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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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation THE CURTIS W MCGRAW FOUNDATION		A Employer identification number 22-1761678	
% ROCKEFELLER & CO		B Telephone number (see instructions)	
Number and street (or P O box number if mail is not delivered to street address) C/O RTC NA P O BOX 5016 Suite	Room/suite		
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 101855016		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 checked="" 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)▶\$ 26,597,861		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	91,156	91,156		
	4 Dividends and interest from securities.	350,555	350,555		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,757,958			
	b Gross sales price for all assets on line 6a 13,190,987				
	7 Capital gain net income (from Part IV, line 2) . . .		1,757,958		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,199,669	2,199,669		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	39,104	26,069	0	13,035
	b Accounting fees (attach schedule)	11,000	7,333	0	3,667
	c Other professional fees (attach schedule)	138,693	138,693		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	70,849	22,095		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	48,746	45,461		3,285
	24 Total operating and administrative expenses. Add lines 13 through 23	308,392	239,651	0	19,987
	25 Contributions, gifts, grants paid	1,141,480			1,141,480
	26 Total expenses and disbursements. Add lines 24 and 25	1,449,872	239,651	0	1,161,467
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	749,797			
	b Net investment income (if negative, enter -0-)		1,960,018		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	717,357	802,163	802,163
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶	11,800	0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	2,006,349	<input checked="" type="checkbox"/> 2,940,550	2,950,782
	b	Investments—corporate stock (attach schedule)	10,566,942	<input checked="" type="checkbox"/> 10,567,287	15,953,264
	c	Investments—corporate bonds (attach schedule).	3,216,265	<input checked="" type="checkbox"/> 3,765,262	3,797,648
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	1,596,732	<input checked="" type="checkbox"/> 893,090	3,094,004	
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)	18,115,445	18,968,352	26,597,861	
Liabilities	17	Accounts payable and accrued expenses	0	103,448	
	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	103,448	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	18,115,445	18,864,904	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see instructions)	18,115,445	18,864,904	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	18,115,445	18,968,352	

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 18,115,445
2	Enter amount from Part I, line 27a	2 749,797
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 18,865,242
5	Decreases not included in line 2 (itemize) ▶ <input checked="" type="checkbox"/>	5 338
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 18,864,904

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) 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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>	2	1,757,958
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
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 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	1,132,817	24,115,601	0 046974
2012	1,139,970	21,545,323	0 05291
2011	1,133,241	21,394,416	0 052969
2010	1,110,999	20,284,506	0 054771
2009	1,030,564	18,092,944	0 056959

2	Total of line 1, column (d).	2	0 264583
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 052917
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	26,583,308
5	Multiply line 4 by line 3.	5	1,406,709
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	19,600
7	Add lines 5 and 6.	7	1,426,309
8	Enter qualifying distributions from Part XII, line 4.	8	1,161,467

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	39,200
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	39,200
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	39,200
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	31,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	46,000
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	216
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10	6,584
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 6,584 Refunded <input type="checkbox"/>	11	

Part VII-A

Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input type="checkbox"/>	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i> <input type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	<i>If "Yes," attach the statement required by General Instruction T.</i> <input type="checkbox"/>			
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NJ _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NA				
14	The books are in care of ▶ROCKEFELLER & CO Telephone no ▶(212) 549-5100 Located at ▶30 ROCKEFELLER PLAZA ROOM 5600 NEW YORK NY ZIP +4 ▶10112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ▶ <input type="checkbox"/>			
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			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>). 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
CURTIS M WEBSTER	TRUSTEE & PRESIDENT	0	0	0
2 CORNELIA STREET NEW YORK, NY 10014	0			
SAMUEL W LAMBERT III	SECRETARY-TREASURER & TRUSTEE	0	0	0
115 NORTH ROAD PRINCETON, NJ 08540	0			
THEO M WEBSTER	VICE PRESIDENT & TRUSTEE	0	0	0
62 STONE STREET NEW BRUNSWICK, NJ 08901	0			
STEPHEN N ALLEN	VP & TRUSTEE	0	0	0
115 HARRIS ROAD PRINCETON, NJ 08540	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
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
ROCKEFELLER & CO	INVESTMENT MGMT/ACTG	0
30 ROCKEFELLER PLAZA ROOM 5600		
NEW YORK, NY 10112		
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 NONE	
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	
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	22,969,647
b	Average of monthly cash balances.	1b	685,175
c	Fair market value of all other assets (see instructions).	1c	3,333,308
d	Total (add lines 1a, b, and c).	1d	26,988,130
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	26,988,130
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	404,822
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,583,308
6	Minimum investment return. Enter 5% of line 5.	6	1,329,165

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	1,329,165
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	39,200
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	39,200
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,289,965
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,289,965
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	1,289,965

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	1,161,467
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,161,467
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,161,467

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				1,289,965
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 2011 , 2010		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	129,821			
b From 2010.	118,436			
c From 2011.	84,866			
d From 2012.	93,221			
e From 2013.				
f Total of lines 3a through e.	426,344			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,161,467			0	
a Applied to 2013, but not more than line 2a			0	
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 2014 distributable amount.				1,161,467
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).)	128,498			128,498
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	297,846			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	1,323			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	296,523			
10 Analysis of line 9				
a Excess from 2010. . . .	118,436			
b Excess from 2011. . . .	84,866			
c Excess from 2012. . . .	93,221			
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV

1a 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. . . .

Check box to indicate whether the organization 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	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ 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))

ELIZABETH M WEBSTER

• 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 email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,141,480
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
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				

[illegible]

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

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.

Sign Here	*****	2015-05-15	*****	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name Lawrence S Rapoport	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00745185
	Firm's name <input checked="" type="checkbox"/> Rockefeller & Co Inc			Firm's EIN <input checked="" type="checkbox"/>	
	Firm's address <input checked="" type="checkbox"/> 30 Rockefeller Pl - Rm 5600 New York, NY 10112			Phone no (212) 549-5360	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SEE STATEMENT E - LT NON COVERED	P		
SEE STATEMENT D - LT COVERED	P		
SEE STATEMENT A - ST COVERED	P		
SECURITY LITIGATION - CITIGROUP BOND ACTION SETTLEMENT FUND	P		
F/X GAIN/(LOSS)	P		
SEE STATEMENT B - ST NONCOVERED	P		
SEE STATEMENT C	P		
SEE STATEMENT F - LT	P		


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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,922,322		2,912,040	1,010,282
2,917,530		2,360,197	588,954
4,498,055		4,493,524	-5,707
16,008			16,008
411		0	411
1,606,655		1,602,422	4,233
2,459		4,066	-1,607
92,409		82,163	10,246


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,010,282
			557,333
			4,531
			16,008
			411
			4,233
			-1,607
			10,246


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
101 151 Moore Street Princeton, NJ 08540			General Fund	5,000
A Better Chance 240 West 35th Street 9th floor New York, NY 10001			General Fund	5,000
Aids Resource Foundation for Children 182 Roseville Avenue Newark, NJ 07107			General Fund	5,000
Alzheimer's Association 225 North Michigan Avenue Chicago, IL 60601			General Fund	5,000
American Cancer Society POB 22718 Oklahoma City, OK 73123			General Fund	10,000
American Red Cross 2025 E Street NW Washington, DC 20006			General Fund	5,000
American Repertory Ballet 80 Albany Street New Brunswick, NJ 08901			General Fund	10,000
Amnesty International of the USA Inc 5 Penn Plaza New York, NY 10001			General Fund	10,000
Assisting Children in Need 2 Cornelia Street Apt 402 New York, NY 10014			General Fund	50,000
Blaine County Education Foundation P O Box 253 Hailey, ID 83333			General Fund	5,000
Blue Curtain 115 Harris Road Princeton, NJ 08540			General Fund	30,000
Brooklyn Ballet 145 Hicks Street Suite A-45 Brooklyn, NY 11201			General Fund	2,500
Calpulli Mexican Dance Company 9110 34th Avenue Apt 5B Jackson Heights, NY 11372			General Fund	5,000
Cancer Hope Network Two North Road Suite A Chester, NJ 07930			General Fund	5,000
CARE 151 Ellis Street NE Atlanta, GA 30303			General Fund	5,000
Total  3a				1,141,480

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Carolyn E Wylie Center for Children Youth and Fa 7177 Potomac Street Riverside, CA 92504			General Fund	5,000
Cause Effective 505 Eighth Avenue Suite 1212 New York, NY 10018			General Fund	5,000
Centurion Ministries 221 Witherspoon Street Princeton, NJ 08542			General Fund	10,000
City Parks Foundation 830 Fifth Avenue Room 280 New York, NY 10021			General Fund	5,000
Citymeals-on-Wheels 355 Lexington Avenue New York, NY 10017			General Fund	5,000
Company of Fools P O Box 329 Hailey, ID 83333			General Fund	1,000
Corner House 369 Witherspoon Street Princeton, NJ 08540			General Fund	10,000
Council of NJ Grantmakers 101 West State Street Trenton, NJ 08608			General Fund	250
Council on Foundations PO Box 0021 Washington, DC 20055			General Fund	1,730
Crawford House Inc 362 Sunset Road Skillman, NJ 08558			General Fund	10,000
Creative Heartwork Inc 5 Drake Court Boonton Township, NJ 07005			General Fund	10,000
Drug Policy Alliance 925 Ninth Avenue New York, NY 10019			General Fund	7,500
El Puente de Williamsburg Inc 211 South 4th Street Brooklyn, NY 11211			General Fund	15,000
Environmental Defense Fund Inc 257 Park Avenue South New York, NY 10010			General Fund	2,500
First Baptist Church of Princeton PO Box 501 Princeton, NJ 08540			General Fund	5,000
Total  3a				1,141,480

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Foxcroft School PO Box 5555 Middleburg, VA 20118			General Fund	15,000
NYC Lab School 333 West 17th Street New York, NY 10011			General Fund	2,500
MOTHERS2MOTHERS INTERNATIONAL 1622 N Curson Avenue Los Angeles, CA 90046			General Fund	10,000
Green Faith 46 Bayard Street Suite 401 New Brunswick, NJ 08901			General Fund	5,000
Historic Morven 55 Stockton Street Princeton, NJ 08540			General Fund	5,000
Hitops 21 Wiggins Street Princeton, NJ 08540			General Fund	10,000
Home Front 1880 Princeton Avenue Lawrenceville, NJ 08648			General Fund	10,000
Housing Initiatives of Princeton 11 Mercer Street Princeton, NJ 08540			General Fund	5,000
Interfaith Caregivers TrentonFaith In Action 229 Lawrence Road Lawrenceville, NJ 08648			General Fund	5,000
ISLES 10 Wood Street Trenton, NJ 08618			General Fund	15,000
Jewish Renaissance Foundation PO Box 2506 149 Kearny Avenue Perth Amboy, NJ 08862			General Fund	2,500
La Mama 74A East 4th Street New York, NY 10003			General Fund	20,000
Lebanese American University 475 Riverside Drive New York, NY 10115			General Fund	15,000
Lighthouse International 111 East 59th Street New York, NY 10022			General Fund	2,500
Mariachi Academy of New York 1775 Third Avenue New York, NY 10014			General Fund	5,000
Total  3a				1,141,480


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Mary Jacobs Memorial Library 64 Washington Street Rocky Hill, NJ 08553			General Fund	2,500
McCarter Theater 91 University Place Princeton, NJ 08540			General Fund	25,000
Mercer Street Friends 151 Mercer Street Trenton, NJ 08611			General Fund	5,000
Metropolitan Opera Lincoln Center New York, NY 10023			General Fund	10,000
Montgomery Township Emergency Medical Services In P O Box 105 Belle Mead, NJ 08502			General Fund	2,500
Montgomery Township Fire Department #2 P O Box 267 Blawenbergl, NJ 08504			General Fund	2,500
NAMI Mercer NJ 88 Lakedale Drive Lawrenceville, NJ 08648			General Fund	7,500
Nassau Presbyterian Church 61 Nassau Street Princeton, NJ 08542			General Fund	25,000
National Sports Academy 12 Lake Placid Club Drive Lake Placid, NY 12946			General Fund	2,500
New Jersey Aids Partnership 15 Princess Road Lawrenceville, NJ 08648			General Fund	2,500
New Jersey Conservation Foundation Bamboo Brook Far Hills, NJ 07931			General Fund	5,000
New Jersey SEEDS Center 303-309 Washington Street 4th floo Newark, NJ 07102			General Fund	5,000
North Country SPCA 23 Lakeshore Road Westport, NY 12993			General Fund	5,000
Partnership for the Delaware Estuary Inc 1009 Philadelphia Pike Wilmington, DE 19809			General Fund	2,500
Passage Theatre Company P O Box 967 Trenton, NJ 08605			General Fund	5,000
Total			3a	1,141,480


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Philabundance P O Box 37555 Philadelphia, PA 19148			General Fund	5,000
Planned Parenthood of Mercer County 437 East State Street Trenton, NJ 08608			General Fund	40,000
Playgroup Cooperative 32 Carmine Street New York, NY 10014			General Fund	2,500
Presbyterian Church of the Big Wood P O Box 660 Ketchum, ID 83340			General Fund	10,000
Princeton Adult School P O Box 701 Princeton, NJ 08542			General Fund	2,500
Princeton Chamber Symphony P O Box 250 Princeton, NJ 08540			General Fund	5,000
Princeton Child Development Institute 300 Cold Soil Road Princeton, NJ 08540			General Fund	5,000
Princeton Day School P O Box 75 Princeton, NJ 08542			General Fund	40,000
Princeton Friends School 470 Quaker Road Princeton, NJ 08540			General Fund	25,000
Princeton Public Library 65 Witherspoon Street Princeton, NJ 08542			General Fund	5,000
Princeton Senior Resource Center Spruce Circle Princeton, NJ 08540			General Fund	10,000
Princeton University P O Box 46 Princeton, NJ 08544			General Fund	5,000
Princeton YMCA Paul Robeson Place Princeton, NJ 08540			General Fund	5,000
Princeton-Blairstown Center 158 Millbrook Road Blairstown, NJ 07825			General Fund	5,000
Princeton-YWCA Paul Robeson Place Princeton, NJ 08540			General Fund	5,000
Total			▶ 3a	1,141,480


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Rutgers University Foundation 7 College Avenue New Brunswick, NJ 08901			General Fund	10,000
Sarah Lawrence College 1 Mead Way Bronxville, NY 10708			General Fund	2,500
Second Wind 759 State Road Princeton, NJ 08540			General Fund	10,000
Sheenway School and Culture 10101-25 South Broadway Los Angeles, CA 90003			General Fund	5,000
Sheridan College Foundation P O Box 6328 Sheridan, WY 82801			General Fund	5,000
Small Animal Rescue League 900 Herrontown Road Princeton, NJ 08540			General Fund	5,000
Somerset Home for Temporarily Displaced Children 49 Brahma Avenue Bridgewater, NJ 08807			General Fund	5,000
South Brunswick Board of Education PO Box 181 4 Executive Drive Monmouth Junction, NJ 08852			General Fund	5,000
St Luke's WOOD RIVER FOUNDATION P O Box 7005 KETCHUM, ID 83340			General Fund	7,500
Stony Brook-Millstone Watersheds Assoc 31 Titus Mill Road Pennington, NJ 08534			General Fund	7,500
Synergos Institue Inc 51 Madison Avenue 21st Floor New York, NY 10110			General Fund	2,500
TASIS Foundation Inc 1640 Wisconsin Avenue NW Washington, DC 20007			General Fund	50,000
The Builders Association 453 Broome Street 4C New York, NY 10013			General Fund	7,500
The Career Wardrobe 1211 Chesnut Street- Suite 205 Philadelphia, PA 19107			General Fund	2,500
The Community Library Association Inc P O Box 2168 Boise, ID 83340			General Fund	1,000
Total  3a				1,141,480


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Crisis Ministry of Princeton and Trenton 61 Nassau Street Princeton, NJ 08542			General Fund	10,000
The Drumthwacket Foundation Inc 354 Stockton Street Princeton, NJ 08540			General Fund	5,000
The Foundation Fighting Blindness 14 Nassau Street Princeton, NJ 08542			General Fund	5,000
The Frick Collection 1 East 70th Street New York, NY 10021			General Fund	10,000
The Joy of Athletics Foundation P O Box 216 Richmond, MA 01254			General Fund	7,500
The Lawrenceville School P O Box 6125 Lawrenceville, NJ 08648			General Fund	15,000
Newgrange School and Education Center 526 South Olden Avenue Hamilton, NJ 08629			General Fund	2,500
The Princeton Hub Inc 70 Jefferson Road Princeton, NJ 08540			General Fund	2,500
The Trenton Area Soup Kitchen P O Box 872 Trenton, NJ 08605			General Fund	15,000
TIGHAR 2812 Fawkes Drive Wilmington, DE 19808			General Fund	40,000
Trinity Counseling Service 22 Stockton Street Princeton, NJ 08540			General Fund	5,000
VOLUNTEERCONNECT INC 120 JOHN STREET SUITE 7 PRINCETON, NJ 08542			General Fund	5,000
VOICES P O Box 404 Princeton, NJ 08534			General Fund	2,500
Womanspace Inc 1212 Stuyvesant Avenue Trenton, NJ 08618			General Fund	10,000
Women Helping Women 224 Main Street Metuchen, NJ 08840			General Fund	5,000
Total  3a				1,141,480

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Women's Entrepreneurial Foundation 127 US Highway 206 Suite 28 Hamilton,NJ 08610			General Fund	5,000
Zufall Health Center of Somerville 95 Veterans Memorial Drive East Somerville,NJ 08876			General Fund	5,000
SOMEONE CARES SOUP KITCHEN & TUTORING 720 WEST 19 STREET COSTA MESA,CA 92627			GENERAL FUND	2,500
ST FRANCIS FOOD PANTIRES & SHELTERS 450 SEVENTH AVENUE NEWYORK,NY 10123			GENERAL FUND	5,000
THE CHALLIS JOINT SCHOOL DISTRICT 181 POB 304 CHALLIS,ID 83226			GENERAL FUND	2,500
UIH FAMILY PARTNERS 764 BELLEVUE AVENUE TRENTON,NJ 08618			GENERAL FUND	5,000
LEARNING ALLY 20 ROSZEL ROAD PRINCETON,NJ 08540			GENERAL FUND	2,500
PRINCETON HEALTHCARE SYSTEM FOUNDATION 253 WITHERSPOON STREET PRINCETON,NJ 08540			GENERAL FUND	100,000
POWDERMILL NATURE RESERVE HC 64 BOX 453 RECTOR,PA 15677			GENERAL FUND	5,000
BALLET HISPANICO OF NEWYORK 167 WEST 89 STREET NEWYORK,NY 10024			GENERAL FUND	5,000
INSTITUTO ARTE TEATRAL INTERNACIONAL INC 64 EAST 4 STREET 2ND FL NEWYORK,NY 10003			GENERAL FUND	5,000
INTAR THEATRE POB 756 NEWYORK,NY 10108			GENERAL FUND	5,000
PROVIDENCE CATHOLIC SCHOOL INC 1215 N ST MARYS STREET SAN ANTONIO,TX 78215			GENERAL FUND	5,000
ST ANN'S WAREHOUSE INC 55 WASHINGTON STREET SUITE 458 BROOKLYN,NY 11201			GENERAL FUND	10,000
ISAMU NOGUCHI FOUNDATION & GARDEN MUSEUM 3237 VERNON BLVD LONG ISLAND CITY,NY 11106			GENERAL FUND	5,000
Total  3a				1,141,480

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF PRINCETON OPEN SPACES POB 374 PRINCETON, NJ 08542			GENERAL FUND	5,000
PRINCETON CHARTER SCHOOL 100 BUNN DRIVE PRINCETON, NJ 08540			GENERAL FUND	7,500
PRINCETON ART MUSEUM PRINCETON UNIVERSITY POB 35 PRINCETON, NJ 08544			GENERAL FUND	2,500
COALITION FOR HISPANIC FAMILY SERVICES 3158 WYCKOFF AVENUE NEW YORK, NY 11237			GENERAL FUND	5,000
BOYS' & GIRLS' CLUB OF TRENTON-MERCER COUNTY INC 212 CENTRE STREET TRENTON, NJ 08611			General Fund	10,000
BROOKTANGLE 111 NORTH MAIN STREET PENNINGTON, NJ 08534			GENERAL FUND	7,500
PINELANDS PRESERVATION ALLIANCE INC 17 PEMBERTON ROAD SOUTHAMPTON, NJ 08088			GENERAL FUND	5,000
STATE THEATRE 15 LIVINGSTON AVENUE NEW BRUNSWICK, NJ 08901			GENERAL FUND	5,000
YOUNG SCHOLARS INSTITUTE 399 W STATE STREET TRENTON, NJ 08618			GENERAL FUND	5,000
Total  3a				1,141,480

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which NO adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

(C) Short-term transactions not reported to you on Form 1099-B

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

Part I Short-Term. Transactions involving capital assets you held 1 year or less are short term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which NO adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

┐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

[illegible]

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

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

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

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☒ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

␣ (F) Long-term transactions not reported to you on Form 1099-B

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

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

☒ (F) Long-term transactions not reported to you on Form 1099-B

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

TY 2014 Accounting Fees Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROCKEFELLER&CO ACCOUNTING FEES	11,000	7,333		3,667

**TY 2014 All Other Program
Related Investments Schedule**

Name: THE CURTIS W MCGRAW FOUNDATION
EIN: 22-1761678

Category	Amount
NONE	

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

TY 2014 Depreciation Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

TY 2014 Investments Corporate Bonds Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Name of Bond	End of Year Book Value	End of Year Fair Market Value
64000 BANK OF AMERICA CORP	0	0
106000 ANHEUSER-BUSCH ABIBB	0	0
100000 BB&T CORPORATION 3.95%	0	0
164000 BANK OF AMERICA CORP	177,452	176,163
100000 CSX CORP DEBENTURES 6.2	0	0
133000 ANHEUSER-BUSCH COS LLC	142,920	142,226
104000 CITIGROUP INC. 4.45%	0	0
100000 GENERAL ELECTRIC CAP	0	0
100000 GOLDMAN SACHS GROUP	0	0
179000 GOLDMAN SACHS GROUP	173,200	181,259
134000 LUBRIZOL CORP SR NOTES	170,371	167,295
103000 DOMINION RESOURCES INC.	0	0
84000 LUBRIZOL CORP SR NOTES	0	0
170000 FEDERAL FARM CREDIT BK	0	0
125000 MORGAN STANLEY 6% 2015	0	0
100000 UNITED PARCEL SERVICE 5	0	0
125000 NBC UNIVERSAL MEDIA LLC	0	0
184000 PNC FUNDING CORP. 5.125	203,370	206,755
125000 NVR INC CORP. 3.95%	0	0
120000 TORONTO DOMINION BANK 2	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100000 PNC FUNDING CORP. 5.125	0	0
105000 SIMON PROPERTY GROUP LP	0	0
125000 US BANCORP 2.2% 2016	0	0
177000 US BANCORP 2.2% 2016	181,487	180,621
100000 YUM! BRANDS INC. 6.25%	0	0
174000 YUM! BRANDS INC. 6.25%	173,405	177,193
174,000 AMERICAN EXPRESS CRED	179,614	179,118
75000 FEDEX CORP NOTES, 8%	0	0
150000 FEDERAL FARM CREDIT BAN	0	0
300000 FREDDIE MAC FHLMC 1.375	0	0
178000 ASSOCIATES CORP 6.95%	207,091	207,902
147000 DUKE ENERGY INDIANA INC	154,401	155,755
50000 JP MORGAN CHASE 6%	0	0
50000 VERIZON COMMUNICATIONS 6	0	0
60000 DUKE ENERGY INDIANA INC.	0	0
183000 FFCB 4.875% 1/17/17	194,193	198,025
215000 FHLB .625% DUE 12/28/16	214,921	214,447
227000 FEDEX CORP NOTES 2.625%	211,828	222,270
180000 FHLB CORP .75% DUE 2016	180,000	179,553
173000 FIFTH THIRD BANK FITB	178,143	177,266

Name of Bond	End of Year Book Value	End of Year Fair Market Value
159000 JPMORGAN CHASE & CO.	173,624	176,472
162000 MORGAN STANLEY 5.45%	175,316	173,942
144000 UPS 1.125% DUE 10/1/17	143,426	143,291
134000 VERIZON COMM 5.15%	140,184	147,967
160000 WACHOVIA CORP. 5.75%	178,876	179,165
209000 WALT DISNEY CO 1.35%	211,440	210,963

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE CURTIS W MCGRAW FOUNDATION
EIN: 22-1761678

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CABOT OIL & GAS CORPORATION	258,949	230,099
ARCOS DORADOS HOLDINGS, INC.	0	0
AFLAC, INC.	136,393	202,085
ALEXION PHARMACEUTICALS, INC.	15,549	128,781
AMADA CO. LTD	234,503	270,721
DELPHI AUTOMOTIVE PLC	133,376	300,261
ANADARKO PETROLEUM CORPORATION	136,041	202,125
DOVER CORP.	0	0
APACHE CORPORATION	202,422	158,680
CAPITAL ONE FINANCIAL CORP.	345,419	408,953
ING GROEP NV	212,352	296,082
BAKER HUGHES INCORPORATED	67,241	91,450
J.P. MORGAN CHASE & CO.	272,762	483,368
BIOMARIN PHARMACEUTICAL INC.	0	0
MERCK & CO., INC.	196,953	280,997
BOSKALIS WESTMINSTER - CVA	69,167	124,185
CAREFUSION CORPORATION	0	0
CENTRICA PLC	0	0
CHEVRON CORPORATION	196,087	356,059
EBAY INC.	244,341	274,146
E-HOUSE CHINA HOLDINGS LTD ADR	119,999	77,787
CHINA MOBILE (HONG KONG) LIMIT	188,390	260,161
COACH INC.	0	0
COPA HOLDINS SA CLASS A	0	0
MURATA MANUFACTURING CO LTD	0	0
COMCAST CORPORATION - CL A	157,147	300,260
COMERICA INCORPORATED	0	0
EXPRESS SCRIPTS HOLDING INC.	272,052	333,177
CONTINENTAL RESOURCES, INC.	0	0
INTERXION HOLDING NV	62,106	67,639

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ORACLE CORPORATION	232,838	321,895
CTRIP.COM INTERNATIONAL-ADR	128,951	127,764
KANSAI ELECTRIC POWER COMPANY	88,454	86,176
DNB HOLDING ASA	0	0
GOLDMAN SACHS GROUP, INC.	0	0
GOOGLE INC - CLASS A	130,849	257,370
EXPEDIA, INC.	0	0
GOOGLE INC - CLASS C	131,192	255,304
HONEYWELL INC.	130,075	342,926
HYUNDAI MOTOR CO., LTD. - PFD	52,648	78,443
HYUNDAI MOTOR CO., LTD. - 2ND	179,130	255,910
PICC PROPERTY & CASUALTY CO	169,152	258,711
INCYTE CORPORATION	86,886	156,967
KALBE FARMA TBK PT	82,339	85,975
MALLINCKRODT PLC	102,546	250,051
JOHNSON MATTHEY PLC	71,065	134,683
KOREA ELECTRIC POWER CORPORATI	294,252	426,276
LEJU HOLDINGS LTD ADR	6,215	5,780
LLOYDS TSB GROUP PLC	341,035	325,353
MICROSOFT CORP.	224,283	425,575
RIO TINTO PLC - SPON ADR	0	0
SEATTLE GENETICS, INC.	0	0
MARVELL TECHNOLOGY GROUP LTD.	128,537	135,445
NETAPP, INC.	0	0
REINSURANCE GROUP OF AMERICA	187,640	263,298
NGK SPARK PLUG CO., LTD.	84,324	183,911
NOVARTIS AG - ADR	236,587	393,157
ST. JUDE MEDICAL	176,239	205,105
OCEANEERING INTERNATIONAL, INC	0	0
SUBSEA 7 SA	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCGRAW HILL FINANCIAL INC.	0	484,941
UNITED CONTINENTAL HOLDINGS	235,550	432,912
VISA INC. - CLASS A	344,006	421,093
PRUDENTIAL PLC	82,923	194,909
QUALCOMM INC.	111,183	219,199
MGM RESORTS INTERNATIONAL	210,589	179,442
REGENERON PHARMACEUTICALS	8,980	124,306
ROCHE HOLDINGS AG	147,575	233,897
ROYAL DUTCH SHELL PLC-ADR A	140,079	174,873
SAFRAN SA	132,102	288,188
SAMSUNG ELECTRONICS CO., LTD P	0	0
NABTESCO CORP.	191,905	191,202
ROYAL CARIBBEAN CRUISES LTD	170,079	473,808
SEMEN GRESIK (PERSERO) TBK	97,653	108,131
SBERBANK-SPONSORED ADR	0	0
SMITHS GROUP PLC	0	0
PENTAIR, PLC	254,668	266,809
SMC CORPORATION	127,755	186,655
SOFTBANK	243,950	210,476
SWEDBANK AB	61,787	148,976
VALEO SA	135,562	155,701
DARLING INGREDIENTS INC.	158,346	151,364
TORONTO-DOMINION BANK	313,216	379,421
TULLOW OIL PLC	0	0
WAL-MART STORES, INC.	308,134	449,324
WELLS FARGO COMPANY	187,164	450,566
WYNN MACAU, LIMITED	0	0
YUM! BRANDS, INC.	117,595	203,980
UNITEDHEALTH GROUP INC.	0	0

TY 2014 Investments Government Obligations Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

US Government Securities - End of Year Book Value:	1,551,173
US Government Securities - End of Year Fair Market Value:	1,557,149
State & Local Government Securities - End of Year Book Value:	1,389,377
State & Local Government Securities - End of Year Fair Market Value:	1,393,633

TY 2014 Investments - Other Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
5500 FUND LP	AT COST	893,090	3,094,004

TY 2014 Legal Fees Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DRINKER BIDDLE & REATH LLP	39,104	26,069		13,035

TY 2014 Other Decreases Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Description	Amount
NONDEDUCTIBLE EXPENSE	338

TY 2014 Other Expenses Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEMBERSHIP DUES	3,000			3,000
FEES	30			30
PORTFOLIO DEDUCTIONS THRU K-1	45,461	45,461		
BANK CHARGES	254			254
MISCELLANEOUS EXPENSE	1			1

TY 2014 Other Professional Fees Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROCKEFELLER & CO - INVESTMENT	128,193	128,193		
MERRILL LYNCH - CONSULTING FEE	10,500	10,500		

TY 2014 Taxes Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US EXCISE TAX-EST PYMTS	48,754			
FOREIGN TAX ON DIVIDENDS RECD	22,095	22,095		

Form 8949

Statement A

The Curtis W McGraw Foundation

Short-Term Transactions:

22-1761678

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
1600	Amada Co Ltd	01/00/00	07/08/14	16,105	14,379			1,726
2300	Amada Co Ltd		11/26/14	20,866	20,966			(100)
28000	Anheuser-Busch 5 05% 10/15/16	07/14/14	11/24/14	30,373	30,218	B	3	158
523	Baker Hughes Incorporated		05/29/14	36,954	25,631			11,323
559	Baker Hughes Incorporated	10/07/14	11/14/14	32,891	34,610			(1,719)
73	Boskalis Westminster - CVA	06/16/14	07/08/14	4,090	3,570	BE	(625)	(105)
563	Cabot Oil & Gas Corp Cl A	08/11/14	11/25/14	19,195	19,323			(127)
287	Capital One Financial Corp		11/25/14	23,726	24,193			(468)
209	Chevron Corporation	04/14/14	07/08/14	27,174	24,760			2,414
230	Chevron Corporation	04/14/14	11/25/14	26,690	27,248			(558)
77000	Citigroup 4 45% 01/10/17		09/18/14	82,091	82,486	T	394	(0)
17000	CITIGROUP INC	07/14/14	09/16/14	18,159	18,238	B	17	(62)
1439	Coach, Inc	08/08/13	06/10/14	57,466	77,758			(20,293)
2728	Coach, Inc	08/08/13	06/11/14	105,920	147,411			(41,492)
170000	Comcast Corp 3 60% 03/01/2024		11/12/14	175,338	171,545	B	(2)	3,791
375	Comcast Corporation - CL A		11/25/14	21,215	21,526			(311)
57	Copa Holdings SA Cl A	07/23/13	07/08/14	8,115	8,056			60
185	Ctrip com International - ADR	12/23/13	07/08/14	11,503	9,228			2,275
203	Ctrip com International - ADR	12/23/13	11/25/14	11,861	10,125			1,736
603	Darling Ingredients Inc		11/25/14	11,481	11,914			(433)
659	DnB Holding ASA	10/30/13	07/08/14	12,441	12,014			428
321	eBay Inc	05/21/14	07/08/14	16,194	16,468			(274)
354	eBay Inc	05/21/14	11/25/14	19,278	18,161			1,117
778	E-House China Holdings Ltd ADR	07/29/14	11/25/14	6,981	9,190			(2,209)
182	Expedia, Inc	07/18/13	07/08/14	14,546	11,906			2,640
205	Express Scripts Holding, Inc	04/29/14	07/08/14	13,929	14,624			(695)
285	Express Scripts Holding, Inc	04/29/14	11/25/14	23,197	20,874	B	543	2,866
110000	FFCB 3 75% 06/03/2025	03/06/14	03/20/14	109,691	109,978			(287)
204000	GE Cap Corp 2 95% 05/09/2016		12/01/14	210,534	210,546	B	13	2
151	HYUNDAI MOTOR CO LTD 2ND PFD	09/25/14	11/26/14	17,115	17,957	BE	(226)	(1,067)
49	HYUNDAI MOTOR CO LTD-PFD	09/23/14	11/26/14	5,385	5,912	BE	(4)	(531)
141	Incyte Corporation	11/04/13	07/08/14	7,409	5,721			1,688
1385	ING Groep		07/08/14	19,591	15,606	B	22	4,007
163	InterXion Holding NV	04/22/14	07/08/14	4,428	4,319			109
179	InterXion Holding NV		11/25/14	4,994	4,732			262
508	J P Morgan Chase & Co	05/21/14	07/08/14	28,518	27,673			846
559	J P Morgan Chase & Co	05/21/14	11/25/14	33,691	30,451			3,240
789	KOREA ELECTRIC POWER CORP	11/21/14	11/26/14	32,087	32,071	BE	(128)	(111)
325	Merck & Co Inc	10/03/13	07/08/14	18,885	15,787			3,098
608	MGM Resorts International	08/05/14	11/25/14	13,877	16,088			(2,210)

Form 8949

Statement A

The Curtis W McGraw Foundation
22-1761678

Short-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
600	NABTESCO CORP	02/26/14	11/26/14	14,623	15,388		(0)	(765)
500	Nabtesco Corp	02/26/14	07/08/14	11,068	12,823			(1,755)
328	NetApp, Inc	03/26/14	07/08/14	12,126	12,134			(8)
1649	NetApp, Inc	03/26/14	11/12/14	69,513	61,003			8,509
15000	NVR Inc Corp 3 95% 9/15/22	10/01/14	10/08/14	15,351	15,274			77
140	Oceaneering International, Inc	05/29/14	07/08/14	10,601	10,128			473
154	Oceaneering International, Inc	05/29/14	11/25/14	10,726	11,141			(415)
493	Oceaneering International, Inc	05/29/14	12/10/14	30,065	35,665			(5,600)
518	Oracle Corporation	09/24/14	11/25/14	21,352	20,183			1,169
168	Pentair, PLC	10/21/14	11/25/14	11,609	10,989			620
4000	PICC Prop & Cas Co Rts 12/2/14	11/19/14	11/24/14	3,286	-	T	(3,286)	-
7975	PICC Prop & Cas Co Rts 12/2/14	11/19/14	11/25/14	7,032	-	T	(7,032)	-
198	Reinsurance Group of America,	10/29/13	07/08/14	15,762	14,317			1,445
4573	Rio Tinto plc - Spon ADR		06/03/14	238,037	241,551			(3,514)
35	ROYAL DUTCH SHELL PLC		07/08/14	2,863	2,628	B	(229)	6
36	ROYAL DUTCH SHELL PLC		07/08/14	2,944	2,703	B	91	333
41	ROYAL DUTCH SHELL PLC		07/08/14	3,353	3,078	B	199	474
320	Sberbank - Sponsored ADR	04/25/13	04/24/14	2,683	4,071			(1,388)
310	Sberbank - Sponsored ADR	04/26/13	04/25/14	2,497	3,849			(1,352)
195	Seattle Genetics, Inc		07/08/14	7,052	7,621			(568)
358	Seattle Genetics, Inc	04/30/14	10/06/14	12,401	13,641			(1,241)
425	Seattle Genetics, Inc	04/30/14	10/07/14	14,511	16,194			(1,683)
5400	SEMEN INDONESIA PERSERO TBK PT	04/15/14	07/08/14	7,443	7,605	BE	(49)	(212)
6000	SEMEN INDONESIA PERSERO TBK PT	04/15/14	11/26/14	7,820	8,450	BE	53	(578)
300	Softbank	04/28/14	07/08/14	22,513	22,170			342
2800	Softbank		09/18/14	220,479	197,326			23,152
200	Softbank	11/13/14	11/26/14	13,406	14,042			(636)
1400	SOFTBANK CORP	04/28/14	09/17/14	111,240	103,462		-	7,778
207	St Jude Medical	10/04/13	07/08/14	14,413	11,695			2,718
434	Subsea 7 SA	07/17/13	07/08/14	8,064	8,120			(56)
522	Toronto-Dominion Bank	05/27/14	07/08/14	26,806	25,892			914
575	Toronto-Dominion Bank		11/25/14	29,030	28,483			546
1592	TULLOW OIL PLC		10/14/14	13,226	21,981	B	(78)	(8,833)
564	TULLOW OIL PLC		10/14/14	4,686	7,787	B	26	(3,076)
247	TULLOW OIL PLC		10/14/14	2,052	3,410	B	17	(1,341)
2005	Tullow Oil plc	12/17/13	10/15/14	15,929	27,542			(11,613)
426	United Continental Hld Inc	01/14/14	07/08/14	15,670	19,420			(3,749)
469	United Continental Hld Inc		11/25/14	26,439	20,482			5,957
872	UnitedHealth Group Inc		04/28/14	66,089	60,014			6,074
87	UnitedHealth Group Inc	11/05/13	04/29/14	6,539	5,961			578

Form 8949

Statement A

The Curtis W McGraw Foundation
22-1761678

Short-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
33000	UPS 1 125% 10/01/17	07/14/14	11/24/14	32,842	33,011			(169)
622000	US Treas N/B 250% 12/31/2015		06/20/14	621,587	621,144	B	(168)	275
122000	US Treas N/B 0 875% 04/30/17		06/26/14	122,153	121,853	B	(8)	291
285000	US Treas N/B 2 375% 12/31/2020	01/08/14	03/11/14	287,761	284,009	B	(22)	3,730
182000	US Treasury 250% 02/29/16		06/10/14	181,723	181,589	B	(48)	86
142000	US Treasury 250% 02/29/16		11/12/14	142,017	141,683	B	(106)	228
23000	US Treasury 2 625% 12/31/14	05/05/14	06/20/14	23,305	23,303	B	(7)	(4)
30000	US Treasury N/B 0 875% 5/15/17	06/20/14	06/26/14	30,026	29,979			47
15000	US Treasury N/B 1 75% 5/15/22	05/05/14	07/03/14	14,272	14,329	B	1	(57)
42000	USA TREAS NOTES	11/05/13	06/20/14	42,550	43,063	B	528	15
90	Valeo SA	10/30/14	11/26/14	11,053	10,042			1,010
22000	Verizon Comm 5 15% 09/15/23	07/14/14	11/24/14	24,477	24,520	B	2	(41)
66	Visa Inc - Class A Shares	12/24/13	07/08/14	14,251	14,413			(162)
116	Visa Inc - Class A Shares	12/24/13	11/25/14	29,889	25,331			4,558
291	Wal-Mart Stores, Inc		11/25/14	24,765	23,998			767
176000	Wells Fargo 4 75% 02/09/15	05/21/14	06/20/14	180,789	180,820	B	(108)	(139)
183000	Wells Fargo Co 1 15% 06/02/17	06/20/14	09/19/14	181,704	182,742	B	(20)	(1,058)
595	Wells Fargo Company	11/06/14	11/25/14	32,108	32,041			67
203	Yum! Brands, Inc	08/07/14	11/25/14	15,500	14,169			1,330
Totals				4,498,055	4,493,524	-	(10,237)	(5,707)

Form 8949

Statement B

The Curtis W McGraw Foundation
22-1761678

Short-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
106000	Anheuser-Busch 4 125% 01/15/15	08/28/13	01/29/14	109,610	109,606			4
13000	Bank of America Float% 6/15/17	05/06/14	06/26/14	12,847	12,751			96
10000	Citigroup 4 45% 01/10/17	05/05/14	09/16/14	10,682	10,701			(19)
31000	Citigroup 4 45% 01/10/17	07/14/14	09/16/14	33,114	33,265			(151)
36000	Citigroup 4 45% 01/10/17	06/26/14	09/16/14	38,455	38,586			(131)
103000	Dominion Inc, 5 15% 07/15/15	08/28/13	01/29/14	109,470	109,509			(38)
170000	FFCB 3 24% 7/29/22	07/22/13	03/10/14	170,000	170,000			-
10000	Freddie Mac 1 375% 02/25/14	12/09/13	02/25/14	10,000	10,000			-
125000	NBC Universal 2 875% 1/15/23	08/28/13	02/20/14	119,331	117,991			1,340
55000	NJ Econ Dev 3 169% 09/01/14	12/16/13	03/13/14	55,495	55,722			(227)
0 7383	Royal Dutch Shell PLC-ADR A	03/27/14	04/08/14	54	54			0
105000	Simon Propty Gp 4 375% 3/1/21	11/20/13	04/04/14	114,081	112,567			1,514
113000	US Bancorp 4 125% 05/24/21	07/16/13	04/04/14	121,397	119,815			1,582
121000	US Treasury 1 75% 05/15/23	VARIOUS	02/05/14	112,539	112,411			128
126000	US Treasury 2 25% 01/31/15	VARIOUS	01/13/14	128,746	128,754			(8)
178000	US Treasury 2 25% 01/31/15	VARIOUS	05/21/14	180,670	180,589			81
153000	US Treasury 2 25% 01/31/15	11/05/13	06/20/14	155,002	154,946			56
12000	US Treasury 2 625% 12/31/14	11/14/13	06/20/14	12,159	12,156			4
113000	US Treasury N/B 1 25% 04/15/14	11/05/13	04/15/14	113,000	113,000			-
Totals				1,606,655	1,602,422	-	-	4,233

Form 8949

Statement C

The Curtis W McGraw Foundation
22-1761678

Short-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
	296 TULLOW OIL PLC	12/17/13	10/14/14	2,459	4,066		-	(1,607)
Totals				2,459	4,066	-	-	(1,607)

Form 8949

Statement D

The Curtis W McGraw Foundation
22-1761678

Long-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
218	Aflac, Inc	10/12/11	07/08/14	13,745	8,988			4,756
240	Aflac, Inc	10/12/11	11/25/14	14,444	9,896			4,548
300	Arcos Dorados Holdings, Inc	01/09/13	05/21/14	2,575	4,128			(1,553)
419	Arcos Dorados Holdings, Inc		05/22/14	3,591	5,665			(2,074)
369	Arcos Dorados Holdings, Inc	01/08/13	05/23/14	3,162	4,982			(1,821)
462	Arcos Dorados Holdings, Inc		05/27/14	4,045	5,805			(1,760)
475	Arcos Dorados Holdings, Inc	12/26/12	05/28/14	4,258	5,684			(1,426)
340	Arcos Dorados Holdings, Inc		05/29/14	3,013	4,065			(1,052)
838	Arcos Dorados Holdings, Inc		05/30/14	7,410	9,949			(2,539)
577	Arcos Dorados Holdings, Inc	12/31/12	06/02/14	5,125	6,836			(1,711)
231	Arcos Dorados Holdings, Inc	12/31/12	06/03/14	2,047	2,737			(690)
196	Arcos Dorados Holdings, Inc	12/31/12	06/04/14	1,771	2,322			(552)
361	Arcos Dorados Holdings, Inc	12/31/12	06/05/14	3,344	4,277			(933)
144	Capital One Financial Corp	03/13/13	07/08/14	11,970	7,907			4,063
1428	Centrica plc	05/10/11	07/08/14	7,674	7,228			445
499	China Mobile (Hong Kong) Ltd		07/08/14	24,544	24,535			9
418	China Mobile (Hong Kong) Ltd	12/20/11	09/05/14	27,140	19,773			7,367
550	China Mobile (Hong Kong) Ltd		09/08/14	35,801	25,908			9,893
415	China Mobile (Hong Kong) Ltd		09/09/14	26,864	19,430			7,435
228	China Mobile (Hong Kong) Ltd	12/19/11	09/10/14	14,441	10,654			3,787
456	China Mobile (Hong Kong) Ltd		09/11/14	29,348	21,266			8,082
311	China Mobile (Hong Kong) Ltd	02/22/11	09/12/14	19,874	14,437			5,437
235	China Mobile (Hong Kong) Ltd	02/22/11	09/15/14	14,885	10,909			3,976
329	China Mobile (Hong Kong) Ltd	02/22/11	09/16/14	20,251	15,273			4,978
392	China Mobile (Hong Kong) Ltd	02/22/11	09/17/14	24,159	18,198			5,961
70	China Mobile (Hong Kong) Ltd	02/22/11	09/18/14	4,276	3,250			1,026
320	China Mobile (Hong Kong) Ltd	02/22/11	11/25/14	19,839	14,855			4,983
140	COMERICA INC	07/01/11	05/28/14	6,567	4,873	B	(334)	1,360
169	Copa Holdings SA Cl A	07/23/13	09/24/14	18,313	23,885			(5,571)
135	Copa Holdings SA Cl A		09/24/14	14,620	18,850			(4,230)
303	Copa Holdings SA Cl A		09/25/14	32,286	41,873			(9,587)
324	Copa Holdings SA Cl A		09/26/14	34,008	44,587			(10,579)
271	Delphi Automotive PLC		07/08/14	18,647	9,005			9,642
299	Delphi Automotive PLC	11/19/12	11/25/14	21,587	9,866			11,721
726	DnB Holding ASA		11/26/14	13,280	13,196			84
1390	DnB Holding ASA	10/29/13	12/16/14	19,498	25,197			(5,698)
1668	DnB Holding ASA		12/17/14	23,534	28,156			(4,622)
1854	DnB Holding ASA		12/18/14	27,553	30,681			(3,128)
2224	DnB Holding ASA		12/19/14	33,452	36,550			(3,098)
1669	DnB Holding ASA		12/22/14	24,946	27,393			(2,447)

Form 8949

Statement D

The Curtis W McGraw Foundation

Long-Term Transactions:

22-1761678

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
1221	DnB Holding ASA		12/23/14	18,200	19,991			(1,791)
112	Dover Corp	11/19/12	07/08/14	10,014	7,015	B	1,183	4,183
733	Dover Corp		08/05/14	62,644	42,033	B	4,440	25,052
489	Dover Corp		08/06/14	41,327	26,594	B	1,899	16,632
605	Dover Corp		08/07/14	51,100	28,021	B	(2,457)	20,621
1255	Expedia, Inc		10/29/14	99,908	81,689	B	14	18,234
1705	Expedia, Inc		10/30/14	136,604	96,783	B	507	40,329
221	Goldman Sachs Group	10/16/12	05/21/14	35,150	27,262			7,888
32	Google Inc - Class C		07/08/14	18,363	10,998	B	(32)	7,333
5	Google Inc - Class C	10/19/12	11/25/14	2,700	1,718	B	(5)	977
32	Google Inc - Class A		07/08/14	18,632	22,031	B	11,030	7,631
5	Google Inc - Class A	10/19/12	11/25/14	2,740	3,442	B	1,723	1,022
94	HYUNDAI MOTOR CO LTD 2ND PFD	04/28/11	07/08/14	14,662	7,223	BE	4	7,442
29	HYUNDAI MOTOR CO LTD-PFD	12/13/12	07/08/14	4,271	1,992	BE	6	2,285
155	Incyte Corporation	11/04/13	11/25/14	11,336	6,289			5,047
42200	KALBE FARMA	05/22/13	11/26/14	6,042	6,571	BE	24	(505)
38300	Kalbe Farma TBK PT		07/08/14	5,574	5,999	E	(57)	(482)
166	Mallinckrodt PLC		07/08/14	13,293	7,464			5,829
183	Mallinckrodt PLC	06/27/13	11/25/14	16,538	8,220			8,318
358	Merck & Co Inc	10/03/13	11/25/14	21,291	17,389			3,902
798	MICROSOFT CORP		03/26/14	31,774	21,780	B	15,021	25,015
170	Microsoft Corp	02/06/08	03/26/14	6,769	4,944	B	537	2,363
147	Microsoft Corp	05/18/04	07/08/14	6,147	3,808	B	(2)	2,337
243	Microsoft Corp	05/18/04	11/25/14	11,560	6,295	BE	(1,888)	3,377
330	Microsoft Corp	05/18/04	11/25/14	15,698	8,548	BE	(3,662)	3,488
500	Murata Manufacturing Company,		03/27/14	45,627	30,763			14,864
600	Murata Manufacturing Company,		03/28/14	56,565	36,476			20,089
100	Murata Manufacturing Company,	12/21/12	03/31/14	9,461	5,757			3,704
1300	Murata Manufacturing Company,	12/21/12	04/28/14	108,673	74,842			33,831
1400	Murata Manufacturing Company,		04/30/14	116,793	80,268	B	(21)	36,504
283	NetApp, Inc		11/12/14	11,930	10,258			1,672
2162	NetApp, Inc	09/07/11	11/13/14	88,730	78,001			10,729
1185	NetApp, Inc		11/14/14	50,061	34,191			15,870
62	NetApp, Inc	05/25/12	11/17/14	2,596	1,782			813
260	Novartis AG - ADR	07/01/11	07/08/14	23,438	15,792			7,646
272	Oracle Corporation	01/24/12	07/08/14	11,054	7,774			3,280
8000	PICC Prop & Casualty Co Ltd		07/08/14	12,058	12,109			(51)
551	Prudential plc	11/08/11	07/08/14	12,985	5,728			7,257
607	Prudential plc	11/08/11	11/26/14	14,567	6,310			8,257
218	Reinsurance Group of America,	10/29/13	11/25/14	18,916	15,763			3,153

Form 8949

Statement D

The Curtis W McGraw Foundation

Long-Term Transactions:

22-1761678

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
53	Roche Holdings AG	04/12/12	07/08/14	15,877	9,126			6,752
1662	Royal Caribbean Cruises Ltd		05/21/14	88,849	54,263			34,587
378	Royal Caribbean Cruises Ltd	02/17/12	07/08/14	21,150	11,686			9,464
416	Royal Caribbean Cruises Ltd	02/17/12	11/25/14	29,417	12,861			16,556
285	Safran SA	11/30/11	07/08/14	18,104	8,291			9,813
21	SAMSUNG ELECTRONIC CO	12/06/11	08/07/14	20,451	12,143	BE	48	8,357
32	SAMSUNG ELECTRONIC CO	12/02/11	08/11/14	31,032	18,447	BE	(56)	12,529
13	SAMSUNG ELECTRONIC CO	12/02/11	08/13/14	12,500	7,494	BE	(12)	4,994
18	SAMSUNG ELECTRONIC CO		08/18/14	17,428	10,362	BE	(2)	7,064
22	SAMSUNG ELECTRONIC CO	12/07/11	08/19/14	21,213	12,643	BE	129	8,699
20	SAMSUNG ELECTRONIC CO	12/07/11	08/20/14	19,240	11,493	BE	20	7,767
17	Samsung Electronics Co , Pfd		07/08/14	17,420	10,826	E	36	6,630
44	Samsung Electronics Co , Pfd		08/05/14	43,662	27,652	E	239	16,249
42	Samsung Electronics Co , Pfd		08/06/14	41,055	25,886	E	8	15,177
36	Samsung Electronics Co , Pfd		08/08/14	34,535	20,788	E	(228)	13,519
29	Samsung Electronics Co , Pfd	12/02/11	08/12/14	28,094	16,718	E	(25)	11,352
4631	Sberbank - Sponsored ADR		04/24/14	38,835	59,464			(20,630)
6868	Sberbank - Sponsored ADR		04/25/14	55,324	79,352			(24,028)
291	Seattle Genetics, Inc	01/22/13	10/07/14	9,936	8,598			1,338
661	Seattle Genetics, Inc		10/08/14	22,386	19,338			3,048
445	Seattle Genetics, Inc		10/09/14	14,875	12,975			1,900
662	Seattle Genetics, Inc		10/10/14	21,532	18,837			2,695
337	Seattle Genetics, Inc	01/15/13	10/13/14	10,649	9,459			1,190
228	St Jude Medical	10/04/13	11/25/14	15,487	12,881			2,605
731	Subsea 7 SA		10/06/14	9,431	13,641			(4,210)
1671	Subsea 7 SA	07/16/13	10/07/14	21,528	31,142			(9,614)
1218	Subsea 7 SA		10/08/14	15,510	22,553			(7,043)
1015	Subsea 7 SA		10/09/14	13,076	18,734			(5,658)
1218	Subsea 7 SA		10/10/14	15,031	22,177			(7,146)
845	Subsea 7 SA	07/10/13	10/13/14	10,295	15,041			(4,746)
382	Subsea 7 SA	07/10/13	10/14/14	4,646	6,800			(2,154)
1409	Tullow Oil plc		10/13/14	11,959	25,338	B	970	(12,409)
700	TULLOW OIL PLC		10/14/14	5,816	11,560	B	245	(5,499)
320	TULLOW OIL PLC		10/14/14	2,659	5,284	B	(95)	(2,721)
296	TULLOW OIL PLC		10/14/14	2,459	4,888	T	2,429	-
41	TULLOW OIL PLC		10/14/14	341	677	B	(18)	(355)
3180	UnitedHealth Group Inc	07/18/12	04/29/14	239,017	178,831			60,186
402	Wells Fargo Company	08/10/11	07/08/14	20,984	9,371			11,613
147	Yum! Brands, Inc		07/08/14	12,051	9,594			2,456
Totals				2,917,530	2,360,197	-	31,621	588,954

Form 8949

Statement E

The Curtis W McGraw Foundation
22-1761678

Long-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
46	Alexion Pharmaceuticals, Inc	10/15/09	07/08/14	7,302	1,052			6,250
50	Alexion Pharmaceuticals, Inc	VARIOUS	11/25/14	9,634	1,131			8,503
161	Anadarko Petroleum Corporation	10/15/09	07/08/14	17,170	10,671			6,499
177	Anadarko Petroleum Corporation	10/15/09	11/25/14	15,913	11,731			4,182
166	Apache Corporation	VARIOUS	07/08/14	16,411	13,681			2,730
183	Apache Corporation	08/14/07	11/25/14	13,392	14,761			(1,370)
31	Baker Hughes Incorporated	06/14/10	05/29/14	2,190	1,328			862
180	Baker Hughes Incorporated	VARIOUS	07/08/14	13,329	7,705			5,623
1190	Baker Hughes Incorporated	VARIOUS	11/14/14	70,019	50,758			19,261
118	Baker Hughes Incorporated	VARIOUS	11/25/14	7,469	4,958			2,511
119000	Bank of America Float% 6/15/17	VARIOUS	06/26/14	117,599	115,100			2,499
100000	BB&T Corp 3 95% 4/29/2016	VARIOUS	01/29/14	106,496	103,641			2,855
1022	BioMarin Pharmaceutical Inc	VARIOUS	02/20/14	81,650	23,988			57,662
871	BioMarin Pharmaceutical Inc	10/15/08	02/21/14	69,709	18,716			50,993
74 154	Boskalis Westminster - CVA	05/15/07	07/08/14	4,154	2,591			1,564
0 8462	Boskalis Westminster - CVA	05/15/07	07/22/14	48	30			19
163	Boskalis Westminster - CVA	05/15/07	11/26/14	9,162	5,694			3,468
390	CareFusion Corporation	11/03/10	07/08/14	17,508	9,210			8,299
1163	CareFusion Corporation	VARIOUS	11/24/14	67,849	27,168			40,681
433	CareFusion Corporation	07/02/10	11/26/14	25,623	9,764			15,859
563	CareFusion Corporation	VARIOUS	11/28/14	33,307	12,220			21,087
1634	CareFusion Corporation	VARIOUS	12/01/14	96,664	29,711			66,953
1258	CareFusion Corporation	08/21/09	12/02/14	74,413	22,568			51,845
1011	CareFusion Corporation	VARIOUS	12/03/14	59,760	18,083			41,676
298	CareFusion Corporation	08/25/09	12/04/14	17,634	5,282			12,351
1460	Centrica plc	12/23/08	07/08/14	7,846	5,625			2,221
3180	Centrica plc	VARIOUS	11/26/14	14,381	12,240			2,141
6800	Centrica plc	VARIOUS	12/11/14	29,416	25,938			3,478
6930	Centrica plc	VARIOUS	12/12/14	29,090	26,277			2,813
3778	Centrica plc	12/18/08	12/15/14	15,649	14,323			1,325
11334	Centrica plc	VARIOUS	12/16/14	47,172	42,956			4,217
9445	Centrica plc	VARIOUS	12/17/14	39,124	35,204			3,920
5643	Centrica plc	12/19/08	12/18/14	23,514	20,803			2,712
27000	Citigroup 4 45% 01/10/17	04/17/13	09/16/14	28,841	28,822			20
191	Comcast Corporation - CL A	03/16/09	07/08/14	10,309	2,495			7,815
406	Comerica Incorporated	03/16/10	05/21/14	18,795	15,399			3,397
440	Comerica Incorporated	03/16/10	05/22/14	20,464	16,688			3,776
505	Comerica Incorporated	VARIOUS	05/23/14	23,585	18,825			4,759
581	Comerica Incorporated	03/15/10	05/27/14	27,493	21,608			5,885

Form 8949

Statement E

The Curtis W McGraw Foundation

Long-Term Transactions:

22-1761678

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
613	Comerica Incorporated	03/15/10	05/28/14	28,755	22,799			5,957
502	Continental Resources, Inc	07/08/09	04/14/14	64,748	11,836			52,912
95	Continental Resources, Inc	07/08/09	07/08/14	14,696	2,240			12,457
54	Continental Resources, Inc	07/08/09	08/08/14	7,935	1,273			6,662
81	Continental Resources, Inc	07/08/09	08/11/14	11,987	1,910			10,077
126	Continental Resources, Inc	07/08/09	08/12/14	18,279	2,971			15,308
138	Continental Resources, Inc	07/08/09	08/13/14	19,916	3,254			16,662
261	Continental Resources, Inc	07/08/09	11/05/14	13,794	3,077			10,717
1294	Continental Resources, Inc	07/08/09	11/06/14	67,162	15,255			51,907
761	Continental Resources, Inc	07/08/09	11/07/14	41,620	8,971			32,648
100000	CSX Corp Debt 6 250% 4/1/15	03/24/08	01/29/14	106,477	99,985			6,492
290000	Freddie Mac 1 375% 02/25/14	VARIOUS	02/25/14	290,000	290,000			-
102000	General Elec 4 65% 10/17/21	03/15/13	04/04/14	112,513	113,304			(791)
730	Goldman Sachs Group	03/13/09	05/21/14	116,106	71,325			44,781
30	Google Inc - Class C	11/21/07	11/25/14	16,202	9,968			6,235
30	Google Inc - Class A	11/21/07	11/25/14	16,443	9,942			6,501
226	Honeywell Inc	12/19/05	07/08/14	21,262	8,566			12,696
248	Honeywell Inc	12/19/05	11/25/14	24,563	9,399			15,163
167	Johnson Matthey PLC	09/25/08	07/08/14	9,028	4,723			4,305
184	Johnson Matthey PLC	09/25/08	11/26/14	9,650	5,204			4,446
969	Knowles Corp	VARIOUS	03/13/14	29,287	19,995			9,291
562	Korea Electric Power Corp	11/24/10	07/08/14	20,450	14,149			6,301
150000	KY St BAB 4 44% 11/01/16	11/17/11	09/22/14	159,648	157,109			2,539
395	McGraw Hill Financial Inc	01/01/01	11/25/14	36,642	0			36,642
308	Microsoft Corp	05/18/04	07/08/14	12,880	7,978			4,901
90	Microsoft Corp	05/18/04	11/25/14	4,281	2,331			1,950
125000	Morgan Stanley 6 00% 04/28/15	03/15/12	06/20/14	130,594	126,883			3,711
70000	NV Las Vegas 3 351% 6/1/16	07/17/12	06/24/14	72,872	72,667			205
125000	NVR Inc Corp 3 95% 9/15/22	10/04/12	10/08/14	127,928	128,404			(477)
200	Oceaneering International, Inc	05/18/10	12/10/14	12,197	5,688			6,509
867	Oceaneering International, Inc	05/18/10	12/11/14	52,919	24,657			28,262
278	Oceaneering International, Inc	05/18/10	12/12/14	16,552	7,906			8,646
296	Oceaneering International, Inc	05/18/10	12/15/14	17,206	8,418			8,788
194	Qualcomm Inc	02/09/10	07/08/14	15,663	7,358			8,305
213	Qualcomm Inc	02/09/10	11/25/14	15,330	8,079			7,251
20	Regeneron Pharmaceuticals	12/02/10	07/08/14	6,215	593			5,622
22	Regeneron Pharmaceuticals	12/02/10	11/25/14	9,033	652			8,381
59 999	Royal Dutch Shell PLC-ADR A	01/05/09	07/08/14	4,907	3,296			1,611
0 001	Royal Dutch Shell PLC-ADR A	01/05/09	07/31/14	0	0			0
189	Royal Dutch Shell PLC-ADR A	01/05/09	11/25/14	13,352	10,383			2,969

Form 8949

Statement E

The Curtis W McGraw Foundation
22-1761678

Long-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
443	Smiths Group plc	08/18/04	07/08/14	9,805	8,510			1,295
1221	Smiths Group plc	VARIOUS	10/20/14	23,343	23,179			164
3663	Smiths Group plc	VARIOUS	10/21/14	70,288	66,232			4,056
1076	Smiths Group plc	VARIOUS	10/22/14	20,425	15,154			5,271
1260	Smiths Group plc	VARIOUS	10/23/14	23,309	17,123			6,186
392	SwedBank AB	12/03/09	07/08/14	10,058	4,151			5,906
432	SwedBank AB	12/03/09	11/26/14	11,260	4,575			6,685
120000	TD Bank 2 375% 10/19/16	VARIOUS	01/29/14	124,324	121,030			3,293
507	Tullow Oil plc	10/16/09	07/08/14	7,057	10,373			(3,316)
1097	Tullow Oil plc	VARIOUS	10/13/14	9,311	21,980			(12,669)
271000	US Treasury 2 625% 12/31/14	06/12/13	06/20/14	274,599	274,406			193
175000	US Treasury N/B 1 75% 5/15/22	02/27/13	07/03/14	166,503	174,705			(8,202)
213	Wal-Mart Stores, Inc	08/24/05	07/08/14	16,228	9,844			6,384
1600	Wynn Macau, Limited	10/11/10	07/08/14	6,285	3,292			2,993
5200	Wynn Macau, Limited	10/11/10	08/05/14	21,229	10,700			10,529
4800	Wynn Macau, Limited	10/11/10	08/06/14	19,385	9,877			9,508
4800	Wynn Macau, Limited	VARIOUS	08/07/14	18,266	9,672			8,594
4000	Wynn Macau, Limited	10/08/10	08/11/14	15,089	7,683			7,406
4300	Wynn Macau, Limited	10/08/10	08/12/14	16,381	8,259			8,122
Totals				3,922,322	2,912,040	-	-	1,010,282

Form 8949

Statement F

The Curtis W McGraw Foundation
22-1761678

Long-Term Transactions:

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Shares	Description of Property	Date Acquired	Date Sold	Proceeds	Cost or other Basis	Code	Amount of Adjustment	Gain or (Loss)
77000	Citigroup 4 45% 01/10/17	VARIOUS	09/18/14	82,091	82,163		-	(72)
4000	PICC Prop & Cas Co Rts 12/2/14	VARIOUS	11/24/14	3,286	-		-	3,286
7975	PICC Prop & Cas Co Rts 12/2/14	VARIOUS	11/25/14	7,032	-		-	7,032
Totals				92,409	82,163	-	-	10,246