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

Open to Public Inspection

For calendar year 2013 or tax year beginning 09/01 **, 2013, and ending** 08/31, **20**14

Name of foundation OPPENHEIM FAMILY FUND, INC.
C/O JAMES FERRARA, ANCHIN, BLOCK & ANCHIN LLP

A Employer identification number
13-6158857

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1375 BROADWAY

B Telephone number (see instructions)
(212) 536-6825

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10018

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 15,183,460.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) ________
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	37.	37.		
	4 Dividends and interest from securities	280,716.	280,705.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,092,159.			
	b Gross sales price for all assets on line 6a 2,838,671.				
	7 Capital gain net income (from Part IV, line 2)		1,091,061.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	430.	380.		
	12 **Total.** Add lines 1 through 11	1,373,342.	1,372,183.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	3,200.	1,600.		1,600.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) *	77,542.	77,542.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	19,982.	3,531.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	36,516.	35,729.		750.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	137,240.	118,402.		2,350.
	25 Contributions, gifts, grants paid	629,758.			629,758.
	26 **Total expenses and disbursements** Add lines 24 and 25	766,998.	118,402.		632,108.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	606,344.			
	b **Net investment income** (if negative, enter -0-)		1,253,781.		
	c **Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.** *ATCH 4 Form **990-PF** (2013)

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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	240,594.	339,686.	339,686.
	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	7,059,176.	6,745,126.	10,629,800.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 8	3,441,319.	4,105,793.	4,213,974.
	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)	10,741,089.	11,190,605.	15,183,460.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	238,487.	238,487.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,502,602.	10,952,118.	
	30 **Total net assets or fund balances** (see instructions)	10,741,089.	11,190,605.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	10,741,089.	11,190,605.	

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	10,741,089.
2 Enter amount from Part I, line 27a	2	606,344.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	11,347,433.
5 Decreases not included in line 2 (itemize) ▶ ATCH 9	5	156,828.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,190,605.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,091,061.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	551,518.	12,980,094.	0.042490
2011	579,380.	11,685,117.	0.049583
2010	486,440.	11,816,506.	0.041166
2009	468,708.	10,033,486.	0.046714
2008	709,876.	9,030,192.	0.078611

2 **Total** of line 1, column (d)	2	0.258564
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	0.051713
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,621,772.
5 Multiply line 4 by line 3	5	756,136.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,538.
7 Add lines 5 and 6	7	768,674.
8 Enter qualifying distributions from Part XII, line 4	8	632,108.

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)

		Line	Amount
1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	25,076.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	25,076.
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	25,076.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 19,428.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	19,428.
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	5,648.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
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, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 ▶ ANCHIN, BLOCK & ANCHIN LLP Telephone no ▶ 212-840-3456

Located at ▶ 1375 BROADWAY, NEW YORK, NY ZIP+4 ▶ 10018

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
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*		3b		
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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	[ ] Yes [ ] No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 10		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 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 11		77,212.
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 NOT APPLICABLE	
2	
3	
4	

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

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

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	10,574,624.
b	Average of monthly cash balances	1b	388,156.
c	Fair market value of all other assets (see instructions)	1c	3,881,659.
d	**Total** (add lines 1a, b, and c)	1d	14,844,439.
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	14,844,439.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	222,667.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,621,772.
6	**Minimum investment return.** Enter 5% of line 5	6	731,089.

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	731,089.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	25,076.		
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	25,076.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	706,013.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	706,013.
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	706,013.

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	632,108.
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	632,108.
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	632,108.

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				706,013.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			624,656.	
b Total for prior years 20 11 ,20 10 ,20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 632,108.				
a Applied to 2012, but not more than line 2a			624,656.	
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				7,452.
e Remaining amount distributed out of corpus				
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				
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				698,561.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a 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))

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
SEE SCHEDULE 1 ATTACHED			GENERAL PURPOSE	629,758.
Total ▶ **3a**				629,758.
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	37.	
4 Dividends and interest from securities	900099	11.	14	280,705.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	900099	549.	18	1,091,610.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 12		50.		380.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		610.		1,372,732.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,373,342.

(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 XVII 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	1a(1)		
	(2) Other assets	1a(2)		
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		
	(3) Rental of facilities, equipment, or other assets	1b(3)		
	(4) Reimbursement arrangements	1b(4)		
	(5) Loans or loan guarantees	1b(5)		
	(6) Performance of services or membership or fundraising solicitations	1b(6)		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		

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
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (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: 1/18/15 Title:

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAMES FERRARA	[signature]	12/30/14		P00288604
Firm's name ▶ ANCHIN BLOCK & ANCHIN LLP			Firm's EIN ▶ 13-0436940	
Firm's address ▶ 1375 BROADWAY NEW YORK, NY 10018-7001			Phone no 212-840-3456	

OPPENHEIM FAMILY FUND, INC. 13-6158857

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)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					11,659.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					613,039.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					17,350.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VAR	VAR
2,196,623.		1,747,574.					449,049.	
		PTP BASIS ADJUSTMENT (BPP LP) PROPERTY TYPE: OTHER				P	VAR	VAR
		36.					-36.	
TOTAL GAIN(LOSS)							1,091,061.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OPPENHEIMER ACCOUNT	260,335.	260,335.
FROM PARTNERSHIP INVESTMENT	20,381.	20,370.
TOTAL	280,716.	280,705.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME FROM PARTNERSHIP INVESTMENT	430.	380.
TOTALS	430.	380.

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	3,200.	1,600.		1,600.
TOTALS	3,200.	1,600.		1,600.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY FEES	77,542.	77,542.
TOTALS	77,542.	77,542.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN WITHHOLDING TAXES	3,536.	3,531.
FEDERAL EXCISE TAXES	16,446.	
TOTALS	19,982.	3,531.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
COST DEPLETION - BLACKSTONE		5.	
NYS DEPARTMENT OF LAW	750.		750.
FROM PARTNERSHIP INVESTMENT	33,979.	33,937.	
ACCRUED INTEREST PAID	1,787.	1,787.	
TOTALS	36,516.	35,729.	750.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE 2 ATTACHED	6,745,126.	10,629,800.
TOTALS	6,745,126.	10,629,800.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
THE ARISTOTLE LP	3,675,849.	3,675,849.
THE BLACKSTONE GROUP LP	215,722.	325,241.
CARLYLE GROUP LP	214,222.	212,884.
TOTALS	4,105,793.	4,213,974.

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

DESCRIPTION		AMOUNT
UNREALIZED LOSS ON PARTNERSHIP INVESTMENT		156,828.
	TOTAL	156,828.

OPPENHEIM FAMILY FUND, INC. 13-6158857

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM J. OPPENHEIM JR. C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	TREASURER 2.00	0	0	0
PAULA K. OPPENHEIM C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	PRESIDENT 2.00	0	0	0
LISA OPPENHEIM SCHULTZ C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	SECRETARY 2.00	0	0	0
	GRAND TOTALS	0	0	0

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

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
BECK, MACK & OLIVER LLC 360 MADISON AVENUE. 18TH FLOOR NEW YORK, NY 10017	INVESTMENT ADVISORY	77,212.
	TOTAL COMPENSATION	77,212.

OPPENHEIM FAMILY FUND, INC. 13-6158857

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

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INCOME FROM PARTNERSHIP INVESTMENTS	900099	50.	18	380.	
TOTALS		50.		380.	

Oppenheim Family Fund, Inc
EIN# 13-6158857
Form 990-PF: Part XV - Grants & Contributions Paid during the year ended 8-31-2014

Recipient	Foundation Status	Purpose of Grant or Contribution	Amount
92nd Street Y	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Ackerman Institute For The Family	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$38,000.00
Adopt a Dog Inc	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
ALS Association	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
American Cancer Society	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
American Heart Association	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
American Lung Association	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
American Museum of Natural History	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$3,500.00
Americares Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
Arthristis Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
At Home in Greenwich Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,650.00
Autism Speaks	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Blythedale Childrens Hospital	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Bowdoin College	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$3,000.00
Breast Cancer Alliance	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
BRIC	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Bruce Museum, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,000.00
Brunswick School	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$7,000.00
CARE	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Century Country Club - Caddie Scholarship Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Child Guidance Center Southern Connecticut	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Children of Bellevue, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Citizens Committee For Children of New York, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
City Harvest	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00
Colgate University	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$30,000.00
Columbia University Dept. of Medicine Legacy Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Compassion & Choices	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Congregation Emanuel of Westchester	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$4,885.00
Connecticut Humane Society	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Cornell University - College of Human Ecology	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
Creative Connections	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Damon Runyon Cancer Research Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,623.00
Dartmouth College	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$30,000.00
EMS Post 53 - Darien	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Expeditionary Learning	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Fairfield County Community Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$25,000.00
Family Centers Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00
Family ReEntry	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00

Oppenheim Family Fund, Inc
EIN# 13-6158857
Form 990-PF: Part XV - Grants & Contributions Paid during the year ended 8-31-2014

Recipient	Foundation Status	Purpose of Grant or Contribution	Amount
FINCA	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Fresh Air Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000 00
Fund for Women & Children	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00
GADC'S	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$175.00
Glenville Volunteer Fire Department	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Grand Street Settlement, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Greenwich Academy Annual Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Greenwich Emergency Medical Service Inc	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Greenwich Green & Clean	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Greenwich Hospital - Annual Contribution	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$60,000.00
Greenwich Youth Conservation Program	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Guiding Eyes For The Blind, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Hebrew Union College	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
Hole in The Wall Gang Camp Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Horizon Student Enrichment Program	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$56,000.00
Human Rights Watch	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Hunter College Foundation, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00
Hypertension Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$350.00
International OCD Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
International Rescue Committee	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
Jewish Family Services	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$540.00
Jewish Home Lifecare	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Jump Start	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,250.00
Kids in Crisis	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Laurel House Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Leukemia & Lymphomia Society	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
Mothers Against Drunk Driving	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Maine Huts & Trails	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Making Headway	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$250.00
March of Dimes	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$100.00
Memorial Sloan Kettering Cancer Center	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
Metropolitan Museum of Art	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$4,500.00
Michael Kempner Poteat Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Montefiore Hospital Department of Psychiatry	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Museeum of Modern Art	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$85.00
NAMI	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Nature Conservancy of Connecticut	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
New Canaan Country School	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00

Oppenheim Family Fund, Inc
EIN# 13-6158857
Form 990-PF: Part XV - Grants & Contributions Paid during the year ended 8-31-2014

Recipient	Foundation Status	Purpose of Grant or Contribution	Amount
New York City Ballet	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$225.00
New York Historical Society	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
New York Public Library	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,500.00
Omprakash Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$20,500.00
Outdoor Sports Heritage Museum	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$3,000.00
Partnership for Childrens Rights	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Pathways, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$7,500.00
Pegasus Therapeutic Riding	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Performing Arts Center Foundation	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$875.00
Planned Parenthood Federation of America	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$25,000.00
Purchase College Conservatory of Dance	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,000.00
Rangeley Lakes Heritage Trust	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$30,000.00
Rangeley Region Health Center	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$15,000.00
Reach Prep Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Ronald McDonald House	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,250.00
Safe Horizon, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
SCAN New York	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$500.00
Spring Lake Ranch, Inc	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$2,000.00
St.Lawrence College	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Susan G. Komen	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,600.00
Taft School - Parents Fund	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Teacher's College - Klingenstein Center	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Team for Kids	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
The Abraham Fund Initiatives	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$6,000.00
The Brotherhood - SisterSol, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$12,000.00
The Doe Fund, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
The New York Times One Hundred Neediest Cases	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
The Rockefeller University	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000 00
UJA Federation of Greenwich, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$55,000.00
UNICEF	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
United Way of Greenwich, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$10,000.00
Visiting Nurse Service of New York	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,250.00
Volunteer Square	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$1,000.00
Westchester Community College Foundation, Inc.	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$150.00
WNET	501(c)(3)	Unrestricted Grant for Donee's Exempt Purpose	$5,000.00
		Total	**$629,758.00**

OPPENHEIMER

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

STATEMENT OF ACCOUNT

SIPC

OPPENHEIM FAMILY FUND
90 WEST LYON FARM DRIVE
GREENWICH CT 06831

Page	Account Number	Financial Advisor	Period Ending
3 of 10	G42-0023546	OPPENHEIM WILLIAM - E7F	08/31/14

Portfolio Holdings

Equities

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

Common Stock

Description	Trade Date /Acct Type	Quantity	Symbol	Unit Cost /Avg Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
ENSTAR GROUP LIMITED	07/16/2007	2,600	ESGR	113.18000		294,414.64	368,940 00	74,525 LT			
	03/10/2008	300	ESGR	95 07000		28,537 95	42,570.00	14,032 LT			
	08/26/2008	1,000	ESGR	87.50000		87,500.00	141,900 00	54,400 LT			
	(I) CASH	3,900	ESGR	105 24430	141 90000	410,452.59	553,410.00	142,957			4.80
NOBLE CORP PLC SHS USD	06/17/2003	800	NE	13 64460		10,915 69	22,768.00	11,852 LT			
	10/20/2006	2,000	NE	27.91646		55,832.92	56,920.00	1,087 LT			
	10/25/2006	2,800	NE	30.28343		84,793.63	79,688 00	(5,105) LT			
	10/31/2006	1,200	NE	28 94025		34,728.31	34,152 00	(576) LT			
	(G) CASH	6,800	NE	27.39270	28.46000	186,270.55	193,528 00	7,257	4.831%	9,350	1 68
RENAISSANCERE HOLDINGS LTD	12/22/2009	1,250	RNR	51.90440		64,959 29	127,987.50	63,028 LT			
	01/05/2010	2,250	RNR	52.23870		117,677 08	230,377.50	112,700 LT			
	(I) CASH	3,500	RNR	52 18180	102 39000	182,636 37	358,365.00	175,729	1.132%	4,060	3 11
ABBOTT LABS	07/25/2002	1,400	ABT	17.07392		23,903.49	59,136.00	35,232 LT			
	08/28/2003	600	ABT	17.78477		10,670.87	25,344.00	14,673 LT			
	11/21/2005	1,200	ABT	19.57743		23,492.93	50,688 00	27,195 LT			
	09/26/2006	1,000	ABT	23 03764		23,037.64	42,240 00	19,202 LT			
	10/20/2006	1,000	ABT	23.19596		23,195.96	42,240.00	19,044 LT			
	02/01/2013	2,000	ABT	33.86990		67,864.80	84,480.00	16,615 LT			
	(L) CASH	7,200	ABT	23.91190	42.24000	172,165.69	304,128.00	131,962	2 083%	6,336	2.64
ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR	03/01/2011	1,200	BUD	56.52000		67,899 33	134,136.00	66,236 LT			
	03/08/2011	1,800	BUD	56.87170		102,482 06	201,204.00	98,721 LT			
	(J) CASH	3,000	BUD	56.79380	111.78000	170,381.39	335,340.00	164,959	2.076%	6,962	2.91

OPPENHEIMER

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STATEMENT OF ACCOUNT

SIPC

OPPENHEIM FAMILY FUND
90 WEST LYON FARM DRIVE
GREENWICH CT 06831

Page	Account Number	Financial Advisor	Period Ending
4 of 10	G42-0023548	OPPENHEIM WILLIAM - E7F	08/31/14

Common Stock

Description	Trade Date /Acct Type	Quantity	Symbol	Unit Cost /Avg Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
BAXTER INTL INC	02/03/2003	900	BAX	28 34000		25,506 00	67,482.00	41,976 LT			
	03/18/2003	2,600	BAX	20.35000		53,040.00	194,948.00	141,908 LT			
	04/02/2003	800	BAX	19.40000		15,560.00	59,984.00	44,424 LT			
	10/20/2006	2,000	BAX	44 75000		89,600.00	149,960 00	60,360 LT			
	10/17/2013	100	BAX	67.00000		6,755.00	7,498 00	743 ST			
	(L) CASH	6,400	BAX	29.75950	74 98000	190,461.00	479,872 00	289,411	2 774%	13,312	4.16
BED BATH & BEYOND INC	01/14/2014	2,500	BBBY	66.89560		167,394.00	160,650.00	(6,744) ST			
	(F) CASH	2,500	BBBY	66.95760	64 26000	167,394.00	160,650.00	(6,744)			1.39
BROOKFIELD ASSET MGMT INC CL A LTD VT SH	11/21/2007	5,100	BAM	33 67160		171,725.16	243,525.00	71,799 LT			
	01/08/2008	2,400	BAM	33 30500		79,932 00	114,600 00	34,668 LT			
	(O) CASH	7,500	BAM	33.55430	47 75000	251,657.16	358,125.00	106,468	1.340%	4,800	3.11
CONOCOPHILLIPS	10/31/2006	1,000	COP	45 62124		45,621.25	81,220.00	35,598 LT			
	02/15/2007	3,800	COP	50 21534		190,818.32	308,636.00	117,817 LT			
	(G) CASH	4,800	COP	49 25820	81.22000	236,439.57	389,856.00	153,416	3 595%	14,016	3.38
DEVON ENERGY CORP NEW	12/10/2012	6,100	DVN	52.24510		319,066.11	460,062 00	140,995 LT			
	(G) CASH	6,100	DVN	52.30590	75.42000	319,066.11	460,062.00	140,996	1.272%	5,856	3.99
DOVER CORP	10/31/2006	4,000	DOV	39.53218		158,128.74	351,480.00	193,351 LT			
	(F) CASH	4,000	DOV	39.53220	87.87000	158,128.74	351,480.00	193,351	1 820%	6,400	3.05
FLUOR CORP NEW	02/24/2009	2,800	FLR	33 86280		94,988.84	206,892.00	111,903 LT			
	11/12/2010	1,000	FLR	55 42570		55,490 70	73,890.00	18,399 LT			
	(P) CASH	3,800	FLR	39 59990	73 89000	150,479 54	280,782 00	130,302	1.136%	3,192	2 44
GOOGLE INC CL A	04/30/2012	155	GOOGL	303.90938		47,105.95	90,265 80	43,159 LT			
	05/14/2012	155	GOOGL	301 78217		46,776 24	90,265 80	43,489 LT			
	11/09/2012	100	GOOGL	331.22004		33,122 00	58,236.00	25,114 LT			
	(Q) CASH	410	GOOGL	309.76630	582.36000	127,004 19	238,767 60	111,763			2.07
GOOGLE INC CL C	04/30/2012	155	GOOG	304.70550		47,229.35	88,598.00	41,368 LT			
	05/14/2012	155	GOOG	302 57270		46,898 76	88,598 00	41,699 LT			
	11/09/2012	100	GOOG	332 08770		33,208 77	57,160.00	23,951 LT			
	(Q) CASH	410	GOOG	310.57780	571.60000	127,336.88	234,356 00	107,019			2.03
HOMEFED CORP COM PAR $.01	06/25/2014	2,100	HOFD	56.50000		118,781.00	107,625 00	(11,156) ST			
	(O) CASH	2,100	HOFD	56.56240	51.25000	118,781 00	107,625.00	(11,156)			0 93
JOHNSON & JOHNSON	09/26/2006	1,000	JNJ	64 59000		64,640.00	103,730.00	39,090 LT			
	10/20/2006	1,000	JNJ	68.83000		68,889.90	103,730 00	34,840 LT			
	(L) CASH	2,000	JNJ	66.76500	103 73000	133,529 90	207,460 00	73,930	2.699%	5,600	1.80
LABORATORY CORP AMER HLDGS COM NEW	10/12/2006	1,000	LH	66.61000		66,663.20	107,230.00	40,566 LT			
	10/20/2006	1,000	LH	67.70000		67,750.00	107,230 00	39,480 LT			
	(L) CASH	2,000	LH	67.20660	107.23000	134,413.20	214,460 00	80,047			1 86

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STATEMENT OF ACCOUNT

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OPPENHEIM FAMILY FUND
90 WEST LYON FARM DRIVE
GREENWICH CT 06831

Page	Account Number	Financial Advisor	Period Ending
5 of 10	G42-0023546	OPPENHEIM WILLIAM - E7F	08/31/14

Common Stock

Description	Trade Date /Acct Type	Quantity	Symbol	Unit Cost /Avg Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
LEUCADIA NATL CORP	07/25/2002	5,500	LUK	9.72396		53,481.83	137,115.00	83,633	LT		
	01/08/2003	900	LUK	12 30701		11,076.32	22,437.00	11,360	LT		
	04/02/2003	3,000	LUK	11 90348		35,710.46	74,790.00	39,079	LT		
	05/28/2003	2,700	LUK	12 27140		33,132.78	67,311.00	34,178	LT		
	06/17/2003	6,000	LUK	12 75707		76,542.46	149,580.00	73,037	LT		
	08/05/2003	900	LUK	12 39767		11,157 91	22,437.00	11,279	LT		
	10/20/2006	2,000	LUK	25.49407		50,988.16	49,860.00	(1,128)	LT		
	(I) CASH	21,000	LUK	12 95670	24 93000	272,089.92	523,530 00	251,440	1 002%	5,250	4 54
LOWES COS INC	11/12/2010	4,300	LOW	21 99690		94,847.32	225,793 00	130,945	LT		
	01/07/2011	2,300	LOW	24 00000		55,343 00	120,773 00	65,430	LT		
	(E) CASH	6,600	LOW	22 75610	52 51000	150,190 32	346,566 00	196,376	1 752%	6,072	3 01
MARKEL CORP	08/05/2011	240	MKL	383 74710		92,154 30	158,352 00	66,197	LT		
	02/01/2013	100	MKL	480 00000		48,055 00	65,980.00	17,925	LT		
	(I) CASH	340	MKL	412.38030	659 80000	140,209 30	224,332.00	84,123			1.95
MATADOR RES CO	09/05/2013	10,400	MTDR	15 72220		164,139 88	284,544.00	120,404	ST		
	(G) CASH	10,400	MTDR	15 78270	27.36000	164,139 88	284,544 00	120,404			2.47
MERCK & CO INC NEW	07/25/2002	650	MRK	42 11150		27,372 50	39,071 50	11,699	LT		
	10/20/2006	1,000	MRK	45.20000		45,250 00	60,110.00	14,860	LT		
	12/16/2009	1,400	MRK	37 71300		52,887.20	84,154.00	31,266	LT		
	(L) CASH	3,050	MRK	41 15070	60.11000	125,509.70	183,335.50	57,826	2.927%	5,368	1.59
MICROSOFT CORP	09/18/2013	3,700	MSFT	33 25130		123,256 81	168,091 00	44,834	ST		
	10/15/2013	2,700	MSFT	34 73000		93,938.00	122,661 00	28,723	ST		
	(Q) CASH	6,400	MSFT	33 93670	45 43000	217,194 81	290,752.00	73,557	2.465%	7,168	2.52
NATIONAL OILWELL VARCO INC	02/28/2013	2,200	NOV	61 77759		135,910.72	190,146.00	54,235	LT		
	09/06/2013	500	NOV	69 90820		34,954.10	43,215 00	8,260	ST		
	(G) CASH	2,700	NOV	63 28330	86 43000	170,864 82	233,361.00	62,496	2 128%	4,968	2.03
QUALCOMM INC	02/19/2010	1,400	QCOM	39 72980		55,708.64	106,540.00	50,831	LT		
	01/16/2013	1,300	QCOM	64 83040		84,362.52	98,930.00	14,567	LT		
	(Q) CASH	2,700	QCOM	51.87820	76 10000	140,071 16	205,470.00	65,399	2.207%	4,536	1.78
ROPER INDS INC NEW	12/11/2006	3,000	ROP	49 92000		149,939 40	451,680.00	301,740	LT		
	(D) CASH	3,000	ROP	49.97980	150 56000	149,939 40	451,680.00	301,741	0.531%	2,400	3.92
SAN JUAN BASIN RTY TR UNIT BEN INT	09/18/2013	10,000	SJT	16.36480		164,253 01	195,100 00	30,846	ST		
	09/23/2013	3,900	SJT	16.39690		64,186.91	76,089.00	11,902	ST		
	02/26/2014	3,700	SJT	17.35210		64,429 77	72,187.00	7,757	ST		
	(I) CASH	17,600	SJT	16.64030	19.51000	292,869 69	343,376.00	50,506	6 674%	22,917	2.98
SCHLUMBERGER LTD	03/26/1999	1,100	SLB	23.61280		25,974.10	120,604.00	94,629	LT		
	07/13/1999	1,000	SLB	25 87970		25,879 76	109,640.00	83,760	LT		
	12/22/2008	900	SLB	38 86660		35,038 94	98,676.00	63,637	LT		
	(G) CASH	3,000	SLB	28.96430	109 64000	86,892 80	328,920 00	242,027	1 459%	4,800	2 85
US BANCORP DEL COM NEW	02/01/2013	6,000	USB	33 35000		200,465.00	253,680 00	53,215	LT		
	(I) CASH	6,000	USB	33.41080	42 28000	200,465.00	253,680.00	53,215	2.317%	5,880	2.20

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OPPENHEIM FAMILY FUND
90 WEST LYON FARM DRIVE
GREENWICH CT 06831

Page	Account Number	Financial Advisor	Period Ending
6 of 10	G42-0023546	OPPENHEIM WILLIAM - E7F	08/31/14

Common Stock

Description	Trade Date /Acct Type	Quantity	Symbol	Unit Cost /Avg Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
WATERS CORP	11/19/2002	300	WAT	26 35000		7,905.00	31,029 00	23,124 LT			
	01/08/2003	500	WAT	21.53000		10,765 00	51,715 00	40,950 LT			
	02/03/2003	1,000	WAT	23.41000		23,410 00	103,430 00	80,020 LT			
	10/20/2006	1,000	WAT	46.13000		46,181 00	103,430.00	57,249 LT			
	(Q) CASH	2,800	WAT	31.52180	103 43000	88,261 00	289,604 00	201,343			2.51
SUB-TOTAL COMMON STOCK						**5,435,295.68**	**9,187,417.10**	**3,752,120**		**149,243**	**79.70**

Mutual Funds

Open End Funds

Description	Open Tran	Quantity	Average Price	Net Cost	Purchase Cost	Current Price	Market Value	Unrealized Gain/(Loss)	Net Value Increase/Decr	EY	EAI	Est Yield to Net Cost	Portfolio Percent
BECK, MACK & OLIVER GLOBAL EQUITY FD OPEN END SYMBOL: BMGEX		57,729 2070	17 21360	993,728 02	850,000 00	19.58000	1,130,337 87	136,610	280,337	7 439%	84,095	8 45	9 81
	Purchases	50,177 0960	16 93999	850,000 00	850,000.00		982,467 53	132,468					
	Reinvestment	7,552.1110	19.03150	143,728 02			147,870 33	4,142					
SUB-TOTAL OPEN END FUNDS				**993,728.02**			**1,130,337.87**	**136,610**			**84,095**		**9.81**
TOTAL MUTUAL FUNDS				**993,728.02**			**1,130,337.87**	**136,610**			**84,095**		**9.81**

Fixed Income

For tax reporting purposes, Fixed Income ADJUSTED COST reflects calculations using the "Straight-Line Basis" to reflect amortization of cost for Fixed Income securities purchased at a premium and/or accretion of cost for Fixed Income securities purchased at a discount The formula is not applied to Foreign Bonds or Certificates of Deposit.

Corporate Bonds in Maturity Date Sequence

Description	Trade Date /Acct Type	Quantity	CUSIP/ Rating	Unit Cost /Avg Cost	Current Price	Adjusted Cost /Original Cost	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
FORD MOTOR CREDIT CO LLC B/E 3 875% DUE 01/15/15 NOTE	10/03/2013	200,000	345397VW0	103 55100		202,104.86 / 207,102.00	202,500 00	395 ST			
	CASH	200,000	BAA3 / BBB-	101 05240	101 25000	202,104 86	202,500 00	395	3 875%	7,750	1 76
SUB-TOTAL CORPORATE BONDS		**200,000**				**202,104.86**	**202,500.00**	**395**		**7,750**	**1.76**

Due to credit market volatility this month, there may be some unreliable pricing of fixed income securities compared to prior months. Call your Financial Advisor if you have any questions.

TOTAL FIXED INCOME		**200,000**				**202,104.86**	**202,500.00**	**395**		**7,750**	**1.76**

Unit Investment Trusts

Description	Trade Date /Acct Type	Quantity	CUSIP #	Unit Cost /Avg Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
BOULEVARD ACQUISITION CORP UT1COM & 1/2WT UNIT	02/13/2014	10,900	10157P203	10 00000		109,000 00	109,545 00	545 ST			
	CASH	10,900	10157P203	10 00000	10 05000	109,000 00	109,545.00	545			0 95
TOTAL UNIT INVESTMENT TRUSTS						**109,000.00**	**109,545.00**	**545**			**0.98**

Total Cost & FMV	6,745,126	10,629,800