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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

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

2014

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

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation ALBERT C. BOSTWICK FOUNDATION		A Employer identification number 11-6003740
Number and street (or P O box number if mail is not delivered to street address) C/O BESSEMER TRUST, 630 FIFTH AVE	Room/suite	B Telephone number (516) 508-9623
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10111		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,835,320. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	69,833.	69,833.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	105,747.			
b Gross sales price for all assets on line 6a	1,183,729.			
7 Capital gain net income (from Part IV, line 2)		105,747.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	175,580.	175,580.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	5,000.	0.		5,000.
c Other professional fees	9,399.	6,285.		3,114.
17 Interest				
18 Taxes	2,121.	664.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	390.	0.		390.
24 Total operating and administrative expenses. Add lines 13 through 23	16,910.	6,949.		8,504.
25 Contributions, gifts, grants paid	176,000.			176,000.
26 Total expenses and disbursements. Add lines 24 and 25	192,910.	6,949.		184,504.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<17,330.>			
b Net investment income (if negative, enter -0-)		168,631.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	169,534.	113,954.	113,954.
	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			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	602,701.	567,644.	566,150.
	b Investments - corporate stock STMT 8	2,157,215.	2,179,783.	2,761,422.
	c Investments - corporate bonds STMT 9	341,216.	391,958.	393,794.
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,270,666.	3,253,339.	3,835,320.	
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			
	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"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,270,666.	3,253,339.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	3,270,666.	3,253,339.		
31 Total liabilities and net assets/fund balances	3,270,666.	3,253,339.		

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	3,270,666.
2 Enter amount from Part I, line 27a	2	<17,330.>
3 Other increases not included in line 2 (itemize) TRUNCATION	3	3.
4 Add lines 1, 2, and 3	4	3,253,339.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,253,339.

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 PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS			
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 1,094,904.		1,077,982.	16,922.
b 88,825.			88,825.
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			16,922.
b			88,825.
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	105,747.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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))
2013	168,467.	3,740,996.	.045033
2012	179,633.	3,578,557.	.050197
2011	154,594.	3,761,750.	.041096
2010	188,890.	3,598,598.	.052490
2009	196,278.	3,360,695.	.058404

2 Total of line 1, column (d)	2	.247220
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	.049444
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,903,222.
5 Multiply line 4 by line 3	5	192,991.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,686.
7 Add lines 5 and 6	7	194,677.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	184,504.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	}	1	3,373.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	3,373.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	3,373.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,410.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,410.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,037.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 1,037. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
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	
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 2014 or the taxable year beginning in 2014 (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)

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 C/O BESSEMER TRUST Telephone no. (516) 508-9623
Located at 630 FIFTH AVENUE, NEW YORK, NY ZIP+4 10111
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 N/A
16 At any time during calendar year 2014, 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 FinCEN Form 114, (formerly 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.
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 X
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 2014? 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? 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.) N/A 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 X
b If "Yes," did it have excess business holdings in 2014 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 2014.) N/A 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 2014? 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 4945(d)(4)(A)? (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 **N/A**

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 **N/A**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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 **N/A**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
ALBERT C. BOSTWICK, JR C/O BESSEMER TRUST-630 FIFTH AVE NEW YORK, NY 10111	TRUSTEE 2.00	0.	0.	0.
ANDREW G.C. SAGE II C/O BESSEMER TRUST-630 FIFTH AVE NEW YORK, NY 10111	TRUSTEE 2.00	0.	0.	0.
MICHAEL R. PARKER C/O BESSEMER TRUST-630 FIFTH AVE NEW YORK, NY 10111	TRUSTEE 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 0

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶ 0.

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	3,871,886.
b	Average of monthly cash balances	1b	90,776.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,962,662.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,962,662.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	59,440.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,903,222.
6	Minimum investment return. Enter 5% of line 5	6	195,161.

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	195,161.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,373.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,373.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	191,788.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	191,788.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	191,788.

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	184,504.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	184,504.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	184,504.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				191,788.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			184,408.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 184,504.				
a Applied to 2013, but not more than line 2a			184,408.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				96.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				191,692.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

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:
**ALBERT C. BOSTWICK
 C/O WALTER MONTAIGNE, BESSEMER TRUST, 630 FIFTH AVE, NY, NY 0111**

b The form in which applications should be submitted and information and materials they should include:
APPLICATIONS SHOULD BE SUBMITTED IN WRITING

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AIKEN STEEPLECHASE ASSOCIATION PO BOX 360 AIKEN, SC 29802		PUBLIC CHARITY	OPERATIONAL	25,000.
AMERICARES 88 HAMILTON AVE STAMFORD, CT 06902		PUBLIC CHARITY	OPERATIONAL	20,000.
COLUMBIA UNIVERSITY DEPARTMENT OF OPHTHALMOLOGY 100 HAVEN AVENUE NEW YORK, NY 10032		PUBLIC CHARITY	OPERATIONAL	43,000.
CORNELL UNIVERSITY ITHACA, NY 14850		PUBLIC CHARITY	OPERATIONAL	20,000.
FRIENDS OF THE ANIMAL SHELTER PO BOX 92 ASHLAND, OR 97520		PUBLIC CHARITY	OPERATIONAL	5,000.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			176,000.
b Approved for future payment				
NONE				
Total ▶ 3b 0.				

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		567,644.	566,150.
TOTAL U.S. GOVERNMENT OBLIGATIONS			567,644.	566,150.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			567,644.	566,150.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	2,179,783.	2,761,422.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,179,783.	2,761,422.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	391,958.	393,794.
TOTAL TO FORM 990-PF, PART II, LINE 10C	391,958.	393,794.

BOSTWICK FOUNDATION

Trade date basis

ACCOUNT HOLDINGS

Cash and Short Term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
BESSEMER SWEEP PROGRAM	108,139.010	\$1.00	\$92,138	\$1.000	\$92,138	100.0%		\$10	0.01%
Total cash and short term			\$92,138		\$92,138	100.0%		\$10	

Fixed Income

Fixed Income - cash and short term

BESSEMER SWEEP PROGRAM	21,817.130	\$1.00	\$21,816	\$1.000	\$21,816	2.2%	\$0	\$1	0.01%
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US government bonds

FEDERAL NATL MTG ASSN Not callable 5.000 % Due 04/15/2015	20,000	\$110.29	\$22,058	\$101.382	\$20,276	2.1%	(\$1,782)	\$1,000	4.93%
US TREASURY NOTES T 0.625 16 Not callable 0.625 % Due 12/15/2016	75,000	99.82	74,865	99.945	74,958	7.6	93	468	0.63
FED NATL MTG ASSOC Not callable 1.250 % Due 01/30/2017	25,000	101.08	25,269	101.007	25,251	2.6	(18)	312	1.24
FED HM LN MTG CP Not callable 0.875 % Due 02/22/2017	80,000	100.15	80,122	100.158	80,126	8.2	4	700	0.87

BOSTWICK FOUNDATION

Trade date basis

US government bonds - continued	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
US TREASURY NOTES	168,000	99.92	167,862	99.414	167,015	17.0	(847)	3,150	1.89
T 1.875 21 Not callable 1.875 % Due 11/30/2021									
TSY INFLATION INDEX BOND	40,706.400	103.07	41,956	100.836	41,046	4.2	(910)	254	0.62
Not callable 0.625 % Due 01/15/2024 Original Face = 40,000,000									
US TREASURY BONDS	115,000	100.15	115,170	101.805	117,075	11.9	1,905	2,731	2.33
T 2.375 24 Not callable 2.375 % Due 08/15/2024									
Total US government bonds			\$527,302		\$525,747	53.6%	(\$1,555)	\$8,615	1.64%

Taxable municipal bonds

DULUTH MINN ISD NO 709 * BAB-TAXABLE-SER A Not callable 3.500 % Due 02/01/2015 Aa2 /AA+	20,000	\$101.71	\$20,342	\$100.245	\$20,049	2.0%	(\$293)	\$700	3.49%
MARYLAND ST COP TAXABLE SER A Not callable 2.919 % Due 09/01/2015 Aa1 /AA+	20,000	100.00	20,000	101.772	20,354	2.1	354	583	2.87
Total taxable municipal bonds			\$40,342		\$40,403	4.1%	\$61	\$1,283	3.18%

Corporate bonds

PROCTER & GAMBLE CO Not callable 3.500 % Due 02/15/2015 Aa3 /AA-	20,000	\$99.58	\$19,916	\$100.394	\$20,078	2.1%	\$162	\$700	3.49%
MEDTRONIC INC Not callable 3.000 % Due 03/15/2015 A2 /AA-	20,000	99.99	19,998	100.532	20,106	2.1	108	600	2.98

BOSTWICK FOUNDATION

Trade date basis

Corporate bonds - continued	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
JPMORGAN CHASE & CO FRN 3ML+112.50 Not callable 1.372 % Due 09/22/2015 A3 /A	30,000	100.70	30,209	100.720	30,216	3.1	7	411	1.36
TEXAS INSTRUMENT INC TXN 2.375 16 Not callable 2.375 % Due 05/16/2016 A1 /A+	20,000	99.49	19,898	102.320	20,464	2.1	566	475	2.32
VERIZON COMMUNICATIONS Not callable 2.500 % Due 09/15/2016 Baa1 /BBB+	21,000	102.67	21,561	102.328	21,488	2.2	(73)	525	2.44
AMERICAN HONDA FINANCE Not callable 1.125 % Due 10/07/2016 A1 /A+	25,000	100.32	25,081	100.446	25,111	2.6	30	281	1.12
CITIGROUP INC Not callable 1.300 % Due 11/15/2016 Baa2 /A-	25,000	99.90	24,975	99.686	24,921	2.5	(54)	325	1.30
GENERAL ELEC CAP CORP Not callable 2.900 % Due 01/09/2017 A1 /AA+	30,000	102.84	30,851	103.963	31,188	3.2	337	870	2.79
ANHEUSER-BUSCH INBEV FIN Not callable 1.125 % Due 01/27/2017 A2 /A	25,000	99.96	24,989	100.215	25,053	2.6	64	281	1.12
BB&T CORPORATION Callable 2/22/2017 @100.000 2.150 % Due 03/22/2017 A2 /A-	15,000	102.46	15,369	101.536	15,230	1.6	(139)	322	2.12
AMERICAN EXPRESS CREDIT Not callable 2.375 % Due 03/24/2017 A2 /A-	22,000	99.73	21,940	102.091	22,460	2.3	520	522	2.33
BERKSHIRE HATHAWAY FIN Not callable 1.600 % Due 05/15/2017 Aa2 /AA	25,000	101.17	25,293	100.769	25,192	2.6	(101)	400	1.59

BOSTWICK FOUNDATION

Trade date basis

	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Corporate bonds - continued						
TOYOTA MOTOR CREDIT CORP Not callable 1.125 % Due 05/16/2017 Aa3 /AA-	99.684	19,936	2.0	(53)	225	1.13
WHIRLPOOL CORP Not callable 1.650 % Due 11/01/2017 Baa2 /BBB	99.944	24,986	2.6	(51)	412	1.65
Total corporate bonds		\$326,429	33.3%	\$1,323	\$6,349	1.94%
International bonds						
DEUTSCHE BANK AG Not callable 3.450 % Due 03/30/2015 A3 /A	\$100.667	\$20,133	2.1%	\$168	\$690	3.43%
TYCO INTERNATIONAL FINAN Not callable 3.375 % Due 10/15/2015 A3 /BBB+	101.835	2,036	0.2	43	67	3.31
SHELL INTERNATIONAL FIN Not callable 0.900 % Due 11/15/2016 Aa1 /AA	100.148	25,037	2.6	68	225	0.90
KFW Not callable 1.250 % Due 02/15/2017 Aaa /AAA	100.798	20,159	2.1	234	250	1.24
Total international bonds		\$67,365	6.9%	\$513	\$1,232	1.83%
Total fixed income		\$981,760	100.0%	\$342	\$17,480	1.78%

6 Subject to sinking fund and/or extraordinary calls

BOSTWICK FOUNDATION

Trade date basis

Large Cap Core - U.S.

Consumer discretionary

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
DOLLAR GENERAL CORP (DG)	275	\$45.65	\$12,553	\$70.700	\$19,442	5.0%	\$6,889		
L BRANDS INC (LB)	100	55.24	5,524	86.550	8,655	2.2	3,131	136	1.57
MACY'S INC (M)	155	33.95	5,262	65.750	10,191	2.6	4,929	193	1.90
NIKE INC CL B (NKE)	130	83.92	10,910	96.150	12,499	3.2	1,589	145	1.16
VIACOM INC CL B NEW (VIA)	175	77.14	13,500	75.250	13,168	3.4	(332)	231	1.75
YUM BRANDS INC (YUM)	165	70.92	11,701	72.850	12,020	3.1	319	270	2.25
Total consumer discretionary			\$59,450		\$75,975	19.3%	\$16,525	\$975	1.28%

Consumer staples

CVS HEALTH CORP (CVS)	105	\$37.83	\$3,972	\$96.310	\$10,112	2.6%	\$6,140	\$147	1.45%
LORILLARD INC COM (LO)	75	44.72	3,354	62.940	4,720	1.2	1,366	184	3.91
Total consumer staples			\$7,326		\$14,832	3.8%	\$7,506	\$331	2.23%

Energy

CONOCOPHILLIPS (COP)	145	\$55.89	\$8,104	\$69.060	\$10,013	2.6%	\$1,909	\$423	4.23%
VALERO ENERGY NEW (VLO)	85	49.96	4,247	49.500	4,207	1.1	(40)	93	2.22
Total energy			\$12,351		\$14,220	3.6%	\$1,869	\$516	3.63%

Financials

ACE LIMITED (ACE)	90	\$49.76	\$4,478	\$114.880	\$10,339	2.6%	\$5,861	\$234	2.26%
AMERICAN INTL GROUP INC (AIG)	150	40.93	6,140	56.010	8,401	2.1	2,261	75	0.89
CITIGROUP INC (C)	175	29.82	5,219	54.110	9,469	2.4	4,250	7	0.07
KEYCORP NEW (KEY)	1,075	13.37	14,377	13.900	14,942	3.8	565	279	1.87

BOSTWICK FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
MORGAN STANLEY GRP INC (MS)	250	29.66	7,415	38.800	9,700	2.5	2,285	100	1.03
Total financials			\$37,629		\$52,851	13.5%	\$15,222	\$695	1.32%
Health care									
AETNA INC NEW (AET)	230	\$53.18	\$12,231	\$88.830	\$20,430	5.2%	\$8,199	\$230	1.13%
MYLAN INC (MYL)	300	42.33	12,698	56.370	16,911	4.3	4,213		
PFIZER INC (PFE)	575	29.66	17,052	31.150	17,911	4.6	859	644	3.60
THERMO FISHER SCIENTIFIC (TMO)	80	57.20	4,576	125.290	10,023	2.6	5,447	48	0.48
ZIMMER HLDGS INC (ZMH)	120	62.34	7,481	113.420	13,610	3.5	6,129	105	0.78
Total health care			\$54,038		\$78,885	20.1%	\$24,847	\$1,027	1.30%
Industrials									
CUMMINS INC (CMI)	35	\$128.80	\$4,508	\$144.170	\$5,045	1.3%	\$537	\$109	2.16%
ILLINOIS TOOL WORKS INC (ITW)	60	62.28	3,737	94.700	5,682	1.5	1,945	116	2.05
KIRBY CORP (KEY)	70	116.19	8,133	80.740	5,651	1.4	(2,482)		
NIELSEN N V EUR 0.07 (NLSN)	150	32.75	4,913	44.730	6,709	1.7	1,796	150	2.24
RAYTHEON CO NEW (RTM)	165	96.40	15,906	108.170	17,848	4.5	1,942	399	2.24
UNION PACIFIC CORP (UNP)	140	79.11	11,076	119.130	16,678	4.3	5,602	280	1.68
UNITED RENTALS INC (URI)	80	94.05	7,524	102.010	8,160	2.1	636		
Total industrials			\$55,797		\$65,773	16.8%	\$9,976	\$1,054	1.60%
Information technology									
APPLE INC (AAPL)	210	\$69.31	\$14,556	\$110.380	\$23,179	5.9%	\$8,623	\$394	1.70%
AVAGO TECHNOLOGIES (AVGO)	100	34.76	3,476	100.590	10,059	2.6	6,583	140	1.39
NXP SEMICONDUCTORS NV (NXPI)	150	58.03	8,704	76.400	11,460	2.9	2,756		
QUALCOMM INC (QCOM)	200	63.40	12,679	74.330	14,866	3.8	2,187	336	2.26

BOSTWICK FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
TERADATA CORP (TDC)	275	42.59	11,712	43.680	12,012	3.1	300	\$870	1.22%
Total information technology			\$51,127		\$71,576	18.2%	\$20,449		
Utilities									
AMERICAN WATER WORKS CO (AWK)	350	\$40.57	\$14,201	\$53.300	\$18,655	4.8%	\$4,454	\$434	2.33%
Total large cap core - u.s.			\$291,919		\$392,767	100.0%	\$100,848	\$5,902	1.50%

Large Cap Core - Non U.S.

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary									
BRIDGESTONE CORP ADR (BRDCY)	420	\$17.79	\$7,473	\$17.511	\$7,354	3.4%	(\$119)	\$109	1.49%
DAIHATSU MOTOR CO. LTD ADR (DHTMY)	150	37.69	5,654	26.340	3,951	1.8	(1,703)	127	3.22
PANDORA A/S ADR (PNDZY)	275	16.19	4,453	20.496	5,636	2.6	1,183	54	0.97
SKY PLC ADR (SKYAY)	220	62.74	13,802	56.071	12,335	5.7	(1,467)	452	3.66
Total consumer discretionary			\$31,382		\$29,276	13.4%	(\$2,106)	\$742	2.53%
Consumer staples									
IMPERIAL TOBACCO LT ADR (ITYBY)	105	\$72.29	\$7,590	\$88.441	\$9,286	4.3%	\$1,696	\$435	4.69%
J SAINSBURY SPN ADR NEW (JSAIN)	500	23.19	11,593	15.387	7,693	3.5	(3,900)	569	7.40
SVENSKA CL AKTIBLGT ADR (SVCBY)	350	26.90	9,416	21.576	7,551	3.5	(1,865)	207	2.74
UNILEVER NV	300	38.31	11,493	39.499	11,849	5.4	356	413	3.49
WILMAR INTERNATIONAL ADR (WLMY)	325	26.35	8,563	24.451	7,946	3.6	(617)	174	2.20
Total consumer staples			\$48,655		\$44,325	20.3%	(\$4,330)	\$1,798	4.06%

BOSTWICK FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Energy									
SINOPEC/CHINA PETE&CHM ADR (SMP)	67	\$76.52	\$5,127	\$81,010	\$5,427	2.5%	\$300	\$232	4.29%
Financials									
BNP PARIBAS SPON ADR (BNPOY)	225	\$26.27	\$5,911	\$29,804	\$6,705	3.1%	\$794	\$160	2.40%
DBS GROUP HLDGS LTD ADR (DBSDY)	250	51.72	12,929	62,184	15,546	7.1	2,617	450	2.89
HSEC HLDGS PLC ADR (HSBC)	225	50.48	11,358	47,230	10,626	4.9	(732)	551	5.19
ORIX CORP	650	15.70	10,205	12,676	8,239	3.8	(1,966)	135	1.64
RSA INS GRP INC SPON ADR (RSNAY)	1,375	9.44	12,986	6,783	9,326	4.3	(3,660)	229	2.46
SKANDINAVISKA ENSKILDA ADR (SKVKY)	350	11.68	4,088	12,717	4,450	2.0	362	164	3.69
WHARF HOLDINGS ADR (WARFY)	485	12.50	6,061	14,443	7,004	3.2	943	195	2.80
Total financials			\$63,538		\$61,896	28.4%	(\$1,642)	\$1,884	3.04%
Health care									
ASTRAZENECA PLC	150	\$72.53	\$10,879	\$70,989	\$10,648	4.9%	(\$231)	\$397	3.73%
Industrials									
ITOCHU CORP ADR (ITOCY)	530	\$21.51	\$11,401	\$21,552	\$11,422	5.2%	\$21	\$362	3.17%
Information technology									
HITACHI LTD ADR (HTHIY)	175	\$77.24	\$13,517	\$75,124	\$13,146	6.0%	(\$371)	\$155	1.19%
Materials									
SUMITOMO METAL MIN CO LTD (SMMYY)	375	\$14.22	\$5,333	\$15,097	\$5,661	2.6%	\$328	\$114	2.03%

BOSTWICK FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Telecom services									
CHINA TELECOM ADR (CHA)	240	\$56.20	\$13,487	\$58.710	\$14,090	6.5%	\$603	\$264	1.88%
KDDI CORP ADR (KDDIY)	600	8.66	5,198	15.924	9,554	4.4	4,356	157	1.65
TIM PARTICIPACOES SA ADR (TSU)	250	23.68	5,921	22.210	5,552	2.5	(369)	184	3.32
Total telecom services			\$24,606		\$29,196	13.4%	\$4,590	\$605	2.07%
Utilities									
TOKYO GAS LTD ADR (TKGSY)	337	\$19.60	\$6,606	\$21.756	\$7,331	3.4%	\$725	\$89	1.22%
Total large cap core - non u.s.			\$221,044		\$218,328	100.0%	(\$2,716)	\$6,378	2.92%

Large Cap Strategies

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Large cap strategies funds									
OW LARGE CAP STRATEGIES FD (OWLSX)	71,605.860	\$9.34	\$668,728	\$12.910	\$924,431	100.0%	\$255,703	\$6,952	0.75%
BOOK COST	714,501								
Total large cap strategies			\$668,728		\$924,431	100.0%	\$255,703	\$6,952	0.75%

BOSTWICK FOUNDATION

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Small & Mid Cap									
Small & mid cap funds									
OW SMALL & MID CAP FUND (OWSMX) BOOK COST 375,755	35,605,933	\$10.30	\$366,778	\$16.220	\$577,528	100.0%	\$210,750	\$4,628	0.80%
Total small & mid cap			\$366,778		\$577,528	100.0%	\$210,750	\$4,628	0.80%
Strategic Opportunities									
Strategic Opportunities funds									
OW STRATEGIC OPPTY FUND (OWSOX) BOOK COST 565,275	74,507,917	\$6.92	\$515,907	\$7.590	\$565,515	100.0%	\$49,608	\$12,964	2.29%
Total strategic opportunities			\$515,907		\$565,515	100.0%	\$49,608	\$12,964	2.29%
Real Return / Commodities									
Real return funds									
OW REAL RETURN FUND (OWRRX) BOOK COST 123,647	11,653,114	\$9.90	\$115,407	\$7.110	\$82,853	100.0%	(\$32,554)	\$233	0.28%
Total real return / commodities			\$115,407		\$82,853	100.0%	(\$32,554)	\$233	0.28%

BOSTWICK FOUNDATION

Trade date basis

Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
		\$3,253,339		\$3,835,320		\$581,981	\$54,547	1.42%

Total value of account

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JAMES A BAKER INSTITUTE FOR ANIMAL HEALTH AT CORNELL UNIVERSITY HUNGERFORD HILL ROAD ITHACA, NY 14853		PUBLIC CHARITY	OPERATIONAL	15,000.
LAUREL HOUSE PO BOX 764 NARRISTOWN, PA 19404		PUBLIC CHARITY	OPERATIONAL	15,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		PUBLIC CHARITY	OPERATIONAL	28,000.
THE SEEING EYE PO BOX 375 MORRISTOWN, NJ 07963		PUBLIC CHARITY	OPERATIONAL	5,000.
Total from continuation sheets				63,000.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

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

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

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions. ALBERT C. BOSTWICK FOUNDATION	Employer identification number (EIN) or 11-6003740
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BESSEMER TRUST, 630 FIFTH AVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10111	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

C/O BESSEMER TRUST

• The books are in the care of ▶ **630 FIFTH AVENUE - NEW YORK, NY 10111**
Telephone No. ▶ **(516) 508-9623** Fax No ▶ _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2014** or
▶ tax year beginning _____, and ending _____

2. If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	4,410.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,410.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$	2,000.

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