CUSIP 78467K107 / Symbol SSEZ Y							
06/10/13	10 000	235 39	02/21/12	207 56	0 00	27 83	Sale
06/12/13	75 000	1,770 13	02/21/12	1,556 67	0 00	213 46	Sale
	2 tax lots for 06/13/13						
	65 000	*1,533 05*	*02/17/12*	*1,345 35*	*0 00*	*187 70*	*Sale*
	10 000	*235 85*	*02/21/12*	*207 56*	*0 00*	*28 29*	*Sale*
06/13/13	75 000	1,768 90	VARIOUS	1,552 91	0 00	215 99	Total of 2 lots

Less commissions

Bessemer Trust Company N.A. | Account 8M1354

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Proceeds Not Reported to the IRS
(continued)

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box E checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
SSE PLC ADR / CUSIP 78467K107 / Symbol SSEZ Y (cont'd)							
	2 tax lots for 06/14/13						
	40 000	*944 62*	*02/16/12*	*816 98*	*0 00*	*127 64*	*Sale*
	35 000	*826 55*	*02/17/12*	*724 42*	*0 00*	*102 13*	*Sale*
06/14/13	75 000	1,771 17	VARIOUS	1,541 40	0 00	229 77	Total of 2 lots
	2 tax lots for 06/17/13						
	15 000	*357 11*	*02/15/12*	*303 91*	*0 00*	*53 20*	*Sale*
	35 000	*833 26*	*02/16/12*	*714 85*	*0 00*	*118 41*	*Sale*
06/17/13	50 000	1,190 37	VARIOUS	1,018 76	0 00	171 61	Total of 2 lots
	2 tax lots for 06/18/13						
	15 000	*358 67*	*11/21/11*	*300 78*	*0 00*	*57 89*	*Sale*
	60 000	*1,434 69*	*02/15/12*	*1,215 63*	*0 00*	*219 06*	*Sale*
06/18/13	75 000	1,793 36	VARIOUS	1,516.41	0.00	276 95	Total of 2 lots
06/19/13	50 000	1,197.68	11/21/11	1,002 59	0.00	195.09	Sale
	2 tax lots for 06/20/13						
	35 000	*812 23*	*11/21/11*	*701 82*	*0 00*	*110 41*	*Sale*
	25 000	*580 16*	*11/22/11*	*499 75*	*0 00*	*80 41*	*Sale*
06/20/13	60 000	1,392 39	VARIOUS	1,201 57	0 00	190 82	Total of 2 lots
	Security total	11,119 39		9,597 87	0 00	1,521.52	
SANOFI - ADR / CUSIP 80105N105 / Symbol SNY							
06/10/13	10 000	534 29	02/08/12	371 39	0 00	162 90	Sale
	2 tax lots for 06/14/13						
	10 000	*536 19*	*02/06/12*	*366 86*	*0 00*	*169.33*	*Sale*
	25 000	*1,340 47*	*02/08/12*	*928 47*	*0 00*	*412 00*	*Sale*
06/14/13	35 000	1,876 66	VARIOUS	1,295 33	0 00	581 33	Total of 2 lots
	Security total	2,410 95		1,666.72	0.00	744 23	
SUMITOMO MITSUI FIN ADR / CUSIP 86562M209 / Symbol SMFG							
	3 tax lots for 02/14/13						
	580 000	*4,651 96*	*01/23/12*	*3,652 78*	*0 00*	*999 18*	*Sale*
	170 000	*1,363 51*	*01/24/12*	*1,074 94*	*0.00*	*288 57*	*Sale*

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS

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LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box E checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
SUMITOMO MITSUI FIN ADR / CUSIP 86562M209 / Symbol SMFG (cont'd)							
	250 000	*2,005 15*	*01/26/12*	*1,574 97*	*0 00*	*430 18*	*Sale*
02/14/13	1,000 000	8,020 62	VARIOUS	6,302 69	0 00	1,717 93	Total of 3 lots
03/20/13	50 000	419 35	01/23/12	314 89	0 00	104 46	Sale
	3 tax lots for 03/21/13						
	580 000	*4,828 80*	*11/21/11*	*3,127 59*	*0 00*	*1,701 21*	*Sale*
	120 000	*999.06*	*01/23/12*	*755 75*	*0 00*	*243 31*	*Sale*
	250 000	*2,081 38*	*01/25/12*	*1,571 22*	*0 00*	*510 16*	*Sale*
03/21/13	950 000	7,909.24	VARIOUS	5,454 56	0 00	2,454.68	Total of 3 lots
03/22/13	420 000	3,475 38	11/21/11	2,264 81	0 00	1,210 57	Sale
	Security total	19,824 59		14,336 95	0 00	5,487 64	
SUNCORP GROUP ADR / CUSIP 86723Y100 / Symbol SNMY Y							
	3 tax lots for 04/08/13						
	40 000	*475 88*	*02/01/12*	*357 43*	*0 00*	*118 45*	*Sale*
	100 000	*1,189 71*	*02/15/12*	*901 97*	*0 00*	*287.74*	*Sale*
	60 000	*713 82*	*02/21/12*	*542 00*	*0 00*	*171 82*	*Sale*
04/08/13	200 000	2,379 41	VARIOUS	1,801 40	0 00	578 01	Total of 3 lots
	2 tax lots for 04/09/13						
	60 000	*720 38*	*02/01/12*	*536 15*	*0 00*	*184 23*	*Sale*
	90 000	*1,080 58*	*02/17/12*	*803 13*	*0 00*	*277 45*	*Sale*
04/09/13	150 000	1,800 96	VARIOUS	1,339 28	0 00	461 68	Total of 2 lots
	3 tax lots for 04/11/13						
	90 000	*1,112 61*	*01/30/12*	*799 33*	*0 00*	*313 28*	*Sale*
	50 000	*618 11*	*01/31/12*	*444 42*	*0 00*	*173 69*	*Sale*
	110 000	*1,359 86*	*02/17/12*	*981 61*	*0 00*	*378 25*	*Sale*
04/11/13	250 000	3,090 58	VARIOUS	2,225 36	0 00	865 22	Total of 3 lots
	3 tax lots for 04/12/13						
	40 000	*495 37*	*01/24/12*	*348 70*	*0 00*	*146 67*	*Sale*
	100 000	*1,238 44*	*01/25/12*	*874 50*	*0 00*	*363 94*	*Sale*
	10 000	*123 84*	*01/30/12*	*88 81*	*0 00*	*35 03*	*Sale*
04/12/13	150 000	1,857 65	VARIOUS	1,312 01	0 00	545 64	Total of 3 lots

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
SUNCORP GROUP ADR / CUSIP 86723Y100 / Symbol SNMY Y (cont'd)							
	2 tax lots for 04/15/13						
	25 000	*307 29*	*11/23/11*	*202 15*	*0 00*	*105 14*	*Sale*
	60 000	*737 51*	*01/24/12*	*523 04*	*0 00*	*214 47*	*Sale*
04/15/13	85 000	1,044 80	VARIOUS	725 19	0.00	319 61	Total of 2 lots
Security total		10,173 40		7,403 24	0 00	2,770.16	
TARGET CORP / CUSIP 87612E106 / Symbol TGT							
06/10/13	10 000	704 58	01/24/12	505 75	0 00	198 83	Sale
06/14/13	25 000	1,724 71	01/24/12	1,264 38	0 00	460 33	Sale
Security total		2,429 29		1,770 13	0 00	659 16	
TELE2 AB ADR / CUSIP 87952P307 / Symbol TLTZ Y							
	2 tax lots for 06/24/13						
	20 000	*113 20*	*02/07/12*	*193 47*	*0 00*	*-80 27*	*Sale*
	65 000	*367 93*	*02/07/12*	*628 79*	*0 00*	*-260 86*	*Sale*
06/24/13	85 000	481 13	VARIOUS	822 26	0.00	-341 13	Total of 2 lots
TEVA PHARM INDS LTD ADR / CUSIP 881624209 / Symbol TEVA							
06/10/13	10 000	395 89	01/26/12	456 31	0 00	-60 42	Sale
06/14/13	35 000	1,363 92	01/26/12	1,597 08	0 00	-233 16	Sale
	3 tax lots for 10/31/13						
	20 000	*748 10*	*11/21/11*	*771 35*	*0 00*	*-23 25*	*Sale*
	100 000	*3,740 49*	*01/27/12*	*4,523 16*	*0 00*	*-782 67*	*Sale*
	30.000	*1,122 15*	*05/22/12*	*1,178 91*	*0 00*	*-56 76*	*Sale*
10/31/13	150 000	5,610 74	VARIOUS	6,473 42	0 00	-862 68	Total of 3 lots
11/08/13	100 000	3,719 08	11/21/11	3,856 73	0 00	-137 65	Sale
11/11/13	50 000	1,857 16	11/21/11	1,928 36	0 00	-71 20	Sale
	2 tax lots for 11/12/13						
	5 000	*187 61*	*11/21/11*	*192 84*	*0 00*	*-5 23*	*Sale*
	50 000	*1,876 07*	*11/22/11*	*1,925 00*	*0 00*	*-48 93*	*Sale*
11/12/13	55 000	2,063 68	VARIOUS	2,117 84	0 00	-54 16	Total of 2 lots
Security total		15,010 47		16,429.74	0 00	-1,419 27	

Less commissions

Bessemer Trust Company N.A. | Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
TIM PARTICIPACOES SA ADR / CUSIP 88706P205 / Symbol TSU							
	3 tax lots for 10/16/13						
	10 000	*269 39*	*01/30/12*	*. 282 21*	*0 00*	*-12 82*	*Sale*
	50 000	*1,346 94*	*01/31/12*	*1,399 46*	*0 00*	*-52 52*	*Sale*
	40 000	*1,077 55*	*02/01/12*	*1,119 53*	*0 00*	*-41 98*	*Sale*
10/16/13	100 000	2,693 88	VARIOUS	2,801.20	0 00	-107 32	Total of 3 lots
	2 tax lots for 10/17/13						
	15 000	*405 67*	*01/23/12*	*419 63*	*0 00*	*-13 96*	*Sale*
	35 000	*946 58*	*02/01/12*	*979 58*	*0 00*	*-33 00*	*Sale*
10/17/13	50 000	1,352.25	VARIOUS	1,399 21	0 00	-46 96	Total of 2 lots
	3 tax lots for 10/18/13						
	10 000	*271 34*	*01/23/12*	*279 75*	*0 00*	*-8 41*	*Sale*
	15 000	*407 00*	*01/24/12*	*418 67*	*0 00*	*-11 67*	*Sale*
	75 000	*2,035 01*	*02/03/12*	*2,098 12*	*0 00*	*-63 11*	*Sale*
10/18/13	100 000	2,713 35	VARIOUS	2,796 54	0 00	-83 19	Total of 3 lots
	Security total	6,759 48		6,996 95	0 00	-237.47	
TOTAL SA ADR / CUSIP 89151E109 / Symbol TOT							
06/10/13	10 000	499 69	02/08/12	543 55	0 00	-43 86	Sale
06/14/13	30 000	1,494 87	02/08/12	1,630 65	0 00	-135 78	Sale
	Security total	1,994 56		2,174 20	0 00	-179 64	
UNITEDHEALTH GROUP INC / CUSIP 91324P102 / Symbol UNH							
06/14/13	30 000	1,913 35	02/15/12	1,638 53	0 00	274 82	Sale
	2 tax lots for 07/17/13						
	90 000	*5,984 28*	*11/21/11*	*3,995 89*	*0 00*	*1,988 39*	*Sale*
	35 000	*2,327 22*	*02/15/12*	*1,911 61*	*0 00*	*415 61*	*Sale*
07/17/13	125 000	8,311 50	VARIOUS	5,907 50	0 00	2,404 00	Total of 2 lots
08/26/13	75 000	5,440 54	07/25/12	3,937 73	0 00	1,502 81	Sale
08/27/13	60 000	4,297 97	11/21/11	2,663 93	0 00	1,634 04	Sale
	Security total	19,963 36		14,147 69	0 00	5,815 67	
VODAFONE GP PLC NEW ADR / CUSIP 92857W209 / Symbol VOD							
06/10/13	10 000	296 94	05/25/12	271 71	0 00	25 23	Sale

Less commissions

Bessemer Trust Company N.A. Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box E checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
VODAFONE GP PLC NEW ADR / CUSIP 92857W209 / Symbol VOD (cont'd)							
06/14/13	35 000	986 62	05/25/12	950 98	0 00	35 64	Sale
	2 tax lots for 09/04/13						
	35 000	*1,126 11*	*05/25/12*	*950 98*	*0 00*	*175 13*	*Sale*
	40 000	*1,286 98*	*06/21/12*	*1,113 78*	*0 00*	*173 20*	*Sale*
09/04/13	75 000	2,413 09	VARIOUS	2,064 76	0 00	348 33	Total of 2 lots
	2 tax lots for 09/05/13						
	20 000	*653 67*	*05/25/12*	*543 42*	*0 00*	*110 25*	*Sale*
	30 000	*980 50*	*05/29/12*	*812 94*	*0 00*	*167 56*	*Sale*
09/05/13	50 000	1,634 17	VARIOUS	1,356 36	0 00	277 81	Total of 2 lots
	2 tax lots for 09/11/13						
	5 000	*165 42*	*05/24/12*	*135 30*	*0 00*	*30 12*	*Sale*
	70 000	*2,315 85*	*05/29/12*	*1,896 86*	*0 00*	*418 99*	*Sale*
09/11/13	75 000	2,481 27	VARIOUS	2,032 16	0 00	449 11	Total of 2 lots
09/12/13	75 000	2,492 32	05/24/12	2,029 50	0 00	462 82	Sale
09/13/13	70 000	2,347 71	05/24/12	1,894 20	0 00	453 51	Sale
Security total		12,652 12		10,599 67	0 00	2,052 45	
WALGREEN CO / CUSIP 931422109 / Symbol WAG							
11/08/13	150 000	8,914 95	10/18/12	5,409 66	0.00	3,505 29	Sale
11/11/13	25 000	1,489 32	10/18/12	901 61	0.00	587 71	Sale
Security total		10,404 27		6,311 27	0 00	4,093 00	
WASTE MANAGEMENT INC NEW / CUSIP 94106L109 / Symbol WM							
	2 tax lots for 08/26/13						
	35 000	*1,473 55*	*06/20/12*	*1,146 13*	*0 00*	*327 42*	*Sale*
	15 000	*631 52*	*08/02/12*	*513 39*	*0 00*	*118 13*	*Sale*
08/26/13	50 000	2,105 07	VARIOUS	1,659 52	0 00	445 55	Total of 2 lots
08/27/13	50 000	2,067 99	06/20/12	1,637 33	0 00	430 66	Sale
	2 tax lots for 08/28/13						
	40 000	*1,644 08*	*06/20/12*	*1,309 87*	*0 00*	*334 21*	*Sale*
	50 000	*2,055 09*	*06/21/12*	*1,634 96*	*0 00*	*420 13*	*Sale*
08/28/13	90 000	3,699 17	VARIOUS	2,944 83	0 00	754 34	Total of 2 lots

Less commissions

Bessemer Trust Company N.A.

Account 8M1354

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS ***NOT reported on Form 1099-B***
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
	Security total	7,872 23		6,241 68	0 00	1,630 55	
WHARF HOLDINGS ADR / CUSIP 962257408 / Symbol WARFY							
06/10/13	10 000	175 13	12/01/11	99.10	0 00	76 03	Sale
	2 tax lots for 06/14/13						
	10 000	*174 09*	*11/22/11*	*95 93*	*0 00*	*78 16*	*Sale*
	25 000	*435 24*	*12/01/11*	*247 75*	*0 00*	*187 49*	*Sale*
06/14/13	35 000	609 33	VARIOUS	343 68	0 00	265.65	Total of 2 lots
	Security total	784 46		442 78	0 00	341 68	
ZIMMER HLDGS INC / CUSIP 98956P102 / Symbol ZMH							
06/14/13	30 000	2,332 14	05/01/12	1,932 76	0 00	399 38	Sale
ACCENTURE PLC CL A / CUSIP G1151C101 / Symbol ACN							
03/19/13	100 000	7,599 17	01/24/12	5,647 71	0 00	1,951 46	Sale
06/10/13	5 000	404 34	05/22/12	295 51	0 00	108 83	Sale
	2 tax lots for 06/14/13						
	5 000	*402 19*	*01/23/12*	*280 30*	*0 00*	*121 89*	*Sale*
	10 000	*804 38*	*05/22/12*	*591 02*	*0 00*	*213 36*	*Sale*
06/14/13	15 000	1,206 57	VARIOUS	871 32	0.00	335 25	Total of 2 lots
	Security total	9,210 08		6,814 54	0 00	2,395 54	
ACE LIMITED / CUSIP H0023R105 / Symbol ACE							
06/10/13	5 000	447 39	06/09/10	248 83	0 00	198 56	Sale
06/14/13	20 000	1,776 16	06/09/10	995 31	0 00	780 85	Sale
	Security total	2,223 55		1,244 14	0 00	979 41	
AVAGO TECHNOLOGIES / CUSIP Y0486S104 / Symbol AVGO							
11/08/13	100 000	4,387 66	09/21/12	3,544 70	0 00	842 96	Sale
	Totals:	**1,387,995.51**		**1,355,063.22**	**0 00**	**32,932.29**	
	From Page 15	287,715.43		271,582.12			
		1,675,712		1,626,645			

Bessemer Trust 8M1354

Less commissions

Bessemer Trust Company N.A.

Account 8M3927

Proceeds Not Reported to the IRS

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
COSTCO WHOLESALE CORP 1 1/8% 12/15/17 / CUSIP 22160KAE5 / Symbol							
04/01/13	30,000 000	30,137 40	11/28/12	29,994 00	0 00	143 40	Sale
JP MORGAN CHASE & CO 3 15% 07/05/16 / CUSIP 46625HJA9 / Symbol							
03/11/13	30,000 000	31,839 90	08/06/12	31,640 10	0 00	199 80	Sale
MICROSOFT CORP 0 7/8% 11/15/17 / CUSIP 594918AP9 / Symbol							
04/01/13	25,000.000	24,911 00	11/02/12	24,867 77	0 00	43 23	Sale
US TREASURY NOTE 2 5/8% 01/31/18 / CUSIP 912828PT1 / Symbol							
04/01/13	25,000 000	27,285 16	04/19/12	27,212 89	0.00	72 27	Sale
US TREASURY NOTE 2 1/8% 08/15/21 / CUSIP 912828RC6 / Symbol							
	5 tax lots for 03/18/13						
	3,000 000	*3,111 33*	*08/14/12*	*3,146 60*	*0 00*	*-35 27*	*Sale*
	28,000 000	*29,039 06*	*08/14/12*	*29,368 28*	*0 00*	*-329 22*	*Sale*
	33,000 000	*34,224 61*	*08/14/12*	*34,612 62*	*0 00*	*-388 01*	*Sale*
	37,000 000	*38,373 05*	*08/14/12*	*38,808 09*	*0 00*	*-435 04*	*Sale*
	62,000 000	*64,300 78*	*08/14/12*	*65,029 77*	*0 00*	*-728 99*	*Sale*
03/18/13	163,000 000	169,048 83	VARIOUS	170,965 36	0 00	-1,916 53	Total of 5 lots
US TREASURY NOTES 2% 11/15/21 / CUSIP 912828RR3 / Symbol							
	4 tax lots for 03/18/13						
	6,000 000	*6,138 28*	*11/16/12*	*6,310 31*	*0 00*	*-172 03*	*Sale*
	6,000 000	*6,138 28*	*11/16/12*	*6,310 31*	*0 00*	*-172 03*	*Sale*
	71,000 000	*72,636 33*	*11/16/12*	*74,672 03*	*0 00*	*-2,035 70*	*Sale*
	77,000 000	*78,774 61*	*11/16/12*	*80,982 34*	*0 00*	*-2,207 73*	*Sale*
03/18/13	160,000 000	163,687.50	VARIOUS	168,274 99	0 00	-4,587 49	Total of 4 lots
US TREASURY NOTE 0 1/4% 12/15/15 / CUSIP 912828UC2 / Symbol							
11/14/13	70,000 000	69,879.68	08/15/13	69,633 59	0 00	246 09	Sale
12/03/13	40,000 000	39,968 75	11/18/13	39,951 57	0 00	17 18	Sale
	Security total	109,848 43		109,585 16	0 00	263 27	
US TREASURY NOTES 0 1/4% 02/28/15 / CUSIP 912828UP3 / Symbol							
04/19/13	24,000 000	24,008 44	04/01/13	24,006 56	0 00	1 88	Sale

Less commissions

Bessemer Trust 8M3927

Bessemer Trust Company N.A. | Account 8M3927

Proceeds Not Reported to the IRS

(continued)

2013

SHORT-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part I, with Box C checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
US TREASURY NOTES 0 1/4% 02/28/15 / CUSIP 912828UP3 / Symbol (cont'd)							
	2 tax lots for 04/25/13						
	5,000 000	*5,002 54*	*04/01/13*	*5,001 37*	*0 00*	*1 17*	*Sale*
	30,000 000	*30,015 24*	*04/01/13*	*30,008 20*	*0 00*	*7 04*	*Sale*
04/25/13	35,000 000	35,017 78	VARIOUS	35,009 57	0 00	8 21	Total of 2 lots
	4 tax lots for 08/15/13						
	7,000 000	*6,997 54*	*03/18/13*	*7,000 27*	*0 00*	*-2 73*	*Sale*
	54,000 000	*53,981 01*	*03/18/13*	*54,002 11*	*0 00*	*-21 10*	*Sale*
	54,000 000	*53,981 02*	*03/18/13*	*54,002 11*	*0 00*	*-21 09*	*Sale*
	356,000 000	*355,874 84*	*04/01/13*	*356,097 35*	*0 00*	*-222 51*	*Sale*
08/15/13	471,000 000	470,834 41	VARIOUS	471,101 84	0 00	-267.43	Total of 4 lots
	Security total	529,860 63		530,117 97	0 00	-257 34	
	Totals: To Pg 90	**1,086,618.85**		**1,092,658.24**	**0.00**	**-6,039.39**	

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B

Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
DOMINION RESOURCES INC 1 4% 09/15/17 / CUSIP 25746UBR9 / Symbol							
11/18/13	25,000 000	24,829 25	09/11/12	24,978 25	0 00	-149 00	Sale
ENERGY NW WA ELEC REV TAX 2 147% 07/01/18 / CUSIP 29270CYL3 / Symbol							
10/02/13	25,000 000	25,053 25	09/11/12	25,439 25	0 00	-386 00	Sale
ONTARIO (PROVINCE OF) 1 1% 10/25/17 / CUSIP 68323ABM5 / Symbol							
11/18/13	25,000 000	24,903 25	10/18/12	24,966.00	0 00	-62 75	Sale
PRAXAIR INC 1 05% 11/07/17 / CUSIP 74005PBC7 / Symbol							
11/04/13	25,000 000	24,637 75	11/02/12	24,990 25	0 00	-352 50	Sale
PRIVATE EXPORT FUNDING 2 1/8% 07/15/16 / CUSIP 742651DL3 / Symbol							
04/01/13	160,000 000	167,977 60	09/08/11	166,128 00	0 00	1,849 60	Sale

Less commissions

Bessemer Trust Company N.A.

Account 8M3927

Proceeds Not Reported to the IRS
(continued)

2013

LONG-TERM TRANSACTIONS NOT reported on Form 1099-B
Report on Form 8949, Part II, with Box F checked

Description / CUSIP / Symbol

Date of Sale or exchange	Quantity	Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis	Wash sale loss disallowed	Gain or loss(-)	Additional information
US TREASURY NOTES 2 3/4% 12/31/17 / CUSIP 912828PN4 / Symbol							
	2 tax lots for 01/16/13						
	5,000 000	*5,495 12*	*09/29/11*	*5,423 44*	*0 00*	*71 68*	*Sale*
	30,000 000	*32,970 70*	*09/29/11*	*32,540 62*	*0 00*	*430 08*	*Sale*
01/16/13	35,000 000	38,465 82	VARIOUS	37,964 06	0 00	501 76	Total of 2 lots
03/11/13	15,000 000	16,349 42	09/29/11	16,270 31	0 00	79 11	Sale
	2 tax lots for 04/01/13						
	53,000 000	*58,113 67*	*09/29/11*	*57,488 44*	*0 00*	*625 23*	*Sale*
	98,000 000	*107,455 47*	*09/29/11*	*106,299 37*	*0 00*	*1,156 10*	*Sale*
04/01/13	151,000 000	165,569.14	VARIOUS	163,787 81	0.00	1,781 33	Total of 2 lots
	Security total	220,384 38		218,022 18	0 00	2,362 20	
	Totals:	**487,785.48**		**484,523.93**	**0.00**	**3,261.55**	
	From Pg 89	1,086,618.85		1,092,658.24			
	Total	1,574,404		1,577,182			

Less commissions

Miscellaneous Statement

Substantial Contributor, Part VII-A, Question 10		
Phyllis M. Wyeth		
101 S Fairville Road		
Chadds Ford, PA 19317		

Total

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BANK FEES	149.	0.	0.	0.
DUES	725.	0.	0.	0.
INSURANCE	1,824.	0.	0.	0.
MEETING EXPENSE	235.	0.	0.	0.
Acquistion of painting for charitable purpose	0.	0.	0.	250,000.
Amortization	0.	0.	0.	0.
Total	2,933.	0.	0.	250,000.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
Old Westbury Private Equity Fund IX	P	01/01/13	12/31/13
Old Westbury Private Equity Fund IX	P	01/01/11	12/31/13
Bessemer Trust Account 8M1354 Capital Gain Distribution	P	01/01/11	12/31/13

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (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)
0.		185.	-185.
19,183.		0.	19,183.
69,109.		0.	69,109.
Total		185.	88,107.

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) **or** losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			-185.
			19,183.
			69,109.
Total			88,107.

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person . . [X] Business . [ ] MARY BETH DOLAN 10 SEA STREET TENANTS HARBOR ME 04860	TRUSTEE 1.00	0.	0.	0.
Person . . [X] Business . [ ] GREGORY F FIELDS 3120 KENNETT PK WILMINGTON DE 19807	TRUSTEE 1.00	12,000.	0.	0.
Person . . [X] Business . [ ] LISA A FLAGG 101 S FAIRVILLE RD CHADDS FORD PA 19317	SECRETARY 5.00	7,600.	0.	0.
Total		19,600.	0.	0.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox / Amount
a *Paid during the year*				
POPE MEMORIAL HUMANE SOCIETY PO BOX 1294 ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	ANIMAL WELFARE EFFORTS	Person or [ ] Business [X] 10,000.
ST GEORGE FIREFIGHTERS PO BOX 249 TENANTS HARBOR ME 04860	N/A	Public Charity 501(C)(3)	SUPPORT VOLUNTEER FIREFIGHTERS/AMBULANCE	Person or [ ] Business [X] 1,000.
GULF OF MAINE RESEARCH CENTER 350 COMMERCIAL ST PORTLAND ME 04101	N/A	Public Charity 501(C)(3)	ENVIRONMENTAL RESEARCH	Person or [ ] Business [X] 1,000.
ISLAND INSTITUTE 386 MAIN STREET ROCKLAND ME 04841	N/A	Public Charity 501(C)(3)	SUPPORT RESEARCH ON ENERGY SOURCES MONHEGAN ISLAND	Person or [ ] Business [X] 5,000.
BULL RUN MOUNTAIN CONSERVANCY PO BOX 210 BROAD RUN VA 20137	N/A	Public Charity 501(C)(3)	PROVIDE SUPPORT FOR HISTORIC & ENVIRONMENTAL PROGRAMS	Person or [ ] Business [X] 500.

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
MISCA PO BOX 308 MONHEGAN ME 04852	N/A	Public Charity 501C(3)	CAPITAL CAMPAIGN ROOF REPAIRS	Person or Business X 45,000.
PRIMITIVE HALL FOUNDATION PO BOX 293 UNIONVILLE PA 19375	N/A	Public Charity 501C(3)	PROGRAM SUPPORT	Person or Business X 500.
LIFEFLIGHT FOUNDATION 52 S UNION ROAD UNION ME 04862	N/A	Public Charity 501(C)(3)	SUPPORT MEDICAL FLIGHTS	Person or Business X 1,000.
ST. GEORGE SAILING FOUNDATION PO BOX 435 TENANTS HARBOR ME 04860	N/A	Public Charity 501(C)(3)	GENERAL SUPPORT COMMUNITY SAILING	Person or Business X 500.
S.A.V.E. 101 EAST STREET RD. KENNETT SQUARE PA 19340	N/A	Public Charity 501(C)(3)	ROADWAY SAFETY & LAND PRESERVATION	Person or Business X 500.
STOCKINGS FOR SOLDIERS PO BOX 700 HOCKESSIN DE 19707	N/A	Public Charity 501(C)(3)	SUPPORT MAILING OF GIFTS TO SOLDIERS	Person or Business X 500.
				Person or Business
				Person or Business
				Person or Business
				Person or Business X
Total				65,500.

Form 990-PF, Page 1, Part I, Line 10
L-10 Stmt

Line 10 - Gross Sales of Inventory	Gross Sales Less: Returns and Allowances	Less: Cost of Goods Sold	Gross Profit (Loss)
Prints of "Old Kris"	2,066.	668.	1,398.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
B-103 CORP	ACCOUNT, TAX RETURNS, MGMT.	59,500.	29,750.		14,875.
Total		59,500.	29,750.		14,875.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BESSEMER TRUST	INVESTMENT MANAGEMENT	16,797.			
JAY CANTOR	ART APPRAISAL	750.			
Total		17,547.			

Form 990-PF, Page 2, Part II, Line 10a
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	State and Local Obligations FMV	End of Year US Government Obligations Book Value	US Government Obligations FMV
SEE ATTACHED SCHEDULE	30,000.	30,555.	724,214.	704,937.
Total	30,000.	30,555.	724,214.	704,937.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
SEE ATTACHED SCHEDULE	3,517,287.	4,367,768.
Total	3,517,287.	4,367,768.

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	Fair Market Value
SEE ATTACHED SCHEDULE	607,825.	614,302.
Total	607,825.	614,302.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
REAL RETURN FUND - SEE SCHEDULE	337,912.	259,036.
ALTERNATIVE ASSETS	761,932.	898,937.
Total	1,099,844.	1,157,973.

Alternative Assets:

Bessemer OW Private Equity Fund IX Inception 12/6/06	261,932	266,646
Bessemer 5th Ave SP SIT offshore	250,000	338,235
Bessemer 5th Ave Global Equity Off FD LTD	250,000	294,056
	$761,932	898,937

Trade date basis

ACCOUNT HOLDINGS

Cash and Short Term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
CASH AVAILABLE (8M1354)			$77		$77	< 0 1%			
BESSEMER SWEEP PROGRAM (8M1355) 0 010 %	18,033 390	1 00	18,033	1 000	18,033	16 4		1	0 01
FED GOVT OBLIG FUND #395 (8M1354) 0 010 %	91,700	1 00	91,700	1 000	91,700	83 5		9	0 01
Total cash and short term			**$109,810**		**$109,810**	**100.0%**		**$10**	

Fixed Income

Fixed Income - cash and short term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
CASH AVAILABLE (8M3927)			$266		$266	< 0 1%	$0		
FED GOVT OBLIG FUND #395 (8M3927) 0 010 %	16,800	1 00	16,800	1 000	16,800	1 2	0	1	0 01
Total fixed income - cash and short term			**$17,066**		**$17,066**	**1.3%**	**$0**	**$1**	**0.01%**

Line L-10 a

US government bonds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
FEDERAL NATL MTG ASSN 5 000 % Due 04/15/2015	25,000	$113 80	$28,449	$106 060	$26 515	1 9%	($1 934)	$1 250	4 71%
US TREASURY NOTE 0 250 % Due 12/15/2015	411,000	99 49	408,888	99 777	410,083	30 0	1 195	1,027	0 25
FEDERAL HOME LOAN BANK 0 625 % Due 12/28/2016	70 000	99 73	69,811	99 581	69,706	5 1	(105)	437	0 63
US TREASURY BONDS 7 250 % Due 08/15/2022	147,000	147 66	217,066	135 125	198,633	14 5	(18,433)	10,657	5 37
Total US government bonds			**$724,214** 1		**$704,937** 2	**51.6%**	**($19,277)**	**$13,371**	**1.90%**

L-10a Stmt

Trade date basis

Taxable municipal bonds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
NJ ECON DEV AUTH TAXABLE SER FF REV Not callable 3.169 % Due 09/01/2014 A1 /A+	**30,000**	**$100.00**	**$30,000** 1	**$101.852**	**$30,555** 2	**2.2%**	**$555**	**$950**	**3.11%**

Total Line 10c Σ1 = 754,214 Σ2 = 735,492

Line 10c Stmt:

Corporate bonds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
BERKSHIRE HATHAWAY INC 3 200 % Due 02/11/2015 Aa2 /AA	30,000	$100 09	$30,027	$103 070	$30,921	2 3%	$894	$960	3 10%
PROCTER & GAMBLE CO 3 500 % Due 02/15/2015 Aa3 /AA-	30,000	99 58	29,874	103 309	30,992	2 3	1,118	1,050	3 39
JPMORGAN CHASE & CO FRN 3ML+112 50 1 370 % Due 09/22/2015 A3 /A	47,000	101 81	47,853	101 238	47,581	3 5	(272)	644	1 35
CELGENE CORP 2 450 % Due 10/15/2015 Baa2 /BBB+	30,000	97 62	29,286	102 729	30,818	2 3	1,532	735	2 38
ANHEUSER-BUSCH INBEV FIN 0 800 % Due 01/15/2016 A3 /A	50,000	99 99	49,997	99 931	49,965	3 7	(32)	400	0 80
NBCUNIVERSAL MEDIA LLC 2 875 % Due 04/01/2016 A3 /A-	35,000	105 81	37,035	104 095	36,433	2 7	(602)	1,006	2 76
TEXAS INSTRUMENT INC TXN 2 375 16 2 375 % Due 05/16/2016 A1 /A+	25,000	99 49	24,873	103 654	25,913	1 9	1,040	593	2 29
COCA-COLA CO 1 800 % Due 09/01/2016 Aa3 /AA-	25,000	102 80	25,700	102 402	25,600	1 9	(100)	450	1 76
TOYOTA MOTOR CREDIT CORP 2 000 % Due 09/15/2016 Aa3 /AA-	40,000	99 48	39,792	102 861	41,144	3 0	1,352	800	1 94
JOHNSON & JOHNSON 0 700 % Due 11/28/2016 Aaa /AAA	40,000	99 88	39,951	99 387	39,754	2 9	(197)	280	0 70
GENERAL ELEC CAP CORP 2 900 % Due 01/09/2017 A1 /AA+	40,000	103 17	41,269	104 397	41,758	3 1	489	1 160	2 78

Line 10c Total

Line 10c Schedule

Trade date basis

Corporate bonds - continued	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
BB&T CORPORATION 2 150 % Due 03/22/2017 A2 /A-	25,000	102 28	25,570	101 105	25,276	1 9	(294)	537	2 13
AMERICAN EXPRESS CREDIT 2 375 % Due 03/24/2017 A2 /A-	27,000	99 73	26,926	102 788	27,752	2 0	826	641	2 31
US BANCORP 1 650 % Due 05/15/2017 A1 /A+	30,000	99 81	29,943	100 210	30,063	2 2	120	495	1 65
APPLE INC FRN 3ML + 25 0 492 % Due 05/03/2018 Aa1 /AA+	30,000	99 78	29,933	99 831	29,949	2 2	16	147	0 49
Total corporate bonds			**$508,029** 3		**$513,919** 4	**37.6%**	**$5,890**	**$9,898**	**1.93%**

International bonds

International bonds	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
SHELL INTERNATIONAL FIN 4 000 % Due 03/21/2014 Aa1 /AA	30,000	$99 97	$29,991	$100 794	$30,238	2 2%	$247	$1 200	3 97%
DIAGEO CAPITAL PLC 0 625 % Due 04/29/2016 A3 /A-	35,000	99 81	34,935	99 450	34,807	2 6	(128)	218	0 63
KFW 1 250 % Due 02/15/2017 Aaa /AAA	35,000	99 63	34,870	100 967	35,338	2 6	468	437	1 24
Total international bonds			**$99,796** 3		**$100,383** 4	**7.3%**	**$587**	**$1,855**	**1.85%**
Total fixed income			**$1,379,105**		**$1,366,860**	**100.0%**	**($12,245)**	**$26,075**	**1.91%**

Total Line 10c Σ 3 = 607,825 Σ 4 = 614,302

Line 10-b Stmt:

Large Cap Core - U.S.

Consumer discretionary	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
DOLLAR GENERAL CORP (DG)	310	$43 26	$13,410	$60 320	$18,699	4 1%	$5 289		
L BRANDS INC (LB)	200	57 80	11,559	61 850	12,370	2 7	811	240	1 94

Line 10c Total

Line 10-b Schedule

Trade date basis

Consumer discretionary - continued	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
MACY'S INC *(M)*	355	34 29	12,174	53 400	18,957	4 2	6,783	355	1 87
TARGET CORP *(TGT)*	225	55 72	12,538	63 270	14,235	3 1	1,697	387	2 72
VIACOM INC CL B NEW *(VIAB)*	120	62 97	7,556	87 340	10,480	2 3	2,924	144	1 37
Total consumer discretionary			**$57,237**		**$74,741**	**16.5%**	**$17,504**	**$1,126**	**1.51%**
Consumer staples									
CVS/CAREMARK CORP *(CVS)*	215	$37 83	$8,133	$71 570	$15,387	3 4%	$7 254	$236	1 54%
LORILLARD INC COM *(LO)*	175	44 73	7,828	50 680	8,869	2 0	1 041	385	4 34
WALGREEN CO *(WAG)*	160	35 98	5,757	57 440	9,190	2 0	3 433	201	2 19
Total consumer staples			**$21,718**		**$33,446**	**7.4%**	**$11,728**	**$822**	**2.46%**
Energy									
CONOCOPHILLIPS *(COP)*	170	$52 92	$8,997	$70 650	$12,010	2 7%	$3,013	$469	3 91%
MARATHON OIL CORP *(MRO)*	235	25 62	6,020	35 300	8,295	1 8	2,275	178	2 15
Total energy			**$15,017**		**$20,305**	**4.5%**	**$5,288**	**$647**	**3.19%**
Financials									
ACE LIMITED	180	$49 76	$8,957	$103 530	$18,635	4 1%	$9,678	$453	2 43%
AMERICAN INTL GROUP INC *(AIG)*	230	40 95	9,418	51 050	11,741	2 6	2,323	92	0 78
CITIGROUP INC *(C)*	235	29 83	7,009	52 110	12,245	2 7	5,236	9	0 08
KEYCORP NEW *(KEY)*	475	12 67	6,017	13 420	6,374	1 4	357	104	1 64
MORGAN STANLEY GRP INC *(MS)*	200	29 26	5,852	31 360	6,272	1 4	420	40	0 64
Total financials			**$37,253**		**$55,267**	**12.2%**	**$18,014**	**$698**	**1.26%**
Health care									
AETNA INC NEW *(AET)*	220	$43 26	$9,518	$68 590	$15,089	3 3%	$5 571	$198	1 31%

Line 10-b Sched

BESSEMER TRUST

INVDD9 - THE WYETH FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
MYLAN INC *(MYL)*	500	41 11	20,553	43 400	21,700	4 8	1 147		
PFIZER INC *(PFE)*	675	29 39	19,841	30 630	20,675	4 6	834	702	3 40
THERMO FISHER SCIENTIFIC *(TMO)*	185	57 29	10,599	111 350	20 599	4 5	10,000	111	0 54
ZIMMER HLDGS INC *(ZMH)*	265	62 94	16,679	93 190	24,695	5 4	8,016	212	0 86
Total health care			**$77,190**		**$102,758**	**22.6%**	**$25,568**	**$1,223**	**1.19%**
Industrials									
CUMMINS INC *(CMI)*	50	$128 82	$6,441	$140 970	$7,048	1 6%	$607	$125	1 77%
ILLINOIS TOOL WORKS INC *(ITW)*	195	67 92	13,244	84 080	16,395	3 6	3 151	327	2 00
NIELSEN HOLDINGS BV	200	32 56	6,512	45 890	9,178	2 0	2,666	160	1 74
UNION PACIFIC CORP *(UNP)*	100	158 23	15,823	168 000	16,800	3 7	977	316	1 88
Total industrials			**$42,020**		**$49,421**	**10.9%**	**$7,401**	**$928**	**1.88%**
Information technology									
ACCENTURE PLC CL A	120	$55 14	$6,617	$82 220	$9 866	2 2%	$3,249	$223	2 26%
APPLE INC *(AAPL)*	45	481 96	21,688	561 020	25,245	5 6	3,557	549	2 17
AVAGO TECHNOLOGIES	330	35 13	11,592	52 879	17,450	3 8	5,858	330	1 89
INTERNATIONAL BUS MACHINES *(IBM)*	90	187 70	16,893	187 570	16,881	3 7	(12)	342	2 03
QUALCOMM INC *(QCOM)*	275	62 76	17,258	74 250	20,418	4 5	3,160	385	1 89
Total information technology			**$74,048**		**$89,860**	**19.8%**	**$15,812**	**$1,829**	**2.04%**
Telecom services									
CENTURYLINK INC *(CTL)*	230	$37.50	$8,626	$31.850	$7,325	1.6%	($1,301)	$496	6.78%

Line 10-b Sched

BESSEMER TRUST

Trade date basis

Utilities	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
AMERICAN WATER WORKS CO *(AWK)*	495	$40.79	$20,190	$42.260	$20,918	4.6%	$728	$554	2.65%
Total large cap core - u.s.			**$353,299** 5		**$454,041** 6	**100.0%**	**$100,742**	**$8,323**	**1.83%**

Large Cap Core - Non U.S.

Consumer discretionary									
BRIDGESTONE CORP ADR	620	$17 79	$11,029	$18 933	$11,738	3 2%	$709	$112	0 96%
DAIHATSU MOTOR CO LTD ADR	230	38 37	8,824	33 909	7,799	2 1	(1,025)	216	2 77
NIKON CORP PLC UNSPON-ADR	525	27 10	14,230	19 114	10,034	2 8	(4,196)	84	0 84
SWATCH GROUP AG UNSPON ADR	250	31 59	7,897	33 142	8,285	2 3	388	52	0 63
VOLKSWAGEN AG ADR	255	35 96	9,169	56 261	14,346	3 9	5,177	173	1 21
Total consumer discretionary			**$51,149**		**$52,202**	**14.3%**	**$1,053**	**$637**	**1.22%**
Consumer staples									
IMPERIAL TOBACCO LT ADR	215	$73 11	$15,719	$77 447	$16,651	4 6%	$932	$791	4 75%
J SAINSBURY SPN ADR NEW	765	23 04	17,623	24 181	18,498	5 1	875	794	4 30
SVENSKA CL AKTIBLGT ADR	525	26 90	14,124	30 829	16,185	4 4	2,061	294	1 82
Total consumer staples			**$47,466**		**$51,334**	**14.0%**	**$3,868**	**$1,879**	**3.66%**
Energy									
ENI S P A ADR	210	$42 51	$8,928	$48 490	$10,182	2 8%	$1 254	$485	4 77%
SINOPEC/CHINA PETE&CHM ADR	194	82 88	16,078	82 170	15,940	4 4	(138)	633	3 97

Line 10-b Sched

BESSEMER TRUST

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
TOTAL SA ADR	310	50 47	15,645	61 270	18,993	5 2	3,348	814	4 29
Total energy			**$40,651**		**$45,115**	**12.3%**	**$4,464**	**$1,932**	**4.28%**
Financials									
ALLIANZ AKTIENGES ADR	375	$9 53	$3,574	$17 962	$6,735	1 8%	$3,161	$163	2 42%
BNP PARIBAS SPON ADR	485	26 49	12,850	39 030	18,929	5 2	6,079	329	1 74
CHINA CONSTRUCTION ADR	980	14 46	14,168	15 090	14,788	4 1	620	716	4 84
MUNICH RE GROUP ADR	840	12 04	10,110	22 068	18,537	5 1	8 427	520	2 81
RSA INS GRP INC SPON ADR	2 010	9 37	18,834	7 569	15 213	4 2	(3,621)	870	5 72
SKANDINAVISKA ENSKILD ADR	500	11 72	5,860	13 170	6,585	1 8	725		
WHARF HOLDINGS ADR	340	9 53	3,239	15 296	5,200	1 4	1,961	134	2 59
Total financials			**$68,635**		**$85,987**	**23.5%**	**$17,352**	**$2,732**	**3.18%**
Health care									
SANOFI - ADR	**335**	**$34.08**	**$11,418**	**$53 630**	**$17,966**	**4.9%**	**$6,548**	**$420**	**2.34%**
Industrials									
ITOCHU CORP ADR	810	$21 42	$17,353	$24 718	$20,021	5 5%	$2,668	$541	2 70%
WEIR GROUP PLC ADR	825	17 58	14,503	17 656	14,566	4 0	63	235	1 61
Total industrials			**$31,856**		**$34,587**	**9.5%**	**$2,731**	**$776**	**2.24%**
Materials									
SUMITOMO METAL MIN CO LTD	**1,000**	**$14.32**	**$14,319**	**$13.101**	**$13,101**	**3.6%**	**($1,218)**	**$137**	**1.05%**
Telecom services									
CHINA TELECOM ADR	340	$57 11	$19,419	$50 570	$17,193	4 7%	($2,226)	$335	1 95%

Line 10-b Sched

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
KDDI CORP ADR	865	8 66	7,493	15 389	13,311	3 6	5,818	278	2 09
TELE2 AB ADR	2,620	7 05	18,470	5 671	14,858	4 1	(3,612)	1,042	7 02
TIM PARTICIPACOES SA ADR	380	24 71	9,388	26 240	9,971	2 7	583	253	2 54
Total telecom services			**$54,770**		**$55,333**	**15.1%**	**$563**	**$1,908**	**3.45%**

Utilities

TOKYO GAS LTD ADR	**502**	**$18.85**	**$9,465**	**$19.714**	**$9,896**	**2.7%**	**$431**	**$173**	**1.76%**
Total large cap core - non u.s.			**$329,729** 5		**$365,521** 6	**100.0%**	**$35,792**	**$10,594**	**2.90%**

Large Cap Strategies

Large cap strategies funds

OW LARGE CAP STRATEGIES FD BOOK COST 1,513,284	130,468 654	$11 38	$1,484,911 5	$12 470	$1,626,944 6	100 0%	$142,033	$10,828	0 67%
Total large cap strategies			**$1,484,911**		**$1,626,944**	**100.0%**	**$142,033**	**$10,828**	**0.67%**

Line 10b Sched

BESSEMER TRUST

SRDTAX 8103 G113993 0015 0021

Statement dated December 31 2013

INVDD9 - THE WYETH FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Global Small & Mid Cap									
Global small & mid cap funds									
OW GLOBAL SML & MID CAP FD BOOK COST 741,399	63,063 226	$10 82	$682,169 5	$17 180	$1,083,426 6	100 0%	$401,257	$8,387	0 77%
Total global small & mid cap			**$682,169**		**$1,083,426**	**100.0%**	**$401,257**	**$8,387**	**0.77%**
Global Opportunities									
Global opportunities funds									
OW GLOBAL OPPORTUNITIES FD BOOK COST 797,188	106,055 287	$6 29	$667,179 5	$7 900	$837,836 6	100 0%	$170,657	$28,528	3 41%
Total global opportunities			**$667,179**		**$837,836**	**100.0%**	**$170,657**	**$28,528**	**3.40%**

Line 10b Total Σ5 = 3,517,287 Σ6 = 4,367,768

Line -13

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Real Return / Commodities									
Real return funds									
OW REAL RETURN FUND BOOK COST 341,023	31,134 163	$10 85	$337,912	$8 320	$259,036	100 0%	($78 876)	$716	0 28%
Total real return / commodities						**00.0%**	**($78,876)**	**$716**	**0.28%**

Line 10-b Total
Line 13 Subtotal

Form 990-PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	End of Year Fair Market Value
ARTWORK: PAINTING "OLD KRIS" BY N.C. WYETH	1,300,000.	1,300,000.	1,000,000.
ARTWORK: PAINTING "SLIGHT BREEZE" BY ANDREW WYETH	4,000,000.	4,000,000.	4,000,000.
ARTWORK:PAINTING "COLONIAL PRIVATEERS" H. PYLE	18,550.	18,550.	20,000.
ARTWORK: PAINTING "SELF PORTRAIT IN SKATING CAP"	550,000.	550,000.	550,000.
Total	5,868,550.	5,868,550.	5,570,000.