



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



Department of the Treasury Internal Revenue Service

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

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

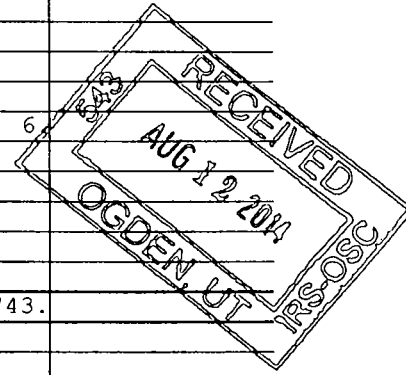
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning 04/01, 2013, and ending 03/31, 2014

Name of foundation: THE ASHTON FOUNDATION. Employer identification number: 23-7061214. Telephone number: (203) 869-0123. City: GREENWICH, CT 06831-3305. Organization type: Section 501(c)(3) exempt private foundation. Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).



SCANNED AUG 14 2014

Handwritten numbers: 9-14, 25

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	28,282.	41,110.	41,110.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 7	105,807.	82,774.	233,924.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	134,089.	123,884.	275,034.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	192,477.	192,477.	
28	Paid-in or capital surplus, or land, bldg and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	-58,388.	-68,593.		
30	Total net assets or fund balances (see instructions)	134,089.	123,884.		
31	Total liabilities and net assets/fund balances (see instructions)	134,089.	123,884.		

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	134,089.
2	Enter amount from Part I, line 27a	2	-10,204.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	123,885.
5	Decreases not included in line 2 (itemize) ATCH 8	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	123,884.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	38,218.
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	6.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	53,769.	248,810.	0.216105
2011	63,690.	272,028.	0.234130
2010	37,589.	277,741.	0.135338
2009	51,296.	270,361.	0.189732
2008	56,695.	342,517.	0.165525
2 Total of line 1, column (d)			0.940830
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			0.188166
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			265,966.
5 Multiply line 4 by line 3			50,046.
6 Enter 1% of net investment income (1% of Part I, line 27b)			371.
7 Add lines 5 and 6			50,417.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			47,328.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Add lines 1 and 2', 'Subtitle A (income) tax', 'Tax based on investment income', 'Credits/Payments', 'Total credits and payments', 'Tax due', 'Overpayment', and 'Refunded'.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL filing, tax on political expenditures, reimbursement, IRS reporting, unrelated business income, Form 990-T filing, liquidation, 508(e) requirements, Form 990-PF distribution, private operating foundation status, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of HARRIS J. ASHTON Telephone no 203-869-0123
Located at 191 CLAPBOARD RIDGE ROAD GREENWICH, CT ZIP+4 06831-3305
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No 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 N/A

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b N/A
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) 3b N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 Yes No

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 YALE UNIVERSITY P.O. BOX 2038 NEW HAVEN, CT 06521-2038	18,000.
2 SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	12,000.
3 TOWN OF PALM BEACH UNITED WAY 44 COCOANUT ROW, M201 PALM BEACH, FL 33480	2,000.
4 COLUMBIA LAW SCHOOL 475 RIVERSIDE DRIVE, MAIL CODE 7724 NEW YORK, NY 10115	1,000.

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

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

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	242,195.
b	Average of monthly cash balances	1b	27,821.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	270,016.
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	270,016.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4,050.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	265,966.
6	Minimum investment return. Enter 5% of line 5	6	13,298.

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	13,298.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	742.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	742.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	12,556.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	12,556.
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	12,556.

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	47,328.
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	47,328.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	47,328.

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				12,556.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11, 20 10, 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 39,893.				
b From 2009 38,226.				
c From 2010 23,702.				
d From 2011 51,023.				
e From 2012 41,696.				
f Total of lines 3a through e	194,540.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 47,328.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				12,556.
e Remaining amount distributed out of corpus	34,772.			
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	229,312.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	39,893.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	189,419.			
10 Analysis of line 9				
a Excess from 2009 38,226.				
b Excess from 2010 23,702.				
c Excess from 2011 51,023.				
d Excess from 2012 41,696.				
e Excess from 2013 34,772.				

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

NOT APPLICABLE

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)

Table with 5 main columns: (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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))

HARRIS J. ASHTON

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

N/A

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

SEE STATEMENT 1

c Any submission deadlines

SEE STATEMENT 1

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

SEE STATEMENT 1

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
<p>a Paid during the year</p> <p>ATCH 10</p>				
Total				▶ 3a 42,850.
<p>b Approved for future payment</p>				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

(See worksheet in line 13 instructions to verify calculations)

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

Table with 2 columns: Line No. and 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.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,172.		RUANE, CUNNIFF - SHORT-TERM GAINS PROPERTY TYPE: SECURITIES 2,166.				P	VARIOUS 6.	VARIOUS
67,927.		RUANE, CUNNIFF - LONG-TERM GAINS PROPERTY TYPE: SECURITIES 29,715.				P	VARIOUS 38,212.	VARIOUS
TOTAL GAIN (LOSS)							<u>38,218.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
	2. 1.	2. 1.	2. 1.
J P MORGAN CHECKING W/ INTEREST			
J P MORGAN MONEY MKT W/ INTEREST			
TOTAL	<u>3.</u>	<u>3.</u>	<u>3.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
RUANE, CUNNIFF & CO., INC.	2,734.	2,734.	2,734.
TOTAL	<u>2,734.</u>	<u>2,734.</u>	<u>2,734.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRICEWATERHOUSECOOPERS LLP	5,000.	2,500.	2,500.	2,500.
TOTALS	<u>5,000.</u>	<u>2,500.</u>	<u>2,500.</u>	<u>2,500.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
RUANE, CUNNIFF - INVESTMENT ADVISORY FEES	2,524.	1,262.	1,262.	1,262.
TOTALS	<u>2,524.</u>	<u>1,262.</u>	<u>1,262.</u>	<u>1,262.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
NEW YORK STATE DEPT. OF LAW	100.			100.
FOREIGN TAXES WITHHELD	53.	53.	53.	
TOTALS	<u>153.</u>	<u>53.</u>	<u>53.</u>	<u>100.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CUSTODY FEE	32.	16.	16.	16.
NON-DEDUCTIBLE EXPENSES	600.			
TOTALS	632.	16.	16.	16.

ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
311 SH BERKSHIRE HATHAWAY CL B	11,950.	11,950.	38,866.
676 SH QINETIQ GROUP PLC	2,705.	1,364.	2,546.
392 SH TJX CO	1,938.	1,707.	23,775.
37 SH MOHAWK INDUSTRIES	4,634.	1,665.	5,031.
76 SH BROWN & BROWN	1,141.		
22 SH ADVANCE AUTO PARTS	5,165.	842.	2,783.
26 SH PRAXAIR	2,806.	2,003.	3,405.
310 SH FASTENAL	5,293.	5,293.	15,283.
603 SH ROLLS-ROYCE GROUP	5,666.	5,151.	10,795.
53 SH PRECISION CASTPARTS	3,573.	3,573.	13,396.
364 SH VALEANT PHARMACEUTICAL	8,729.	6,397.	47,986.
365 SH HISCOX	2,920.	2,325.	4,149.
17 SH GOLDMAN SACHS	5,420.	2,470.	2,785.
21 SH IBM	4,080.	2,763.	4,042.
35 SH VISA	2,705.	2,705.	7,555.
8 SH GOOGLE	4,769.	3,782.	8,916.
127 SH IMI PLC	2,846.	2,068.	3,087.
36 SH PERRIGO	1,986.	5,592.	5,568.
84 SH WORLD FUEL	2,851.	2,851.	3,704.
113 SH CRODA INT'L	2,892.	2,892.	4,796.
41 SH SIRONA DENTAL SYSTEMS	2,424.	1,774.	3,061.
32 SH TIFFANY	2,518.	1,918.	2,757.
76 SH TRIMBLE NAVIGATION	2,207.	1,331.	2,954.
26 SH WATERS	2,702.	1,922.	2,819.
91 SH WEST PHARMACEUTICAL	2,148.	1,685.	4,009.
29 SH JACOBS ENGINEERING GROUP	1,129.	1,129.	1,841.
64 SH NOVOZYMES A/S	2,373.	1,694.	2,816.
260 SH PIRELLI & CO	6,237.	2,837.	4,085.
17 SH CABELLAS		1,091.	1,114.
TOTALS	<u>105,807.</u>	<u>82,774.</u>	<u>233,924.</u>

ATTACHMENT 8

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ROUNDING	1.
TOTAL	<u>1.</u>

THE ASHTON FOUNDATION

23-7061214

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

ATTACHMENT 10

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
YALE UNIVERSITY P O. BOX 2038 NEW HAVEN, CT 06521-2038	N/A 501(C)(3)	GENERAL PURPOSE GRANT	18,000
COLOMBIA LAW SCHOOL 475 RIVERSIDE DRIVE, MAIL CODE 7724 NEW YORK, NY 10115	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000
SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	N/A 501(C)(3)	GENERAL PURPOSE GRANT	12,000
PALM BEACH CIVIC ASSOCIATION 139 NORTH COUNTY ROAD, SUITE 33 PALM BEACH, FL 33480	N/A 501(C)(3)	GENERAL PURPOSE GRANT	100.
ROUND HILL ASSOCIATION PO BOX 7788 GREENWICH, CT	N/A 501(C)(3)	GENERAL PURPOSE GRANT	50
FLAGLER MUSEUM ONE WHITEHALL WAY PALM BEACH, FL 33480	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000

THE ASHTON FOUNDATION

23-7061214

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

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MEMORIAL SLOAN-KETTERING CANCER CENTER PO BOX 27106 NEW YORK, NY	N/A 501(C)(3)	GENERAL PURPOSE GRANT	100
MISS PORTER'S SCHOOL 60 MAIN STREET FARMINGTON, CT 06032	N/A 501(C)(3)	GENERAL PURPOSE GRANT	500
TOWN OF PALM BEACH UNITED WAY 44 COCONUT ROW, M201 PALM BEACH, FL 33480	N/A 501(C)(3)	GENERAL PURPOSE GRANT	2,000
PHELPS ASSOCIATION P O. BOX 202047 NEW HAVEN, CT 06520-2047	N/A 501(C)(3)	GENERAL PURPOSE GRANT	150
RAYMOND F KRAVIS CENTER FOR PERFORMING ARTS 701 OKEECHOBEE BOULEVARD WEST PALM BEACH, FL 33401	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000
GREENWICH EMS 1111 EAST PUTNAM AVENUE RIVERSIDE, CT 06878	N/A 501(C)(3)	GENERAL PURPOSE GRANT	200.

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

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SALESIAN MISSIONS 2 LEFEVRE LANE NEW ROCHELLE, NY 10801-5710	N/A 501(C)(3)	GENERAL PURPOSE GRANT	25
GREENWICH ACADEMY 200 N MAPLE AVENUE GREENWICH, CT 06830	N/A 501(C)(3)	GENERAL PURPOSE GRANT	250
STUDENT SPONSOR PARTNERS 424 MADISON AVENUE, SUITE 1002 NEW YORK, NY 10017	N/A 501(C)(3)	GENERAL PURPOSE GRANT	300.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	N/A 501(C)(3)	GENERAL PURPOSE GRANT	100.
PALE-NEW HAVEN HOSPITAL PO BOX 1849 NEW HAVEN, CT 06508-1849	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000
GREENWICH LAND TRUST 132 E PUTNAM AVENUE, 2 EAST SUITE D COS COB, CT 06807	N/A 501(C)(3)	GENERAL PURPOSE GRANT	100.

THE ASHTON FOUNDATION

23-7061214

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

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COLONIAL WILLIAMSBURG FOUNDATION PO BOX 1776 WILLIAMSBURG, VA 23187-9910	N/A 501(C)(3)	GENERAL PURPOSE GRANT	100
MD ANDERSON CANCER CENTER UNIT 0705, P O BOX 301349 HOUSTON, TX 77230-1439	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000
FRIENDS OF ANIMAL CARE & CONTROL 16 W CAMELBACK ROAD PHOENIX, AZ 85013	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000
USO PO BOX 96860 WASHINGTON, DC 20077-7677	N/A 501(C)(3)	GENERAL PURPOSE GRANT	400
ALZHEIMER'S FOUNDATION 322 EIGHTH AVENUE, 7TH FLOOR NEW YORK, NY 10001	N/A 501(C)(3)	GENERAL PURPOSE GRANT	400
PATHWAYS 175 MILBANK AVENUE GREENWICH, CT 06830	N/A 501(C)(3)	GENERAL PURPOSE GRANT	500

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

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BROWARD OUTREACH CENTERS PO BOX 220490 HOLLYWOOD, FL 33022-0490	N/A 501(C)(3)	GENERAL PURPOSE GRANT	50
SMILE TRAIN 245 FIFTH AVENUE, SUITE 2201 NEW YORK, NY 10016	N/A 501(C)(3)	GENERAL PURPOSE GRANT	125
PRESERVATION FOUNDATION OF PALM BEACH 311 PERUVIAN AVENUE PALM BEACH, FL 33480	N/A 501(C)(3)	GENERAL PURPOSE GRANT	400
NORTON MUSEUM OF ART 1451 S OLIVE AVENUE WEST PALM BEACH, FL 33401	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,000
<u>TOTAL CONTRIBUTIONS PAID</u>			<u>42,850</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

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

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

OMB No 1545-0092

2013

Name of estate or trust

THE ASHTON FOUNDATION

Employer identification number

23-7061214

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

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

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

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

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	2,172.	2,166.		6.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶				7 6.

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

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

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

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	67,927.	29,715.		38,212.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶				16 38,212.

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

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
17	Net short-term gain or (loss)	17		6.
18	Net long-term gain or (loss):			
a	Total for year	18a		38,212.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a	19		38,218.

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

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	20	()
a	The loss on line 19, column (3) or b \$3,000		

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

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

- Either line 18b, col (2) or line 18c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

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

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

Social security number or taxpayer identification number
 23-7061214

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	RUANE, CUNIFF - LONG-TERM GAINS	VARIOUS	VARIOUS	67,927.	29,715.			38,212.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				67,927.	29,715.			38,212.

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

FEDERAL FOOTNOTES

PART XV, LINE 2 SUPPLEMENTARY INFORMATION: THE BOARD OF DIRECTORS OF THE ASHTON FOUNDATION, INC., (191 CLAPBOARD RIDGE RD, GREENWICH, CT 06831-3305) GENERALLY DETERMINES WHO WILL RECEIVE CONTRIBUTIONS MADE BY THE TAXPAYER. HOWEVER, FROM TIME TO TIME, UNSOLICITED REQUESTS ARE RECEIVED BY THE FOUNDATION AND ARE CONSIDERED FOR CONTRIBUTION. THE ASHTON FOUNDATION, INC., HAS NO APPLICATION PROCEDURES AND THE FOUNDATION DOES NOT PROMULGATE ANY SUBMISSION DEADLINES OR RESTRICTIONS ON CONTRIBUTIONS.

Ruane, Cunniff & Goldfarb Inc.
REALIZED GAINS AND LOSSES - SETTLED TRADES

The Ashton Foundation Inc.
 c/o Harris J. Ashton
 RCG375533
 From 04-01-13 Through 03-31-14

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
09-21-09	04-10-13	13	Advance Auto Parts	519 02	1,053 49		534 47
09-21-09	04-11-13	3	Advance Auto Parts	119 77	243 01		123 24
09-21-09	04-15-13	6	Advance Auto Parts	239 55	486 50		246 95
09-23-09	04-15-13	8	Advance Auto Parts	313 96	648 67		334 71
11-03-10	04-19-13	1	Hiscox Ltd	4 68	6 05		1 37
09-23-09	04-30-13	5	Advance Auto Parts	196 23	415 22		219 00
09-23-09	05-01-13	3	Advance Auto Parts	117 74	248 95		131 22
09-23-09	05-02-13	5	Advance Auto Parts	196 23	415 55		219 33
09-23-09	05-03-13	3	Advance Auto Parts	117 74	249 36		131 63
07-16-02	05-08-13	9	Mohawk Industries	404 90	1,040 56		635 66
07-16-02	05-09-13	4	Mohawk Industries	179 96	460 16		280 20
07-16-02	05-10-13	5	Mohawk Industries	224 95	575 21		350 26
07-16-02	05-13-13	10	Mohawk Industries	449 89	1,156 52		706 63
07-16-02	05-14-13	5	Mohawk Industries	224 95	588 90		363 95
07-16-02	05-15-13	3	Mohawk Industries	134 97	354 40		219 43
07-16-02	05-16-13	5	Mohawk Industries	224 95	591 01		366 06
07-16-02	05-17-13	6	Mohawk Industries	269 94	719 72		449 78
07-16-02	05-20-13	1	Mohawk Industries	44 99	119 41		74 42
06-07-10	07-18-13	2	Google Inc- old	987 58	1,848 44		860 86
05-03-10	07-18-13	8	Goldman Sachs Group Inc	1,185 90	1,302 38		116 48
05-05-10	07-18-13	2	Goldman Sachs Group Inc	294 90	325 59		30 69
08-31-00	07-18-13	42	TJX Cos - New	195 91	2,192 78		1,996 87
08-17-00	07-18-13	8	TJX Cos - New	34 84	417 67		382 83
05-05-10	07-18-13	50	Valeant Pharmaceuticals International Inc	932 86	4,646 91		3,714 05
07-30-07	07-18-13	20	Rolls-Royce Holdings PLC	206 04	362 13		156 09
07-27-07	07-18-13	30	Rolls-Royce Holdings PLC	308 85	543 20		234 35
07-16-02	07-23-13	1	Mohawk Industries	44 99	118 96		73 97
07-16-02	08-05-13	2	Mohawk Industries	89 98	238 92		148 94
07-16-02	08-07-13	9	Mohawk Industries	404 90	1,172 05		767 15
07-16-02	08-08-13	2	Mohawk Industries	89 98	260 29		170 31
07-16-02	08-15-13	1	Mohawk Industries	44 99	129 96		84 97
07-16-02	09-20-13	2	Mohawk Industries	89 98	260 05		170 07
07-16-02	09-23-13	1	Mohawk Industries	44 99	130 29		85 30
09-23-09	10-21-13	11	Advance Auto Parts	431 70	1,058 30		626 61
09-23-09	10-22-13	11	Advance Auto Parts	431 70	1,065 59		633 90
09-25-09	10-22-13	6	Advance Auto Parts	234 69	581 23		346 54
09-25-09	10-23-13	5	Advance Auto Parts	195 57	490 38		294 81
09-24-09	10-23-13	1	Advance Auto Parts	38 98	98 07		59 09
09-24-09	10-31-13	2	Advance Auto Parts	77 97	202 11		124 14
09-24-09	11-01-13	4	Advance Auto Parts	155 94	401 72		245 78
09-24-09	11-04-13	1	Advance Auto Parts	38 98	100 28		61 30
09-24-09	11-05-13	3	Advance Auto Parts	116 95	300 00		183 05
09-24-09	11-07-13	1	Advance Auto Parts	38 98	100 05		61 07
09-24-09	11-26-13	3	Advance Auto Parts	116 95	300 02		183 07
09-24-09	11-27-13	4	Advance Auto Parts	155 94	399 81		243 87
09-24-09	11-29-13	2	Advance Auto Parts	77 97	200 19		122 22
09-24-09	12-02-13	10	Advance Auto Parts	389 84	1,018 15		628 31
12-13-13	12-18-13	114	Darling International Inc	2,166 00	2,172 32	6 32	
07-21-10	12-19-13	2	Perrigo Co PLC	110 47	310 70		200 23
07-19-10	12-19-13	18	Perrigo Co PLC	993 81	2,796 29		1,802 48
07-20-10	12-19-13	9	Perrigo Co PLC	496 02	1,398 15		902 13
07-26-10	12-19-13	7	Perrigo Co PLC	385 36	1,087 45		702 09

Ruane, Cunniff & Goldfarb Inc.
REALIZED GAINS AND LOSSES - SETTLED TRADES

The Ashton Foundation Inc.
 c/o Harris J. Ashton
 RCG375533
 From 04-01-13 Through 03-31-14

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-10-03	02-04-14	76	Brown & Brown Inc	1,140 92	2,413 71		1,272 79
05-05-10	02-04-14	2	Goldman Sachs Group Inc	294 90	329 53		34 63
05-06-10	02-04-14	6	Goldman Sachs Group Inc	883 51	988 61		105 10
04-30-10	02-04-14	2	Goldman Sachs Group Inc	290 57	329 53		38 96
05-13-10	02-04-14	4	IBM	527 02	707 18		180 16
05-12-10	02-04-14	6	IBM	789 46	1,060 78		271 32
09-23-11	02-04-14	2	Praxair	184 06	252 37		68 31
08-03-09	02-04-14	8	Praxair	619 28	1,009 50		390 22
11-14-11	02-04-14	6	Sirona Dental Systems Inc	259 80	436 85		177 05
11-16-11	02-04-14	9	Sirona Dental Systems Inc	389 52	655 28		265 76
01-11-12	02-04-14	10	Tiffany & Co	599 95	835 28		235 33
09-06-11	02-04-14	50	Trimble Navigation Ltd	875 62	1,644 47		768 85
05-05-10	02-04-14	58	Valeant Pharmaceuticals International Inc	1,083 37	7,900 48		6,817 11
05-04-10	02-04-14	17	Valeant Pharmaceuticals International Inc	315 66	2,303 84		1,988 18
05-30-12	02-04-14	4	Waters Corp	323 05	439 71		116 66
05-31-12	02-04-14	2	Waters Corp	160 91	219 86		58 95
09-23-11	02-04-14	4	Waters Corp	296 57	439 71		143 14
10-17-11	02-04-14	25	West Pharmaceutical Svcs Inc Com	463 56	1,196 97		733 41
03-10-11	02-04-14	50	IMI Plc Ord	764 26	1,239 74		475 48
12-14-09	02-04-14	71	Qinetiq Group PLC	191 61	260 44		68 83
11-04-09	02-04-14	50	Qinetiq Group PLC	134 58	183 41		48 83
12-04-09	02-04-14	162	Qinetiq Group PLC	436 09	594 25		158 16
11-26-09	02-04-14	90	Qinetiq Group PLC	241 11	330 14		89 03
11-03-09	02-04-14	50	Qinetiq Group PLC	133 53	183 41		49 88
11-27-09	02-04-14	39	Qinetiq Group PLC	103 78	143 06		39 28
12-02-09	02-04-14	28	Qinetiq Group PLC	74 23	102 71		28 48
11-30-09	02-04-14	10	Qinetiq Group PLC	26 43	36 68		10 25
11-03-10	02-04-14	14	Hiscox Ltd	89 81	151 32		61 51
11-24-10	02-04-14	4	Hiscox Ltd	27 40	46 83		19 43
10-21-10	02-04-14	9	Hiscox Ltd	54 68	93 65		38 97
04-29-10	02-04-14	72	Hiscox Ltd	413 52	760 50		346 98
04-25-12	02-05-14	5	Novozymes A/S Shs B	136 01	209 51		73 50
04-26-12	02-05-14	20	Novozymes A/S Shs B	542 77	838 02		295 25
03-10-11	02-20-14	1	IMI PLC Shs New	13 10	19 20		6 10
05-03-12	03-21-14	19	Pirelli & Co SPA	240 61	301 32		60 71
05-02-12	03-21-14	6	Pirelli & Co SPA	74 34	95 16		20 82
05-02-12	03-24-14	20	Pirelli & Co SPA	247 80	308 48		60 68
05-04-12	03-24-14	40	Pirelli & Co SPA	493 44	616 96		123 52
05-07-12	03-25-14	13	Pirelli & Co SPA	160 17	198 46		38 29
05-08-12	03-25-14	18	Pirelli & Co SPA	220 12	274 78		54 66
05-08-12	03-26-14	44	Pirelli & Co SPA	538 06	667 41		129 35
05-08-12	03-27-14	1	Pirelli & Co SPA	12 23	15 20		2 97
04-30-12	03-27-14	14	Pirelli & Co SPA	170 62	212 80		42 18
05-09-12	03-27-14	29	Pirelli & Co SPA	349 57	440 80		91 23
05-11-12	03-27-14	17	Pirelli & Co SPA	195 04	258 40		63 36
04-29-10	03-24-14	1	Hiscox Ltd	5 08	8 69		3 61
05-11-12	03-28-14	30	Pirelli & Co SPA	344 19	463 87		119 68
05-11-12	03-31-14	1	Pirelli & Co SPA	11 47	15 41		3 94
05-15-12	03-31-14	18	Pirelli & Co SPA	205 72	277 32		71 60

Ruane, Cunniff & Goldfarb Inc.
REALIZED GAINS AND LOSSES - SETTLED TRADES

The Ashton Foundation Inc.

c/o Harris J. Ashton

RCG375533

From 04-01-13 Through 03-31-14

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
05-17-12	03-31-14	12	Pirelli & Co SPA	136.89	184.88		47.99
TOTAL GAINS						6.32	38,212.41
TOTAL LOSSES						0.00	0.00
TOTAL REALIZED GAIN/LOSS 38,218.73						6.32	38,212.41
				ST	2,166.00	2,172.32	6.32
				LT	<u>29,714.86</u>	<u>67,927.27</u>	38,212.41
					31,880.86	70,099.59	

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

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HARRIS J. ASHTON 191 CLAPBOARD RIDGE ROAD GREENWICH, CT 06831-3305	PRESIDENT & TREASURER PART-TIME	0	0	0
ANGELA M. ASHTON 191 CLAPBOARD RIDGE ROAD GREENWICH, CT 06831-3305	VICE PRESIDENT PART-TIME	0	0	0
KELLY E. ASHTON 191 CLAPBOARD RIDGE ROAD GREENWICH, CT 06831-3305	SECRETARY PART-TIME	0	0	0
GRAND TOTALS		0	0	0